

## **Directors' statement of compliance with duty to promote the success of the Company**

The Board of Directors, in line with their duties under s172 of the Companies Act 2006, act in a way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole. In doing so, the Directors consider a range of matters when making decisions for the long term. Key decisions and matters that are of strategic importance to the Company are appropriately informed by s172 factors.

The success of the Company is dependent on the support of all stakeholders. Working with stakeholders that share our values is important to us, towards shared long-term goals for sustainable success.

The Board and senior leadership team make decisions with a long-term view in mind and with the highest of standards of conduct in line with our policies. Reports across all areas of the business are regularly made available to the Board to allow key decisions to be made with proper consideration and to assess the impact of decisions on stakeholders. The Company recognises that the ownership structure demands an important role in maximising the value and benefit to the NHS and wider community beyond economic gain.

We have an open dialogue with our shareholders through group meetings, one to one meetings and six-monthly Board to Board meetings, covering a wide range of subject matter. The shareholder views and feedback are considered as part of decision making.

We engage with our people as highlighted in the 'Engagement with Employees' within the Directors Report. Key focus areas have been employee pay and we have been pleased to be able to secure one of our goals in the payment of the Real Living Wage as a minimum for all staff from April 2020, along with health and safety with an emphasis on COVID-19. The Directors and senior leadership team meet periodically throughout the year with trade unions officials and staff representatives for meaningful conversation and information sharing on matters affecting the Company.

We have built a strong service orientated relationship with our primary customer, with the focus being around their requirements whilst mindful of the financial challenges of an NHS Trust. We strive to drive continuous improvement and innovation into our operations to drive long term relationships across each area of the business. To achieve this, the Directors and senior leadership team take the time to understand the real and perceived need of our primary customer. The Trust has embarked on business transformation project with a number of key work streams and the Company works alongside the Trust to ensure flexibility is maintained to meet changes in demand. All business cases consider the benefit to be realised for stakeholders, the risks and the longer-term business impacts.

The Board recognises that our suppliers are integral to the success of the business and it is therefore essential that we build strong relationships in an ethical manner whilst meeting stringent quality, performance and delivery requirements. The Company has a number of senior qualified procurement officers and managers that are experienced in supplier relationship management and procurement. As part of the Company's service offering the Company offers a fully compliant NHS framework procurement and supplier contract management service. The Company ensures that we pay suppliers in line with commercially agreed payment terms. We have a strong code of conduct and policies in relation to Anti Bribery and Corruption and Modern Slavery legislation.

We recognise the important role that our company plays in the local community. Social value principles are at the heart of the business, with a focus on creating opportunities in local employment and improving our environmental credentials.

The Company has appointed relevant expert advisors to ensure that the Board are aware of, and the Company aims to meet, all relevant obligations in regard to laws and regulations whilst identifying potential opportunities and risks for the business.

This report was approved by the board and signed on its behalf.

**K J Dean**  
Director

Date: 3 December 2021