

Board Meeting in Public

Tuesday, 06 June 2023

Title of Report	Board Committee Membership	Agenda No.	4.1.3
Nature of Report (tick one)	<input checked="" type="checkbox"/> Official	<input type="checkbox"/> Official Sensitive	
Author(s)	Brenda Thomas, Interim Company Secretary		
Lead Executive	Helen Gillan, Director of Quality		
Non-Executive Director Sponsor (if applicable)	Peter Wyman, NHSBT Chair		
Presented for (tick all that applies)	<input checked="" type="checkbox"/> Approval <input checked="" type="checkbox"/> Assurance	<input type="checkbox"/> Information <input type="checkbox"/> Update	
Purpose of the report and key issues			
<p>The purpose of the report is to seek approval from the Board on the appointment of non-executive directors to Board committee membership.</p> <p>The appointment of two new non-executive directors has necessitated the need to review the Board committee membership.</p> <p>It is important that the Board committees have the right membership that encompass diverse perspectives to gain the benefits of focused challenge and scrutiny.</p>			
Previously Considered by			
The NHSBT Chair has discussed the revised membership with the non-executive directors.			
Recommendation	The Board is asked to approve the non-executive director membership of NHSBT Board Committees as detailed in table 1 and attached at Appendix A.		
Risk(s) identified (Link to Board Assurance Framework Risks)			
Linked to Regulatory Compliance risk (BAF-09).			
Strategic Objective(s) this paper relates to: [Click on all that applies]			
<input checked="" type="checkbox"/> Collaborate with partners <input checked="" type="checkbox"/> Invest in people and culture <input checked="" type="checkbox"/> Drive innovation <input checked="" type="checkbox"/> Modernise our operations <input checked="" type="checkbox"/> Grow and diversify our donor base			
Appendices:	Appendix 1: Board Committee Structure Appendix 2: Summary of Board Committees		

1. Introduction

Section 5.1 of the NHSBT Standing Orders states: *Appointment of Committees and Joint Committees - Subject to such directions as may be given by the Secretary of State, the Authority may and, if directed by them, shall appoint committees of the Authority, or together with one or more other Authorities appoint joint committees consisting, in either case, wholly or partly of the Chair and members of the Authority or Authorities or wholly of persons who are not members of the Authority or Authorities in question.*

The Board has delegated responsibilities to a number of committees which carry out tasks on behalf of the Board. Each committee has been identified to support the Board in the delivery of key functions and statutory duties. The Board receives updates from each Committee at each subsequent Board meeting. The committees of the Board are as follows:

- Audit, Risk and Governance Committee
- Clinical Governance Committee
- People Committee
- Trust Fund Committee

The Board committee structure is shown in Appendix 1.

The Board remains accountable for all functions, including those that it has delegated to committees and sub-committees and therefore appropriate reporting and assurance arrangements are in place and documented in the terms of reference for each committee.

2. Board Committee Membership

Section 5.7 of the NHSBT Standing Orders states '*The Authority shall approve the appointments to each of the committees which it has formally constituted. Where the Authority determines, and regulations permit, that persons, who are neither members nor officers, shall be appointed to a committee the terms of such appointment shall be within the powers of the Authority as defined by the Secretary of State. The Authority shall define the powers of such appointees and shall agree the terms of their remuneration and/or reimbursement for loss of earnings and/or expenses*'.

The appointment of new non-executive directors has necessitated a review of the Board committee membership. Effective committees will have a membership that encompass diverse perspectives and gain the benefits of focused challenge and scrutiny outside the boardroom and in turn make excellent contribution to the Board.

A summary of NHSBT Board committees and revised committee membership is shown in Appendix 2.

The table below also shows the revised membership on Board committees:

Table 1

Committee	Membership	
Audit, Risk and Governance	Piers White	Chair
	Prof. Deirdre Kelly	Non-executive director
	Rachel Jones	Non-executive director
	Niamh McKenna	Independent non-executive member
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Clinical Governance Committee	Prof. Charles Craddock	Chair
	Professor Deirdre Kelly	Non-executive director
	Peter Wyman (interim)	NHSBT Chair
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People Committee	Peter Wyman (interim)	NHSBT Chair (Chair until 30 Sept)
	Caroline Serfass	Non-executive director (Chair from 1 Oct.)
	Professor Deirdre Kelly	Non-executive director
	Phil Huggon	Non-executive director
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Trust Fund Committee	Phil Huggon	Non-executive director
	Rachel Jones	Non-executive director