

# NHSBT GOVERNANCE TRACKER

March 2023

NO.	RECOMMENDATION	ACTION OWNER	NHSBT PLAN	TARGET IMPLEMENTATION DATE	ACTUAL IMPLEMENTATION DATE	STATUS	EVIDENCE OF COMPLETION ADDITIONAL COMMENTS/ PROGRESS UPDATE
<b>CAMPBELL TICKELL BOARD EFFECTIVENESS REVIEW RECOMMENDATIONS</b>							
1	All of the senior leaders (Board and Executive) set aside time to develop an overarching strategic direction for NHSBT, and bring clarity to the question of NHSBT's identity and purpose (e.g. a supplier or healthcare organisation etc.).	Chief Executive Officer	Deliver an overarching NHSBT strategy for Board approval in December 2021 and deployment from January 2022	December 2021	January 2022	Completed	NHSBT Strategy
2	Review of organisational performance metrics to ensure that these reflect the strategic priorities and are transformational in nature.	Chief Executive Officer	Revise performance report to: 1) reflect agreed strategy 2) include a succinct cover page to display key metrics for transformation & operational performance. 3) add Organisation Dashboard (see 12 below)	March 2022	May 2022	Completed	New Performance reporting presented at the May 2022 Board
3	Development of the assurance framework	Director of Quality	Work already underway and comprises multiple deliverables: - Assurance Mapping (March Board) - Legislation mapping and - Board Assurance Framework (to illustrate three lines of defence)	January 2022 March 2022	January 2022 March 2022	Completed	January 2022 Board for BAF March 2022 Board for Assurance Mapping and Risk Appetite Update at ARGV in January and March 2022. Risk Appetite on March 2022 Board Agenda
4	Work undertaken to determine NHSBT's risk appetite across the full range of its activities. Risk appetite to follow	Director of Quality	Risk appetite to follow assurance mapping work. Risk Team to work one-to-one with NEDs to understand views and whether there is consensus, ahead of proposed (facilitated) discussion at March Board.	March 2022	March 2022	Completed	Discussed at the 2022 March Board ET workshop and one-to-ones with NEDs Risk workshop scheduled at the board seminar on 27 March 2023.
5	The Board should timetable a discussion to review the size and composition of the Board when a permanent Chair is in role.	Chairman	Current Chair to brief new Chair on arrival. Incoming Chair to complete within first 6 months	September 2022 (Estimated)	January 2023	Completed	NHSBT is statutorily obligated to have the Chief Executive, the Medical Director and the Finance Director as voting board members. Previous policy has been to have all ESM grades as board (voting or non-voting) members. It has been agreed to discontinue this and all future ESM grade appointments will be considered for the board on their merits but not as an automatic appointment. The number of NEDs will be determined on the basis of the skills and experience needed for the board and its committees. (This was agreed at one of the informal NEDs meeting)
6	The Board needs a longer-term plan for its work. This should incorporate: a) A Forward Plan for Board business that is more than just the routine organisational cycle but includes significant strategic topics that require discussion; and	Chairman	Draft 2 year Forward Plan, including development plan, to be reviewed at December 2021 Board.	December 2021	March 2023	Completed	<b>February 2023 update</b> Further discussion on Board seminars is to be had as part of the recent internal board effectiveness self-assessment. Given the ever changing environment, drafting a two year programme is challenging; therefore, planning a year ahead is deemed practical. This will be factored into the Board forward plan for the year. (This is marked as complete, as it has been included on the agenda for the board seminar. The Board Forward Plan will be updated following the Board seminar in March 2023.)
	b) A Board development plan for the next 18 months that incorporates (among any other subjects) a session on diversity and inclusion, and a teach-in on the Infected Blood Inquiry. Development might take the form of seminars positioned around Board meetings.	Chairman	Include 'Governance' section as a standing item on all future Board agendas	January 2022	November 2022	Completed	See above + Governance section is now a standing item on the agenda for the Board meeting in public.
7	A more comprehensive induction plan needs to be created for NEDs and Executive Directors that includes strategic briefings (from individuals) and spaced activities, e.g. at 3/6/12 months.	Company Secretary	Board Induction plans exist but will be refreshed and circulated to all Board members in January ahead of Board members joining in the Spring.	January 2022	January 2022	Completed	The Induction Plan will be further reviewed as part of the findings of the recent internal Board effectiveness self-assessment.

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8	A Board appraisal system is introduced that annually considers individual effectiveness and collective effectiveness (for which input is also sought from the Executive team).	Chairman/ Chief Executive Officer Chief People Officer Chairman	Three strands to our action plan: 1) Review of existing NED appraisal form 2) Review & apply best practice for ED appraisals 3) Deliver Annual Collective Board Effectiveness review, to enable reflection on board performance and behaviour. Include agreed actions in this tracker.	1) March 2022 2) March 2022 3) January 2022	N/A	Completed	<b>February 2023 update</b> The process for setting NED objectives and reviewing performance against the objectives is set by the DHSC. It is their process (and forms) not NHSBT's (NEDs are appointed by the Secretary of State, not NHSBT). A performance review for executive directors is already established, and an annual board effectiveness assessment process has been introduced. An actual implementation date has therefore not been inputted.
9	There is a need for NEDs to connect in a light touch way a couple of times a year to foster cohesion and opportunities should be timetabled in the Board calendar for 'dinner' or other informal time together.	Chairman	Target 2 NED-only events a year (Spring/ Autumn)	March 2022 November 2022	November 2022	Completed	<b>February 2023 update</b> NEDs now routinely meet informally between each board meeting. A NED WhatsApp group has been set up for more timely messaging.
10	Board meeting agendas should be zoned to create separation of different modes of activity for the meeting, and different groups of attendees for different segments of the meeting, with a minimum of time devoted to 'items for information'.	Chairman Chief Executive Officer	Design 'zoned' agenda which include a segments for Approval, Shaping and Consent items.	March 2022	March 2022	Completed	Board agendas
11	At least once per year or more frequently if transformative changes need assessment of the session as part of the Board meeting, to understand aspects of people and culture in more detail.	Chief People Officer  Chief People Officer	Recognition that Board should have a greater understanding of current and desired organisation capability, and how to get from one to the other.  Proposal: Introduce Annual Organisation Capability Review and three additional quarterly conversations on progress.	First Annual Review December 2021  (As above)	December 2022	Completed	Reviews to be undertaken at the People Committee – included on the forward plan.
12	To determine what kind of 'organisational health' metrics and assurance the Board may need to consider annually, it is recommended that a task and comprising both NEDs and other members of the Executive (role appropriate to the subject matter) is established for a time-limited period.	Chief People Officer	Develop dashboard to sit within the new Board Performance (Metrics) Report as referenced in 2 above	March 2022	May 2022	Completed	This was deferred due to reprioritisation. Our voice and other metrics are used as a proxy in the interim.
13	Assistant Directors and their teams must be supported to optimise their performance and experience in Board and committee meetings - this is an Executive accountability, and any staff member who is not an Executive team member who is coming to Board must have a preparatory meeting with their relevant Executive lead. (One way to consider executing this internally is to have some form of workshop module or webinar on Board readiness for colleagues.)	Company Secretary	Draft a guide to help ADs to make the most of Board & ET attendance - prepared by Company Secretary team.	December 2021	July 2022	Completed	Existing document will be refreshed in April 2023.
		Chief Executive Officer/ Chief People Officer	Speak with whole Executive team on the topic and share recent NED feedback on papers/performance and to set expectation and shift behaviour that each Director should take responsibility for working with/coaching their ADs to help them perform.	February 2022	July 2022	Completed	Seminar undertaken. Also this relates to each Executive Team member preparing their team before Board/ Executive Team and this has been done.
14	Role description should be drawn up for the role of Senior Independent Director.	Chairman Chairman/ SID	Description being developed to share with Board. Review effectiveness of SID role	December 2022 February 2022	February 2022	Completed	Approved at Remuneration Committee 14/12/21 Effectiveness of SID role to be done as part of board effectiveness review.
15	Delegated authorities should be reviewed for both committees and staff, and as part of this work all committee Terms of Reference should be reviewed by the Board in one sitting to ensure that the committees (including the Trust Fund Committee, of which there was low awareness) are serving the work of the Board.	Director of Quality/ Company Secretary	Review ToR for all sub-committees and the workflow across Sub-Committees together i.e. inputs, added value and outputs of sub-committees and consider any gaps/ overlaps	March 2022	January 2023	Completed	The following committees Terms of Reference were approved by the Board at its meeting in January 2023: - Audit, Risk and Governance Committee - Clinical Governance Committee - People Committee
		Committee Chairs	Lead sub-group of Committee Chairs & Chief Finance Officer to address this. Review performance vs ToR in Annual Sub-Committee Reports	July 2022			The Trust Fund Committee Terms of Reference were reviewed with no significant changes made.
16	A conflicts of interest policy, with examples of actions arising from conflicts (including if the Chair is conflicted), should be introduced for the Board.	Chairman	Refresh existing COI policy and introduce a formal annual review. Create a list of high-level NHSBT policies, ownership and review mechanism.	January 2022	March 2023	Completed	Guidance about what gifts or hospitality can be accepted and when declarations are required can be found in the Anti-Fraud Bribery and Corruption policy.
		Company Secretary	Create a list of high-level NHSBT policies, ownership and review mechanism.				A list of policies to be approved by the Board will be presented to the Board for approval at its meeting on 28 March 2023  A Conflicts of Interest Policy is in draft and will be presented to the next Audit, Risk and Governance Committee in May.

