

Public Board of Directors

SUMMARY REPORT

Meeting Date: 19 December 2023

Agenda Item: 09

Report Title:	Governance Report	
Author(s):	Deborah Lawrenson, Director of Corporate Governance	
Accountable Director:	Deborah Lawrenson, Director of Corporate Governance	
Other Meetings presented to or previously agreed at:	Committee/Group:	N/A
	Date:	N/A
Key Points recommendations to or previously agreed at:	N/A	

Summary of key points in report

Key areas covered in this report are outlined below:

External Audit provision

A separate item is provided in the confidential session on proposals regarding External Audit provision.

Governor Observers of Board subcommittees:

A key role for Governors is to hold the Non-Executive Directors to account. Formal opportunities for engagement for Governors with Non-Executive Directors (NEDs) takes place through discussion with NEDs at Council of Governors meetings, or through observing NEDs fulfilling their role in holding the Executive to Account at Board Assurance Committee meetings and at Board of Directors public meetings. Chairs of the Board Assurance Committees provide presentations back to the Council of Governors on the work of their committees during the course of the year.

Governors are encouraged to attend and observe the public Board of Directors meetings for which dates have been shared.

The NEDs also triangulate what the information and assurance they receive through intelligence they obtain from visiting services and engagement in other activity and with teams across the organisation and this feeds into their discussions at the committees and Board.

To support Governors in observing NEDs in action, and seeing their work chairing and participating in board assurance committees Governors are offered the opportunity to observe these and we have individuals currently in place to do so.

Details of the board subcommittees and the governors who have observed the committees from February

2023 are listed below. These meetings have taken place via Teams and in some cases we are now using a hybrid approach.

The Council of Governors agreed we would review the arrangement with the potential to enable other Governors to rotate in, as committee observers.

As such Governors (including those currently observing committees) are asked to express an interest in observing any of the board sub-committees to the Director of Corporate Governance by the end of January 2024; with the aim of a recommendation to go to Council of Governors in February on observation arrangements for the next financial year.

Committee	Chair	Frequency	Governor Observer
Quality Assurance Committee	Heather Smith	Monthly on a Wednesday 10am-12pm	Billie Critchlow
Finance and performance Committee	Owen McLellan	Monthly– on a Thursday 1pm-3pm	Ben Duke
People Committee	Mark Dundon	Bi-Monthly– on a Tuesday 2pm - 4.30pm	Kathleen Myrie
Mental Health Legislation Committee	Olayinka Monisola Fadahunsi-Oluwole	Quarterly on a Wednesday 10am to 12pm	Cecelia Jackson-Chambers
Audit and Risk Committee	Anne Dray	Five times per year	Julie Kitlowski

Declarations of Interest 2023-2024

As per our Managing Conflicts of Interest in the NHS policy all governors are responsible for ensuring that they are not placed in a position which risks, or appears to risk, conflict between their private interests and their governor duties.

A conflict of interest can relate to issues which may impact on your role with the Trust for example, if you work for another organisation, undertake private work (private practice) or have a family member who works in an NHS or partnership organisation with which we work. If you are unclear whether you have a conflict please contact the Director of Corporate Governance for advise.

Every year we call in updated declarations of interest from Governors so that the registers can be updated and reported to the Audit and Risk committee. The reporting schedule is such that we must provide updated declarations to the Audit and Risk Committee meeting in May and will be calling in updated declarations between now and the end of March 2024.

The Head of Corporate Assurance will email all governors with a copy of their previous declarations, with a request to update these and return the forms to support this requirement for onward reporting to Audit and Risk Committee.

Recommendation for the Audit and Risk Committee to consider:

Consider for Action	Approval	✓	Assurance	✓	Information	✓
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The Council of Governors is asked to note updates provided and provide input as requested.

Please identify which strategic priorities will be impacted by this report:

Recover Services and Improve Efficiency	Yes	✓	No	
Continuous Quality Improvement	Yes	✓	No	

Transformation – Changing things that will make a difference	Yes	✓	No		
Partnerships – working together to make a bigger impact	Yes	✓	No		
Is this report relevant to compliance with any key standards? State specific standard					
Care Quality Commission	Yes	✓	No		Health and Social Care Act 2022 Code of Governance 2022
Data Security Protection Toolkit	Yes		No		
Have these areas been considered ? YES/NO					
					If Yes, what are the implications or the impact? If no, please explain why
Service User and Carer Safety, Engagement and Experience	Yes		No	✓	Not required for this purpose
Financial (revenue & capital)	Yes		No	✓	
OD/Workforce	Yes		No	✓	
Equality, Diversity & Inclusion	Yes		No	✓	
Legal	Yes		No	✓	
Environmental sustainability	Yes		No	✓	