

MEETING TIT	LE						MEETING			
Trust Board M	eeting held	in Pul	olic				28/04/20)22	_	
TITLE of PAP	ER	Corp	orate	Governan	ce R	eport	PAPER REF		TB22.010	
KEY PRIORIT	IES			safe and high performing organisation based on openess, ip and accountability						
PURPOSE OF PAPER	THE		purpo proce	•	aper	is to provide ar	update (on G	overna	ance actions
For Approval					For	Assurance			\boxtimes	
For Decision Discussion/Information										
AUTHOR / LEAD	Head of C	orpora	ate Af	fairs		COUNTABLE	Chief I	Exec	utive	
DISCUSSED AT / INFORMED BY - N/A										
PREVIOUSLY AGREED AT: Committee/Audit Comm									Date: 12/04/2022	
RECOMMEND	ATION(S)			No Re sur	te the ceive	asked to: ne content of the re assurance of t compliance wit ements	the proc	esse	•	
RISK ASSESS								,	Yes	No
Corporate Ris					ance	e Framework ar	nended]	
Equality Impa If 'Yes' – expand			ed pap	per]	
Resource Imp If 'Yes' – expand					, oth	er - specify)]	
Legal implication of the Legal implication of									1	
ASSURANCE	COMPLIA	NCE						,		
	Care Quality Commission 5: Well led Choose a DOMAIN(s)									
NHSI Single Oversight Framework Choose a THEME(s)						6. Leadership (Led)	_eadership & Improvement Capability (We			ability (Well-

Corporate Governance Report

1. PURPOSE/AIM

- 1.1 The purpose of the report is to provide assurance to the Board of the arrangements in place to maintain compliance with core governance arrangements including:
 - Registers of Interest
 - Registers of Gifts and Hospitality
 - Members Expenses
 - Fit and Proper Person Declaration
 - Trust Seal

2. BACKGROUND/CONTEXT

2.1 In compliance with the Trust's Standing Orders Including Scheme of Powers Delegated and Reserved to the Board and Standing Financial Instructions, 2021 (SO/SFIs) annual assurance is provided of the arrangements in place to ensure the Trust is following legislative, regulatory or compliance requirements.

2.2 Committee Meetings and Terms of Reference

During 2021-22 the Board Sub-committees reviewed their Terms of Reference and submitted these for consideration by the Board in July 2021 via the Audit Committee. These will be reviewed and reported to the Audit Committee for onward agreement by the Board in July 2022.

2.3 Register of Interests

The Trust's SOs/SFIs, together with YAS' Standards of Business Conduct Policy & Guidance: Managing Conflicts of Interests, Gifts, Hospitality & Sponsorship and in line with best practice of the NHS England Managing Conflicts of Interest in the NHS: Guidance for all organisations, requires the Chief Executive to ensure that a *Register of Interests* is established and maintained for:

- i. Board Members: and
- ii. Agenda for Change Trust Staff (officers) at Band 8d or above

In particular, these Registers will include details of all directorships and other relevant and material interests (as defined in SOs, Section 6) which have been declared by relevant members and officers.

Any other employee of the Trust who has a pecuniary interest in an organisation with which the Trust associates or operates should declare such an interest in the Corporate Register held by the Corporate Affairs team and available for public inspection.

Any declaration must be made in writing, the Register(s) maintained by the Head of Corporate Affairs and published annually: attached at **Appendix A1**

and A2. are the registers of Interest Board of Directors and Band 8b and above as at 31 March 2022.

The Standards of Business Conduct Policy & Guidance: Managing Conflicts of Interests, Gifts, Hospitality & Sponsorship was reviewed and approved by the Trust Management Group in May 2021.

2.4 Register of Gifts and Hospitality

The requirement to complete the Hospitality Register in line with the Standards of Business Conduct Policy & Guidance: Managing Conflicts of Interests, Gifts, Hospitality & Sponsorship, was facilitated by copies of the Policy and declaration forms being made available to all staff through the Intranet and from line managers.

The register of Gifts, Hospitality and Sponsorship for 2021-22 is provided at **Appendix B.**

2.5 Members' Expenses

The Trust's SOs/SFIs require the Chief Executive to report on Board Members Expenses annually. The Audit Committee reviewed the 2020-21 Board Members' Expenses in April 2021. Attached at **Appendix C** is the Board Members' Expenses for the fully year 2021-22.

2.6 Fit & Proper Persons Declaration

Director positions or director-equivalent posts, i.e., Very Senior Managers (VSMs) are subject to Regulation 5 of the Health and Social Care Act 2008 (Regulated Activities) Regulations 2014; in particular the requirement that board level appointments must be "fit and proper persons" set out in paragraph 3 of the Regulation. In addition, they must not meet any of the 'unfit' criteria as specified in Part 1 of Schedule 4 of the Regulations.

In summary, the Trust shall not appoint, or permit to continue as a director, any person who is an unfit person. All such persons employed by YAS are required to complete a declaration on-employment and an annual declaration of compliance, and a register maintained.

Checks were completed between May 2021 – March 2022. All Annual Declaration forms have been completed for the period. There remain two DBS checks outstanding. These are currently being processed. Due to the Process these can take a number of months to process by the external agency.

2.7 Review of the Use of the Trust Seal 2021-22

The Trust's SOs/SFIs require the Chief Executive to ensure that a Register of Use of the Trust Seal is established and maintained.

A Register is maintained, a summary of which is attached at **Appendix D** for the period 2021-22

3. RISK ASSESSMENT

3.1 That the Trust fails to demonstrate compliance with core governance documents and relevant regulation, resulting in poor governance practices and decision making.

4. RECOMMENDATIONS

4.1 The Board is asked to:

- Note the content of the Report and
- Receive assurance that the Trust has appropriate systems and processes in place for the purposes described.

5. ANNEXES AND APPENDICES

- Appendix A1 and A2 2021-22 Registers of Interest Board of Directors and Band 8b and above as at 31 March 2022
- Appendix B 2021- 22 Register of Gifts, Hospitality and Sponsorship
- Appendix C Members' Expenses paid for 2021-22
- Appendix D Summary of the Use of the Trust Seal 2021-22

Appendix A1

YAS BOARD MEMBERS AND NON-VOTING DIRECTORS Declaration of Interests for the Financial Year 2021- 2022

Name/Dates	Paid / Unpaid Employment (specify)	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
Kathryn Lavery Chairman 1 July 2016	Non-Executive Director Navigo, North East Lincolnshire Consultant to Hull University (retained contract) Advisory Board Member Agencia Consultancy, Hessle (unpaid)	Director Kath Lavery Associates	80% shareholding in K Lavery Associates Ltd,	None	Chairman Humber Business Week Board member Johnnie Whitely Foundation (resigned October 2021)	Member of Northern Ambulance Alliance Board Chair of the Yorkshire and Humber Panel of the ACCE (Advisory Committee on Clinical Excellence Awards) for which I do receive a fee for marking the award applications.	None
Andrew Chang Non-Executive Director & Chair of the Audit Committee 22 Oct 2020	Bradford District Care NHS Foundation Trust: NED	None	None	None	Governor: Leeds City College Vice Chairman of the Audit Committee of the Luminate Education Group Co-opted Non-Executive: Chartered Institution of Water and Environmental Management	None	Fellow, Chartered Institute of Management Accountants Member, Chartered Institution of Water and Environment Management
Anne Cooper Non-Executive Director and Senior Independent Director 18 Jan 2019	Non-Salaried Director Ethical Healthcare Consulting CIC, 4 The Green, Matfen, Newcastle Upon Tyne, England, NE20 ORJ (paid for any delivery work) Associate Thrive by Design, Leeds and York Partnership	Director Ethical Healthcare Consulting CIC, 4 The Green, Matfen, Newcastle Upon Tyne, England, NE20 0RJ	None	None	None	None	Nursing and Midwifery Council Registration (To May 2023)

Name/Dates	Paid / Unpaid Employment (specify)	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
	FT, 2150 Century Way, Thorpe Park, Leeds (Paid) Self-Employed, Anne Cooper, 46, WF14 9JE						
Tim Gilpin Non-Executive Director and Deputy Chairman 1 August 2018 Associate NED 31 Jan 2017 to 31 July 2018	Managing Director of TGHR Ltd.	Managing Director of TGHR Ltd.	None	None	None	None	Member Chartered Institute of Personnel and Development
Jeremy Pease Non-Executive Director 14 February 2019	Green Oak Associates Ltd Paid Employment (providing consultancy – including for the NHS)	Director Green Oak Associates Ltd	None	None	None	None	None
Amanda Moat Non-Executive Director 5 June 2021	None	KinSpirits Ltd – Wholesale Craft Distillery Candam Ltd - Taekwondo Academy Non-Executive Director Bolton at Home Group Non-Executive Director Arcon Housing Association	None	None	Institute of Risk management: Health and Care SIG Committee member NHS regional volunteer steer group for Learning Disabilities, Mental Health and Autism: West Yorkshire and Harrogate Health Inequalities project lead British BeeKeeping Association (from Oct 2021)	School Governor Highfield Special School to 13 July 2021	Institute of Risk Management Fellow and full member of the Chartered Institute of Public Finance and Accountancy
Rod Barnes Chief Executive Officer	None	None	None	None	Trustee of CATCH (Community Action To Create Hope) (from July 2020)	Member of Northern Ambulance Alliance Board	Chartered Institute of Management Accountants

Name/Dates	Paid / Unpaid Employment (specify)	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
6 May 2015							
Kathryn Vause Executive Director of Finance In post substantively	None	None	None	None	None	None	Member of Chartered Institute of Public Finance & Accountancy
from 31 July 2021 (Joined the Trust in June 2017)							
Dr Julian Mark Executive Medical Director 1 October 2013	None	None	None	None	None	Urgent and Emergency Care Clinical Lead Yorkshire & Humber Digital Care Board Co-chair of the National Advisory Board 'The Circuit '(from Sept 2020)	General Medical Council Medical Protection Society Faculty of Medical Leadership and Management British Medical Association
Clare Ashby Interim Executive Director of Quality, Governance and Performance Assurance In post from: 01 October 2021 (Joined the Trust in July 2013	None	None	None	None	None	None	Nursing & Midwifery Council Registration
Nick Smith Executive Director of Operations 12 November 2018	None	None	None	None	None	None	None

Name/Dates	Paid / Unpaid Employment (specify)	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
Dr Steven Dykes October 2013 Acting Executive Medical Director from 13 October 2021	None	None	None	None	Trustee West Yorkshire Medic Response Team	None	Member of the British Medical Association Registered with a licence to practise with the General Medical Council Member of the Faculty of Medical Leadership and Management
ASSOCIATE NON-EX	ECUTIVE DIRECTORS (Non-Voti NHS Interim Management &	ing) MRL Environmental	None	Member	Committee Chair – Yorkshire	None	Associate –
Associate Non-Executive Director 27 November 2018 Non-Executive Director/Deputy Chairman 1 April 2018 – 26 November 2018 Associate Non-Executive Director 31 Jan 2017 to 31 March 2018	Support (NHS IMAS) NHS England East of England Region Member- Advisory Committee for Clinical Excellence Awards Committee (Yorkshire & Humber)	Ltd Burn Grange Properties Ltd		of Burn Parish Council	Ambulance Service Charity		Emergency Planning Society Health & Care Professions Council Member of the College of Paramedics Member Institute of Healthcare Management
Zafir Ali Associate Non- Executive Director (NeXT Development) 5 June 2021	Government Internal Audit Agency, Senior Audit Manager roles: DHSC Deputy Head of Internal Audit Head of Internal audit for the NHS Counter Fraud Authority Head of Internal audit for the NHS Health Research Authority	None	None	None	None	None	Member of Chartered Institute of Internal Auditors

Name/Dates	Paid / Unpaid Employment (specify)	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
Amanda Wilcock Director of People and Organisational Development	None	None	None	None	None	None	Member Chartered Institute of Personnel and Development
In post from 1 June 2021							
(Joined the Trust in April 2019)							
Karen Owens (nee Warner) Interim Director of Urgent Care and Integration	None	Director of Property Management (owner)	None	None	None	None	Nursing & Midwifery Council Registration 86Y243OE
23 April 2019							
Simon Marsh Chief Information Officer	None	None	None	None	None	None	None
ARCHIVED INTERES	_I TS: KECUTIVE and NON-VOTING DIR	FCTORS					
John Nutton Non-Executive Director 5 June 2015 to 4 June 2021	Self-employed Corporate Finance practitioner, Springwell Corporate Finance in association with Cattaneo LLP	The Carbis Beach Apartments Management Company Limited The Marque Management Company (Cambridge) Limited	None	None	Member of The Wakefield Grammar School Foundation Clayton Hospital Site Fund Raising Committee	None	Fellow Institute of Chartered Accountants in England & Wales

Name/Dates	Paid / Unpaid Employment (specify)	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
Steve Page Executive Director of Quality, Governance and Performance Assurance 1 October 2009 To 30 June 2021	None	None	None	None	None	Care Quality Commission Well Led Reviewer	Nursing & Midwifery Council Registration
Suzanne Hartshorne Acting Director of Workforce and Organisational Development In post from 1 January 2020 to 18 June 2021 (Joined the Trust in January 2017)	None	None	None	None	None	None	Member Chartered Institute of Personnel and Development

Appendix A2

YAS STAFF BAND 8D AND ABOVE (EXCLUDING BOARD MEMBERS) Declaration of Interests for the Financial Year 2021-22

Name Date commenced employment with YAS	Role Title	Other Paid Employment	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
Ms Catherine Bange March 2018 (on Secondment)	Regional General Manager – Urgent Care & Integration	None	None	None	None	None	None	None
Mr Alan Baranowski June 2015	Regional General Manager	None	None	None	None	None	None	HCPC PA03367
David Beet January 2020	Senior Programme Lead for Clinical Advice Service Integration	None	I am the Managing Director of Workable Wellbeing Ltd	I am a 50% shareholder in Workable Wellbeing Ltd	None	None	I am a Magistrate in Bristol This is an unpaid voluntary role, and I am required to sit for 13 days (6.5 hours) each year. I intend to undertake my sittings once each month in addition to my working hours with YAS	I am a member of: Chartered Institute for Personnel and Development (Associate Member) Health Professions Council (Paramedic) Association for Coaching
Ms Jacqueline Cole March 2017	Head of Operations – South Yorkshire	None	None	None	None	None	None	Health Care Professionals Council (HCPC)
Arifa Chakera July 2020	Associate Director of Business Development (interim) (from 1 July 2021)	Crystal Clear Management Solutions- Owner/Director	None	None	None	None	None	None

Name Date commenced employment with YAS	Role Title	Other Paid Employment	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
Dr Eithne Cummins September 2017	GP, Clinical Director Integrated and Urgent Care	All are ad hoc sessions None are technically employed. 1. STH- Sheffield GP Collaborative. 2. NHSE- GP appraiser.	None	None	None	None	None	GMC –full registration, GP list No 4043050 BMA-member
Mr Chris Dexter November 2015	Managing Director of PTS	None	None	None	None	None	None	Chartered Member of Institute of Transport & Logistics.
Mrs Jeevan Gill February 2018	Associate Director of Operations	None	Optimas Properties Limited	None	None	None	None	None
Mr Claus Madsen November 2016	Associate Director of Education and Learning	None	None	None	None	None	None	Member of the Academy of Management Chartered Fellow of the CIPD
Mr John McSorley December 2017	Head of Operations – West Yorkshire	None	None	None	None	None	None	HCPC PA05434 College of Paramedics CP017975
Mr Mark Millins August 2013	Associate Director of Paramedic Practice	None	None	None	None	None	None	HCPC (PA5300) College of Paramedics

Name Date commenced employment with YAS	Role Title	Other Paid Employment	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
Mr Paul Mudd January 1987	Head of Operations North & East Yorkshire	None	None	None	None	None	None	None
Mr Graham Norton ¹ March 2020	NAA Digital Transformation Lead	None	None	None	None	None	None	None
Dr David O'Brien July 2019	Associate Director of Performance Assurance and Risk	None	None	None	Foundation Trust Public Governor, Leeds and York Partnership NHS Foundation Trust	Governor Knavesmire Primary School, York Charity Trustee, The Knavesmire County Primary School Fund, York	Independent Member (unpaid), Audit Committee, North Yorkshire Fire and Rescue Service	Member, The Chartered Governance Institute
Mr David Sanderson December 2018 to August 2021	Associate Director of Estates, Fleet and Facilities	None	None	None	None	Member of the Northern Training Advisory Group (Not for profit training organisation providing Estates & Facilities Training to NHS staff)	None	Fellow of the Institute of Leadership & Management Certified Member of Institute of Workplace and Facilities Management Member of the Health Estates Facilities Management Association Member of the Institute of Healthcare Engineers & Estates Managers

¹ Post shared with Northern Ambulance Alliance AC22.016 Annual Corporate Governance Report

Name Date commenced employment with YAS	Role Title	Other Paid Employment	Directorships of Commercial Companies	Shareholdings	Elected Office	Trusteeships or participation in the management of charities and other voluntary bodies	Public Appointments (paid or unpaid)	Membership of professional bodies/trade association or bodies
Mr Matthew Sandford October 2016 (on Secondment)	Associate Director of Business Development	None	None	None	None	None	None	Member of the Chartered Management Institute (MCMI)
Mr Stephen Segasby June 2017 to March 2022	Deputy Director of Operations	None	None	None	None	None	None	Health & Care Professions Council PA16463
Miss Keeley Townend December 2006 (on Secondment)	NHS 111 Associate Director and Urgent Care	None	None	None	None	None	None	None
Ms Carol Weir February 2019	Managing Director, Northern Ambulance Alliance (12mth Secondment) SRO, Transformation Programme, YAS	Northern Ambulance Alliance – Managing Director – secondment from YAS ICS Group Health & Wellbeing Consultant	None	None	None	None	None	None

Appendix B

Register of Gifts Hospitality and Sponsorship 2021-22

Ref	Date of Entry in Register	Name & Position of person receiving Gift/Hospitality/Sponsorship.	Date of Offer	Description of Gift/Hospitality Offered:	Name of Supplier/Offeror & Address:	Value: Must be completed	Accepted/Declined (Reasons for doing so)	Notes / Comments
2021-001	22-Jul-21	Andrew Chang Non-Execuitve Director	01/07/2021	High Sheriff Garden Party	High Sheriff West Yorshire	Unknown	Accepted	
2021-002	03-Aug-21	James Webb A&E Locality Manager (North)	05/06/2021 (Staff seeking guidance which is why it took awhile)	Cash Gift £40 cash left on the windscreen of a Vehicle	Unknown	£40	N/A as money left on the windscreen Therefore donated to YAS Charity	Considered request by email and advised to donate to charity
2021-003	08-Nov-21	Hannah Eglese Paramedic Harrogate	26/09/2021	Cash Gift £20 in Thankyou card station to get refreshments	Patient / Member of the Public	£20	Was posted with no return address. Donated via the YAS Charity	The card and cash was received by Corporate Affairs through hand delivered letter - from the station
2021-004	06-Dec-21	Andy Sanderson Area Operations Manager (Barnsley Area)	20/05/2020	M&S Gift Vouchers - E- vouchers presented to Barnsley station during the Pandemic	Gist Carlton Industrial Estate, Industry Rd, Barnsley S71 3LJ	£600	These were accepted out of hours at station and had remained in a cupboard until November 2021	One £100 e-voucher was provided to the receiving station. The remaining vouchers were donated to the Charity to be used as part of the free festive prize draw for all YAS staff.

Summary of Board Members' Expenses² 2021-22

Name
Kathryn Lavery
Tim Gilpin
Andrew Chang
Anne Cooper
Amanda Moat
Jeremy Pease
Rod Barnes
Kathryn Vause
Dr Julian Mark
Nick Smith
Claire Ashby
Phil Storr
Zafir Ali
Mandy Wilcock
Karen Owens
Simon Marsh
Steve Page*
Suzanne Hartshorne**
John Nutton***
Steven Dykes****

Miles	Rail	
£0.00	£0.00	
0.00	60.60	
8.40	0.00	
5.60	10.65	
11.20	0.00	
54.88	0.00	
68.88	0.00	
9.56	0.00	
0.00	46.75	
0.00	0.00	
48.56	0.00	
0.00	0.00	
45.36	0.00	
15.12	0.00	
0.00	0.00	
0.00	0.00	
0.00	53.00	
27.85	0.00	
0.00	0.00	
0.00	0.00	
0.00	0.00	

Hotel	Parking
£0.00	£0.00
0.00	0.00
0.00	21.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	18.00
0.00	39.95
0.00	0.00
0.00	10.50
0.00	27.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	49.00
0.00	70.95
0.00	0.00
0.00	0.00
0.00	0.00

Taxi	Subsistence
£0.00	£0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00

Other	Total
£0.00	£0.00
0.00	60.60
0.00	29.40
0.00	16.25
0.00	11.20
0.00	54.88
0.00	86.88
0.00	49.91
0.00	46.75
0.00	10.50
0.00	75.56
0.00	0.00
0.00	45.36
35.11	50.23
0.00	0.00
0.00	0.00
0.00	102.00
0.00	94.80
0.00	0.00
0.00	0.00
0.00	0.00

^{*} Steve Page – Executive Director of Quality, Governance and Performance Assurance to 30 June 2021
** Suzanne Hartshorne – Acting Director of Workforce and Organisational Development to 18 June 2021
***John Nutton – Non-Executive Director to 4 June 2021

^{****} Steven Dykes – Acting Executive Medical Director from 13 October 2021

² Figures provided represent expenses paid at 31 March 2022

Appendix D

Summary Application of the Trust Seal Yorkshire Ambulance Service 2021-2022

Document Type	Signed by	
April 2021		
Engie Regeneration Bradford Roofing	Rod Barnes Nick Smith	
July 2020		
Early Termination Agreement and Release Central Medical Services	Rod Barnes Nick Smith	
September 2020		
Lease Morley Nepshaw Lane	Rod Barnes Nick Smith	
December 2020		
Lease of Unit 7A Bentley Marshgate	Steve Page Rod Barnes	