

# NHS Ayrshire & Arran



<b>Meeting:</b>	<b>Ayrshire and Arran NHS Board</b>
<b>Meeting date:</b>	<b>Monday 30 March 2020</b>
<b>Title:</b>	<b>Board Committee Membership and Board Vice Chair</b>
<b>Responsible Director:</b>	<b>John Burns, Chief Executive</b>
<b>Report Author:</b>	<b>Shona McCulloch, Head of Corporate Governance</b>

## 1. Purpose

This is presented to the Board for:

- Decision

This paper relates to:

- Government policy/directive

This aligns to the following NHSScotland quality ambition(s):

- Effective

## 2. Report summary

### 2.1 Situation

Lesley Bowie was appointed as Board Chair from 1 March 2020 and a new Non-Executive joined the Board on 1 February 2020, our whistleblowing champion. This required a review of the interim Board Members' Committee responsibilities which was agreed on 3 February 2020. As Lesley has previously been Vice Chair of the Board a new Vice Chair is required to replace Lesley.

An updated position for Board Members Representation on Committees is presented. The Board Vice Chair appointment is also presented – both for Members' approval.

### 2.2 Background

In December 2018, the NHS Board agreed to receive an update on changes to Board Committee responsibilities and/or any changes to memberships of Ayrshire Integration Joint Boards either annually, or as these occurred, in line with agreed Terms of Office.

In December 2019, The [NHS Boards - Model Standing Orders - DL\(2019\)24](#) were published. The model template was devised nationally for use by all Health Boards. Section 6.2 b) of the Model Standing Orders advises that "The establishment and terms of reference of all its committees, and **appointment of committee members**" is a matter reserved for the Board. Section 9.2 states that "**The Board shall approve the terms of reference and membership of the committees.**"

The Board Chair reviews representation on Board Committees and IJBs annually, usually in January. This annual review takes into account discussion with individual Non-Executives as part of the appraisal process. Non-Executives views are considered as part of the annual review process and this ensures good governance practice in the best use of Non-Executives skills and experience across our governance committees. Representation on Board Committees and IJBs is considered in year if required, for example, changes to Non-Executives on the Board.

Members will continue to receive updates to Committee Responsibilities, as previously agreed, for assurance and approval.

## **2.3 Assessment**

Following Lesley Bowie's appointment as Board Chair from 1 March 2020, Lesley has stood down from her prior Non-Executive commitments and as the Board Vice Chair.

- **Board Vice Chair**

Lesley Bowie nominated Bob Martin as the candidate for Vice Chair to the Cabinet Secretary and the Cabinet Secretary appointment has been confirmed. To continue in office until the end of Bob Martin's current term on 31/10/2021.

- **Committee changes**

In assessing changes to committee responsibilities the Chair considered the range of skills available to ensure that all committees and Integration Joint Boards continue to have as strong a membership as possible, taking into account that new members will require induction. The following changes have been proposed and agreed with individual members:

- **Audit Committee**

- Adrian Carragher, Non-Executive Stakeholder Member, step down from 1 March 2020

- **Staff Governance**

- Lesley Bowie step down as a Member from 1 March 2020
- Margaret Anderson join as a Member from 1 March 2020

- **Information Governance**

- Margaret Anderson step down as a Member from 1 March 2020
- Sukhomoy Das join as a member from 1 March 2020

- **East Ayrshire IJB and associated committees**

- Jean Ford, step down as a Member from 1 March 2020
- Sukhomoy Das, nominated for appointment, from 1 March 2020

- **South Ayrshire IJB and associated committees**

- Lesley Bowie step down as a Member from 1 March 2020
- Jean Ford, nominated for appointment from 1 March 2020

- **Pharmacy Practices Committee**

- Jean Ford to join as Vice Chair from 1 July 2020 (when Lisa Tennant comes to the end of her term)

The committee responsibilities matrix at Appendix 1 reflects these changes.

- **Membership review**

The Board Chair and Vice Chair will continue to review committee responsibilities over the coming months to ensure the effective use of skills across all the board committees and are considering the future approach to such reviews.

### **2.3.1 Quality/patient care**

Ensuring that members of Board Committees have the right skills and experience to scrutinise and challenge will ensure that decisions which may impact on quality of patient care are made in line with good governance practice.

### **2.3.2 Workforce**

There are no workforce implications from the interim position presented.

### **2.3.3 Financial**

There is no financial impact from this interim position.

### **2.3.4 Risk assessment/management**

Risks in relation to time commitments for Non-Executives are considered during the annual review process and discussed at individual appraisals.

### **2.3.5 Equality and diversity, including health inequalities**

An impact assessment has not been completed as there is no impact in relation to inequalities or protected characteristic.

### **2.3.6 Other impacts**

- Best value - using the diverse range of skills, knowledge and experience of Non-Executive Members across Committees enables good corporate governance in the effective use of resource and enables Non-Executive members to make an active contribution to effective governance.

Appropriate representation on the Ayrshire Integration Joint Boards (IJBs) enables effective partnership working with health and social care to deliver governance and accountability, effective use of resources and performance management through IJB Performance and Audit governance committees.

- Compliance with Corporate Objectives - Effective committees support delivery of Corporate objectives

### **2.3.7 Communication, involvement, engagement and consultation**

Appointments are considered by the Board Chair and Vice Chair and include engagement with the Head of Corporate Governance and Chief Executive.

### **2.3.8 Route to the meeting**

This has not previously been considered by other groups.

## **2.4 Recommendation**

For decision. Members are asked to approve the changes to committee membership and appointments. Members are asked to approve the appointment of Bob Martin as Board Vice Chair.

### **3. List of appendices**

The following appendices are included with this report:

- Appendix 1 – Non-Executive Board Member Representation on Committees

## NHS Ayrshire & Arran - Non-Executive Board Member Representation on Committees – 1 March 2020

	Audit	HGC	PGC	IGC	SGC	IntGC	Endow- ment Com	Rem Com	PPC	Integration Joint Boards					Additional
										EA IJB	NA IJB	SA IJB	IJB Audit & Perf	IJB SPG/ SPAG	
Membership required	1C+ 5M	1C+5M	1C+5M	1C+4M	1C+5M					4	4	4			
Current Nos	1C+5M	1C+5M	1C+5M	1C+4M	1C+5M	1C+6M	1C+4M	1C+3M	1C+1VC	4 (1 Exec)	4	4	na	na	
Lesley Bowie Board Chair					Member	Chair		Chair				Member	SA-PAC Member		<ul style="list-style-type: none"> <li>Chair Discretionary Points Committee</li> <li>Co-chair Medical Education Governance Group</li> <li>SA IJB Budget group</li> </ul>
Margaret Anderson		Member		Member	Member		Member	Member				Member			<ul style="list-style-type: none"> <li>HPHS Champion</li> </ul>
Michael Breen	Chair		Member (VC)	Member		Member				Member Chair					<ul style="list-style-type: none"> <li>Member EACPP</li> </ul>
Laura Brennan- Whitefield			Member		Member		Member								
Adrian Carragher	Member	Member (VC)			Member						Member				<ul style="list-style-type: none"> <li>Chair ACF</li> </ul>
Joe Cullinane		Member		Member (VC)				Member							
Sukhomoy Das	Member			Member						Member			EA A&P Member		
Jean Ford	Member	Member							Vice Chair (wef 01.07.021 )	Member	Member	Member	NA PAC Member EA A&P Member SA PAC Member		<ul style="list-style-type: none"> <li>SA IJB Budget working group</li> </ul>
Ewing Hope			Member		Member (VC)		Member	Member				Member			<ul style="list-style-type: none"> <li>Joint Chair APF</li> </ul>
Bob Martin Board Vice Chair	Member (VC)		Chair			Member	Chair				Member (VC)			NA SPG Chair	
John Rainey			Member	Member	Chair	Member					Member		NA PAC Chair		
Douglas Reid	Member				Member										
Linda Semple		Chair	Member			Member			Chair			Member (VC)	SA PAC Vice Ch	SA SPAG Chair	<ul style="list-style-type: none"> <li>Chair Medicines Appeal Panel</li> <li>SA IJB Budget Group</li> </ul>
Lisa Tennant	Member	Member		Chair		Member	Member		Vice Chair	Member			EA A&P Chair		

## NHS Ayrshire & Arran - Non-Executive Board Member Representation on Committees – 1 March 2020

### Governance Committee Chairs and Vice Chairs

- |                                    |                                    |
|------------------------------------|------------------------------------|
| • Audit committee                  | Michael Breen (VC Bob Martin)      |
| • Healthcare Governance Committee  | Linda Semple (VC Adrian Carragher) |
| • Performance Governance Committee | Bob Martin (VC Michael Breen)      |
| • Information Governance Committee | Lisa Tennant (VC Joe Cullinane)    |
| • Staff Governance Committee       | John Rainey (VC Ewing Hope)        |

### Additional Information:

- Non-Executive Board Members are Endowment Trustees of the Board's Charity Fund.
- Counter Fraud Champion is Michael Breen
- Whistleblowing Champion is Sukhomoy Das
- The following are Local Authority Meetings and not administered by NHS Ayrshire & Arran:

	NHS A&A Member
East Ayrshire Community Planning Partnership Board	Michael Breen Lesley Bowie
North Ayrshire Community Planning Partnership Board	John Burns Lesley Bowie
South Ayrshire Community Planning Partnership Board	John Burns Lesley Bowie

## NHS Ayrshire & Arran - Non-Executive Board Member Representation on Committees – 1 March 2020

Revision history (from 2020)

Version	Date	Change
03.2	01.01.2020	Martin Cheyne – end of term as Board Chair Lesley Bowie – appointed interim Board Chair, taking on Chair of Integrated Governance, Remuneration Committee and Discretionary Points Committee in addition to existing NXD committee responsibilities
04.0	01.03.2020	Lesley Bowie – stand down from Staff Governance and SAIJB (and its committees) Margaret Anderson – stand down from Information Governance, join Staff Governance Adrian Carragher – stand down from Audit Sukhomoy Das – join Audit, Information Governance and EA IJB Jean Ford – stand down from EA IJB and join SA IJB, Vice chair of PPC (wef 1 July 2020)