

**Integrated Governance Committee**  
**Tuesday 17 February 2026 at 10.00am**  
**Hybrid meeting – Meeting Room 1, Eglinton House and MS Teams**

**Present** Mrs Lesley Bowie (Chair)  
Ms Sheila Cowan, Non-Executive Member  
Ms Jean Ford, Non-Executive Member  
Mr Marc Mazzucco, Non-Executive Member  
Ms Linda Semple (Vice Chair) Non-Executive Member

**In Attendance** Mr Gordon James, Interim Chief Executive  
Ms Kirstin Dickson, Director of Transformation and Sustainability  
Ms Nicola Graham, Director of Infrastructure and Support Services  
Mr David Stonehouse Interim Director of Finance  
Ms Jennifer Wilson, Nurse Director  
Dr Sukhomoy Das, Non-Executive Member/Vice Chair of EA IJB  
Ms Joyce White, Non-Executive Member/Chair of NA IJB  
Ms Debbie McCard, Risk Manager  
Mrs Moira Woolway, Corporate Secretary (Minutes)

**Action**

**1. Apologies**

Apologies were received from Mrs Sarah Leslie, Mrs Shona McCulloch and Dr Crawford McGuffie.

**2. Declaration of interests**

There were no declarations of interest.

**3. Minute of previous meeting**

The minute of the meeting held on 28 August 2025 was approved as an accurate record.

**4. Matters arising**

**4.1** Paper 2a - The action log had been circulated prior to the meeting. There were two actions in progress from the August meeting:

- Action 20/05/2025 item 5 - Failure of digital services and financial constraints and impacts on local and national initiatives. The Director of Infrastructure and Support Services, Ms Nicola Graham advised that Ms Marie Richmond would present this detail in a report at the next meeting. The action date would be amended, and a separate paper submitted to Committee on 21 May.

**NG**

4.2 Paper 2b Committee workplan noted.

## 5. Strategic risks

The Director of Transformation and Sustainability, Ms Kirsti Dickson and Director for Infrastructure and Support, Ms Nicola Graham provided an update on their respective risks, assigned to the Integrated Governance Committee.

Risk 669 Sustainability through reform (Caring for Ayrshire): had been updated to reflect the most recent position and will be replaced with a revised “transformation agenda” risk going forward.

Ms Dickson confirmed that both risks remain under review, with the repositioning of CfA into the delivery space informing the revised risk, which will replace current risks 668 and 669. She went on to advise that the revised risk now requires progression through the governance process and will do so in the next cycle.

Risk 821 Digital Services Strategy: had been updated to reflect progress against the Digital Reform Plan. Good progress has been made, with phased work planned over the next 12 months to further address the risk and reduce the score from high to moderate.

Ms Graham and Ms Dickson updated on next steps, including applying the revised risk appetite and reviewing the content of both risks to ensure controls are clear and succinct, which was expected to improve clarity going forward. Both risks had been reviewed and updated for this meeting.

The Chair queried the position on risk appetite. It was noted that a paper would be presented to ARC in March 2026, with an education piece to follow by the end of March. Work will then be undertaken with risk owners in advance of the next committee cycle.

In response to members questions regarding an improved risk reporting template, members were advised that a revised template would be developed. Members comments regarding a worked example to demonstrate ‘what good looks like’ along with the expected standard for risks, enhanced clarity and context would be reviewed. This would be taken forward by ARC Chair in conjunction with Ms Debbie McCard, Risk Manager and Mr Crawford McGuffie, Medical Director. This would be circulated for comment by end March.

JF

The Chief Executive advised that the risk register would be fully revised to align with the new corporate objectives, timescale is approximately by end of May.

**Outcome: Committee discussed the risk updates and acknowledged a revised template with context is welcomed. Members welcomed the current updates on risk mitigations and noted that the risk templates would be updated at their next reviews.**

## 6. Committee meeting dates

Mrs Bowie presented the Committee meeting dates for 2026-27. The committee approved the meeting dates. A member highlighted that a Thursday was not ideal and they would not be able to attend on those days.

**Outcome: Members approved the meeting dates.**

## 7. Committee Terms of Reference (ToR) annual review

The Committee discussed the ToR and agreed the proposed update to section 3.4 noted below. A member proposed an addition at 7.1 Bullet point 3 and this was supported by the Chair, Ms Lesley Bowie.

- 3.4 Caring for Ayrshire - following a change in direction towards delivery and ongoing discussions at CMT, reporting through Integrated Governance Committee will be paused.
- 7.1 The NHS Non-Executive Director in position as Chair/Vice Chair of each Integration Joint Board will attend to provide representation for the Ayrshire Health and Social Care Partnerships **work as requested**'

**Outcome: Members agreed the updated draft ToR and endorsed for submission to the NHS Board for approval.**

## 8. Committee Workplan 2026-2027

The committee reviewed and approved the proposed workplan for 2026.27

**Outcome: This was supported by the committee.**

## 9. NHS Ayrshire & Arran internal audit plan

The new interim Director of Finance, Mr David Stonehouse introduced the draft internal audit programme for 2026-2027 which was received by the committee.

Appendix 4 illustrated the flow of audits across financial years, and the Committee noted its role in providing oversight on behalf of Governance Committee Chairs.

In response to a query on year allocations, including one item requiring movement from 2027/28 to 2026/27, Mr Stonehouse advised that the programme was built on a three-to-four year rolling risk cycle, incorporating annual reviews, horizon-scanning activity and longer-term work. The plan was aligned to the Strategic Risk Register, with adjustments reviewed and approved through Corporate Management Team and Audit and Risk Committee. He confirmed the Internal Audit service continued under the West of Scotland contract, and a forward plan was in place for the incoming auditor.

Members discussed whether one of the three key areas currently scheduled for 2027–28 should be brought forward considering additional Scottish Government support. Members emphasised the need for alignment with the Strategic Risk Register during escalation, supported by clear oversight routes through governance committees or the Board. The Committee then considered the wider government de-escalation criteria, and the Board Chair, Ms Lesley Bowie, and Interim Chief Executive, Mr Gordon James, advised that they would meet to discuss the appropriate governance route following further engagement with Scottish Government.

A request was made to title the item “Financial Planning and Sustainability” to reflect ongoing work on funding and CRES risks and to ensure clarity around expectations previously agreed with Scottish Government. The Board Chair confirmed that no new actions were being added - only updated where required.

The Committee noted that the plan continued to reflect key organisational risks. Work on financial sustainability and CRES was scheduled for Q4; while later than ideal due to the timing of the Financial Sustainability report, the plan would not be revised as the organisation could already demonstrate evidence required in line with escalation conditions. The Nurse Director, Ms Jennifer Wilson, emphasised the importance of seeking assurance across all pillars, not solely financial ones, highlighting the need for a holistic and balanced programme of oversight.

**Outcome: Members supported the internal audit plan for onward submission to Audit and Risk Committee and thereafter to the NHS Board for approval.**

#### **10. Strategic climate emergency and sustainability**

The Director of Infrastructure and Support Services, Mrs Nicola Graham provided a quarter 3 update on delivery of the Sustainability Development action plan. The report demonstrated continued positive progress: of 12 workstreams, 11 were green, 1 amber and none red. All four recommendations from Azets Internal Audit have been actioned and closed with notable progress in the following:

- Public Bodies Climate Change Duties Report 2025 submitted
- Walk at work award achieved
- EV Infrastructure expansion across major hospital sites
- LED Replacement lighting upgrades delivered board-wide

**Outcome: Committee welcomed the report and confirmed they were assured by the update provided; good progress was noted by Chair given current financial constraints**

#### **11. Digital Strategy and Reform**

The Director of Infrastructure and Support Services, Mrs Nicola Graham presented a revised format of the digital services report and advised the

Digital Strategy Delivery has been extended to 2026 due to national funding reprofiling. A refreshed 12-18 month delivery plan is in development. Mrs Graham highlighted the following key points:

- Main challenge – increasing numbers of calls logged to service desk
- Service availability positive
- Project summary – 25 projects with 11 green, 6 amber and 8 red due to resourcing and project management resourcing.
- Good progress on M365 suite with the launch of co-pilot and one-drive migration on track
- National delays on GP IT programme – but no risk to us on this

In response to a question on ‘red’ risk ratings and particularly in relation to the board-wide distributed working project, Mrs Graham acknowledged the risk and advised that the primary challenge related to resourcing and the prioritisation of workforce capacity. Where available, project team members were continuing to progress elements of the work, and a plan was in place with the Deputy Director, Marie Richmond to address the outstanding issues. It was noted that the project required a dedicated lead to drive this forward. Mrs Graham further updated that a restructure of the project management team was being progressed to bring in additional project managers, with resourcing identified as being within budget. This would increase capacity and capability in the team. An active 18-month workplan was in place to deliver national and local projects, and the resourcing position is expected to be resolved within the next 2–3 months.

A question was raised regarding the ongoing Kilmarnock HMP project, noting activity had been ongoing since 2025. Mrs Graham updated on the current progress and risks and the main challenge in gaining access to the prison estate due to strict protocols, which has slowed delivery. A discussion with HMP was planned to resolve this issue and assurance was provided to Members, that this would be addressed ahead of the next quarterly update.

**Outcome: Members discussed the progress reported on the projects within the Digital Services Reform Plan and were assured by progress to date. The new format was welcomed and considered a positive development.**

## **12. Community Wealth Building Year 3 report**

Mrs Dickson, presented the Community Wealth Building (CWB) Year 3 report which provided an overview of the organisation’s progress, noting excellent work across core business areas. Steady progress continued to be made in delivering the organisation’s CWB ambitions, with year 3 focused on embedding anchor principles. This was now regarded as business as usual with reporting aligned to national policy requirements and overseen through Corporate Management Team and Integrated Governance Committee for assurance.

Work was underway to refresh the CWB Strategy for 2026–2029 to ensure alignment with national direction. The CWB Bill has progressed through

several Parliamentary stages in recent weeks, and any additional requirements would be incorporated into future strategy development. Across the six CWB pillars:

- Procurement & Local Benefits: Strong visible engagement, increased local procurement activity, and provision of seven community benefits to local charities. Apprenticeship and skills development opportunities continue to be supported across local communities.
- Land & Assets: A maturing collaborative approach, including publication of the property asset list. Distributed working activity is aligned with the delivery plan, with future reports to include relevant metrics.
- Financial Power: A refreshed workplan is in place, with two new discount partnerships, improved referral pathways, and growing recognition of the links between workforce, financial wellbeing, and sustainability.
- Environment: Biodiversity actions, travel planning and carbon reporting are helping to strengthen the organisation's net-zero commitments.

Most actions reported were on track. Members were advised that NHS Ayrshire & Arran had contributed to the national consultation process on the CWB Bill, and collaborative work was ongoing with regional development and community planning partners to support the health agenda through economic growth.

Looking ahead, priorities would be streamlined, with key risks identified around delivery capacity, financial pressures, and workforce skills. It was noted that strong governance and clear alignment to national strategy would be essential.

The Board Chair noted that although the local position had improved, current performance remained an area of focus. The Committee was advised that NHS Ayrshire & Arran's local procurement spend for FY 2024–25 was 13.65%, reflecting progress but highlighting the need for continued support for local companies. Ms Dickson explained that the ability to increase local spend was constrained by national contract commitments. The Director of ISS, Mrs Graham further clarified that procurement had KPIs in place for supplier spend and was actively continuing its support to local suppliers to bid for national contracts.

In response to a question on apprenticeships targets, Mrs Dickson advised that apprenticeship numbers of approximately 28 could be monitored against targets and where programmes have aligned targets, these were included under the CWB umbrella. Targets had not yet been expanded pending clarity from the Scottish Government following publication of the Bill.

Mrs Dickson reported on the challenge of tracking apprenticeship activity given service pressures. A review of opportunities and monitoring

arrangements would be explored, recognising the balance required in bringing apprentices into the health board.

**Outcome: Members discussed the contents of this report and were assured by the progress delivered through our CWB Programme. Inclusion of procurement and supplier metrics in future reports would be welcomed.**

**KD**

### **13. Corporate Parenting**

The Nurse Director, Ms Jennifer Wilson, presented the annual assurance report and provided an update on the Corporate Parenting Action Plan 2024–2027. Members were asked to note the progress made over the past year.

Ms Wilson outlined the overall position, noting the transition in governance arrangements. The Corporate Parenting Task Force has now been stood down following a full review. Work had been condensed into nine workstreams, with future planning, reporting and accountability aligned under three overarching areas.

Audits have highlighted variable practice and inconsistent data across NHS Ayrshire & Arran and local authority partners. Key actions were underway to address these issues, including the development of a Standard Operating Procedure to support consistency across three complex systems (Emergency Department, care partner arrangements and wider services). Improvements in data quality will strengthen future reporting.

Ms Wilson highlighted the challenges within current delivery models, including reliance on single clinicians in some areas, fluctuating demand, and increasing support needs for unaccompanied asylum-seeking children. Work was progressing to establish a more robust and sustainable clinical model to ensure medical input is available where required.

Planning, reporting and accountability structures were now in place and align strongly with the United Nations Convention on the Rights of the Child (UNCRC), with legal requirements embedded across all actions within the plan.

In summary, Ms Wilson highlighted:

- Progress made in the past year
- Implementation of a new governance structure
- Ongoing improvements in data quality and reporting systems
- Workforce capacity challenges and corresponding actions
- Continued commitment to delivering The Promise by 2030

It was noted that foster care and asylum-related work remained key components, and NHS Ayrshire & Arran was one of the few Boards with a dedicated Corporate Parenting Strategy that included a defined healthcare element.

The committee welcomed the work but asked whether the material could be rationalised and categorised more effectively, seeking clarity on the most significant risks. Noting that the volume of detail could be challenging, it was indicated that the summary was particularly helpful.

Members agreed that moving to three dedicated workstreams would support clearer RAG-rated reporting to future committee meetings, which Ms Wilson confirmed would be incorporated.

**Outcome: Members discussed and were assured by the progress reported. Members noted that future reports would incorporate three clear workstreams with concise summaries, defined RAG-ratings, highlighting key risks and escalation points.** JW

#### **14. For Information**

##### **14.1 Internal audit – Business Continuity action update**

Presented for information, Members noted the update on actions.

#### **15. Key items for Chair's report to the NHS Board**

Committee agreed the following key items to report to the NHS Board on 16 March 2026:

- Strategic risks: ID 821 – Failure of Digital Services and Risk ID 669 Sustainability through reform (Caring for Ayrshire)
- Strategic Climate emergency and sustainability.
- Digital Strategy Reform
- Community Wealth Building

#### **16. Risk issues to report to the Risk and Resilience Scrutiny and Assurance Group**

There were no risk issues to report.

#### **17. Any Other Competent Business**

There was no other competent business.

#### **18. Date and Time of Next Meeting**

Thursday 21 May at 2.30pm, Room 1 Eglinton House (hybrid). Apologies from Marc Mazzucco received in advance.

Signed: *Lesley Bowie, Chair*      Date: 21 May 2026