

Board Meeting in Public

Tuesday 30 July 2024

Title of Report	Board Committee Terms of Reference Review	Agenda No.	5.4
Nature of Report	<input checked="" type="checkbox"/> Official <input type="checkbox"/> Official Sensitive		
Author(s)	Silena Dominy, Company Secretary		
Lead Executive	Helen Gillan, Director of Quality		
Non-Executive Director Sponsor	Peter Wyman, Chair		
Presented for (tick all that applies)	<input checked="" type="checkbox"/> Approval <input type="checkbox"/> Information <input type="checkbox"/> Discussion <input type="checkbox"/> Assurance <input type="checkbox"/> Update		
Purpose of the report and key issues			
<p>The Terms of Reference for all Board Committees have been reviewed at their most recent meetings to bring them into a consistent format and to ensure that key sections are included in line with best practice. The reviews also sought to addresses recommendations from the Corporate Governance Internal Audit and points raised in Committee effectiveness reviews.</p> <p>All Board Committee Terms of Reference contain sections setting out the following; purpose; composition; meeting arrangements; declaration of interests; delegated authority, duties and responsibilities; risk and assurance; reporting responsibilities; authority, reviews of ToR and effectiveness reviews; audit access, resources and training and development.</p> <p>Black text is existing text moved across from the current ToR. Green text is proposed new text.</p>			
Previously Considered by			
Each Committee has reviewed their Terms of Reference and recommends to changes to the Board.			
Recommendation	The Board is asked to review, and if content to do so, approve the proposed amendments to the Terms of Reference of the: <ul style="list-style-type: none"> • Audit Risk and Governance Committee • Clinical Governance Committee • People Committee • Trust Fund Committee 		
Risk(s) identified (Link to Board Assurance Framework Risks)			
BAF P11 Corporate Governance “There is a risk that the Board do not have full oversight of significant risk caused by ineffective systems or their application resulting in uninformed decision-making, a requirement for emergency management, suboptimal outcomes and reputational damage” The frequent review of Terms of Reference ensures that the Committee is able to meet the changing needs of the organisation and takes into account best practice in relation to the contents. It reduces the likelihood of the Board and its Committees not fulfilling their duties, or stepping outside of their powers, therefore strengthening governance.			
Strategic Objective(s) this paper relates to: [Click on all that applies]			
<input type="checkbox"/> Collaborate with partners <input type="checkbox"/> Invest in people and culture <input type="checkbox"/> Drive innovation <input checked="" type="checkbox"/> Modernise our operations <input type="checkbox"/> Grow and diversify our donor base			
Appendices:	Tracked Change Terms of Reference: <ul style="list-style-type: none"> • Audit Risk and Governance Committee • Clinical Governance Committee • People Committee • Trust Fund Committee 		