

## Board of Directors – Open

Date: 12 August 2020

Item Ref: 18

<b>TITLE OF PAPER</b>	<b>Board Business Programme</b>
<b>TO BE PRESENTED BY</b>	David Walsh, Director of Corporate Governance
<b>ACTION REQUIRED</b>	The Board of Directors is recommended to: <ol style="list-style-type: none"> <li>1) Consider and agree the proposal and rationale to reduce the frequency of open Board meetings to bi-monthly, with effect from September 2020;</li> <li>2) Consider and agree the Board Business Programme attached at Appendix 1 and for inclusion as a standing item on future agendas;</li> <li>3) Agree to a review of these arrangements early in the 2021/22 year to consider their effectiveness.</li> </ol>
<b>OUTCOME</b>	If agreed, open Board meetings would become bi-monthly with effect from September 2020 (i.e. every 'odd' month thereafter), with the time released being utilised for Board development and other areas requiring focus.  The inclusion of the Board Business Programme as a standing item on the agenda would be adopted as good practice.
<b>TIMETABLE FOR DECISION</b>	Decision to be taken at the Board meeting on 12 August 2020.
<b>LINKS TO OTHER KEY REPORTS / DECISIONS</b>	None directly.
<b>STRATEGIC AIM STRATEGIC OBJECTIVE  BAF RISK NUMBER &amp; DESCRIPTION</b>	None directly, although the reconsideration of best utilisation of Board time is fundamental across all areas, particularly in relation to the improvement planning under the objective to achieve a 'Good' rating from the CQC.
<b>LINKS TO NHS CONSTITUTION /OTHER RELEVANT FRAMEWORKS, RISK, OUTCOMES ETC</b>	Standing Orders and the Constitution will need to be reviewed in consideration of the decision being taken. The timing of meetings is linked to other areas under development and would need to be reviewed accordingly.

<b>IMPLICATIONS FOR SERVICE DELIVERY &amp; FINANCIAL IMPACT</b>	The aim of the proposal to reduce the number of open Board meetings is to improve the effectiveness of Board by utilising its time differently.
<b>CONSIDERATION OF LEGAL ISSUES</b>	None – there is no legal requirement of the Board to meet monthly.  In terms of regulatory issues and in consideration of the necessity to ensure the Board remains sighted on improvement programmes during this time, the Board would need to be clear that it was making this decision in order to seek to better utilise its time.

<b>Author of Report</b>	David Walsh
<b>Designation</b>	Director of Corporate Governance
<b>Date of Report</b>	4 August 2020

# Summary Report

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## 1. Purpose

For approval	For assurance	For collective decision	To seek input	To report progress	For information	Other (Please state)
X		X				

## 2. Summary

### Proposal to move to bi-monthly meetings

There are clear links between the Board's business activities and the improvements that are required within SHSC. Under the Well-Led workstream within the Back to Good Programme (both of which are reported separately on the agenda for this meeting) there are many actions relating to the Board's activities including:

- Design and delivery of an 18-month Board Development Programme;
- Review of roles of committees;
- Streamline and improve effectiveness of the Board and its committees;
- Review governance arrangements below Board committee level.

In addition, the Board has already commenced work on increasing its visibility across the organisation, and with increased focus on delivery of actions as we make progress on required improvements, the necessity for Board members to be freed up to use their time differently is likely to increase further.

It is not proposed that the Board meets less frequently. It is proposed, however, that the time it spends in formal open meetings can be reduced in order to meet the needs detailed above. Many other trusts meet less frequently than monthly, and it is considered that making this change, allied to ensuring the programme of business to replace it is the right one, would be appropriate.

It is suggested that this takes effect from September, meaning that open meetings thereafter take place every two months. Where there is a matter requiring a decision for constitutional, regulatory or legislative decisions more quickly, then an extraordinary meeting can be summoned to address this.

It should be noted that a piece of work has already commenced on mapping the governance route of decisions, and that this will be given further consideration as part of the piece of work that is underway to review governance structures below Board level. As a result of this, it may be necessary in the future to reconsider whether the second Wednesday of the month remains the best fit to ensure slick decision making through Board committees and upwards. For now, the principle of bi-monthly meetings is proposed and any further changes around the timing of those meetings may follow subject to that workstream.

As would be expected of any significant change, it is proposed that this proposal, if agreed, be reviewed in the first part of the 2021/22 financial year to address any learning.

## Board Business Programme

The PA who services Trust Board maintains an effective schedule of items for inclusion on the Board agenda. This has been well administered for a significant period and this has ensured the inclusion of necessary business. However, best practice would be that this programme is owned by the Board, in order that it can look ahead to the business to be considered at future meetings. The establishment of a public-facing Board Business Programme, included as a standing item on the agenda, also promotes transparency in line with the Nolan Principles around public life, and supports better forward planning.

A Board Business Programme is included at Appendix 1. It is proposed that this be agreed as a first draft, subject to a refined version being brought forward to the next meeting, and remaining on the agenda as a standing item thereafter.

### **3 Next Steps**

If the proposal in relation to bi-monthly Open Board meetings is agreed, the September meeting will proceed as normal. This will provide sufficient time for the programme to be developed around re-utilisation of the time. There would then be no scheduled meetings in October, December, February etc., although extraordinary meetings could be summoned as required.

The proposal in relation to the Board Business Programme could be applied from September onwards, irrespective of whether the above proposal is agreed.

### **4 Required Actions**

As detailed on the front page of this report.

### **5 Monitoring Arrangements**

To be reviewed early in 2021/22, as detailed in the report.

### **6 Contact Details**

David Walsh, Director of Corporate Governance  
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## Appendix 1 – Board Business Programme

Item	Exec Lead	Aug	Sep	Nov	Jan	Mar	May	Jul
Quarterly reporting schedule			Q1	Q2		Q3	Q4	
<b>Standing Items</b>								
Staff Story		X			X			X
Patient Story			X			X		
Carer Story				X			X	
Chair's Report (ad hoc)		X	X	X	X	X	X	X
Chief Executive's Report (ad hoc)	JD	X	X	X	X	X	X	X
Board Business Programme	DW	X	X	X	X	X	X	X
Committee Reports		X	X	X	X	X	X	X
Governor/Membership Matters		X	X	X	X	X	X	X
<b>Care Quality Commission</b>								
Back to Good Programme	MH	X	X	X	X	X	X	
Well-Led Development Programme	DW	X		X		X		X
<b>Covid-19</b>								
Covid-19 Gold Command Report (as hoc)	CC	X	X	X	X	X	X	X
<b>Quality</b>								
Quality Report	MH	X	X	X	X	X	X	X
Quality Account	MH			X			X	
Physical Health Strategy	BM	X						
<b>Performance/Compliance</b>								
Performance Report	PE	X	X	X	X	X	X	X
Eliminating Mixed Sex Accommodation Compliance	MF						X	
Emergency Preparedness, Resilience and Response Report	CC		X					
Fit and Proper Person Declaration	DW	X						X
Gender Pay Gap Report	CP						X	
PLACE Report	PE			X				
Workforce Disability Equality Standard	CP			X				
<b>Annual reporting</b>								
Annual Accounts	PE					X	X	
Annual Governance Statement	DW						X	
Annual Members' Meeting Notification	DW							X
Annual Report	DW						X	
Equality and Human Rights Report	CP		X					
Register of Sealings	DW						X	

Register of Interests and Register of Hospitality, Sponsorship & Gifts	DW		X					
Review of SFIs/SOs	PE		X					
Controlled Drugs Accountable Officer Annual Report	MH	X						X
Infection, Prevention and Control Annual Report	BM		X					
Medical Appraisal and Revalidation Annual Report	MH		X					
Safeguarding Adults/Children Annual Report	CC		X					
Workforce Race Equality Standard	CP		X					
<b>Other regular reporting</b>								
Associate Mental Health Act Managers	MH		X	X		X	X	
Guardian of Safe Working	MH		X	X		X	X	
Medicines Safety Report	MH		X	X		X	X	
Mortality Review	MH		X	X		X	X	
Freedom to Speak Up Guardian Report	DW			X			X	
Staff Survey Results and Action Plan	CP		X			X		
Corporate Risk Register	DW	X		X		X		X