

Board Meeting in Public
Tuesday, 03 February 2026

Title of Paper	Governance Update			Agenda No.	5.1
Nature of Paper	<input checked="" type="checkbox"/> Official		<input type="checkbox"/> Official Sensitive		
Author(s)	Silena Dominy, Company Secretary				
Lead Executive	Helen Gillan, Director of Quality and Governance				
Non-Executive Director Sponsor	Peter Wyman, Chair				
Presenter(s) at Meeting	Silena Dominy, Company Secretary				
Presented for	<input type="checkbox"/> Approval <input type="checkbox"/> Assurance		<input checked="" type="checkbox"/> Information <input checked="" type="checkbox"/> Update		
Is there a plan to communicate this to the organisation?	<input checked="" type="checkbox"/> Yes		<input type="checkbox"/> No	<input type="checkbox"/> Yet to be determined	
Executive Summary					
This report provides the Board with an update on corporate governance matters in NHS Blood and Transplant (NHSBT).					
Previously Considered by					
N/A					
Recommendation					
The Board is asked to note the report.					
Risk(s) identified (Link to Board Assurance Framework Risks)					
BAF P11 Corporate Governance "There is a risk that the Board does not have full oversight of significant risk caused by ineffective systems or their application resulting in uninformed decision-making, a requirement for emergency management, sub-optimal outcomes and reputational damage" The frequent review of governance arrangements ensures continuous improvement and oversight reduces the likelihood of the Board not fulfilling its duties, or stepping outside of its powers, therefore strengthens governance.					
Strategic Objective(s) this paper relates to:					
<input checked="" type="checkbox"/> Collaborate with partners <input checked="" 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:					

1. Background

This report provides the Board with an update on Corporate Governance matters in NHSBT.

2. Board Appointments

The term of office of Caroline Walker as Interim Chief Executive ended on 31 January 2026. Following the appointment of Frances O'Callaghan as permanent Chief Executive with effect from 1 February 2026, it is anticipated that DHSC will confirm the appointment of Frances as Accounting Officer for NHSBT on 1 February 2026. In line with statute, Frances becomes a voting Officer Member of the Board.

3. Board Level Policies

Two Board Level Policies are presented for approval at this meeting (Agenda items 4.1 and 4.2) in line with the annual cadence for review:

- Confidentiality and Data Protection Policy
- Anti-Fraud, Bribery and Corruption Policy:

4. Board Effectiveness Review

The annual Board effectiveness review was completed during December and January and the findings are reported under agenda item 5.1.1.

5. Stakeholder Engagement

Information in relation to engagements of the Chair and Interim Chief Executive with stakeholders and DHSC since the last meeting is included in the Review Room for this meeting.