NHS
Blood and Transplant

Board Meeting in Public
Tuesday, 21 July 2026

<table>
<tr><td>Title of Paper</td><td colspan="2">NHSBT Board Committees - Terms of Reference Annual Review</td><td>Agenda No.</td><td>5.1.1</td></tr>
<tr><td>Nature of Paper</td><td>☒ Official</td><td colspan="3">☐ Official Sensitive</td></tr>
<tr><td>Author(s)</td><td colspan="4">Silena Dominy, Company Secretary</td></tr>
<tr><td>Lead Executive</td><td colspan="4">• Julie Pinder, Chief People Officer – People Committee
• Carl Vincent, Chief Financial Officer – Audit, Risk and Governance Committee and NHSBT Charity Committee</td></tr>
<tr><td>Non-Executive Director Sponsor</td><td colspan="4">• Penny McIntyre, People Committee Chair
• Caroline Serfass, NHSBT Charity Committee Chair
• Ian Murphy, Audit, Risk and Governance Committee Chair</td></tr>
<tr><td>Presenter(s) at Meeting</td><td colspan="4">Silena Dominy, Company Secretary</td></tr>
<tr><td>Presented for</td><td colspan="4">☒ Approval ☐ Information
☐ Assurance ☐ Update</td></tr>
<tr><td colspan="2">Is there a plan to communicate this to the organisation?</td><td colspan="3">☒ Yes ☐ No ☐ Yet to be determined</td></tr>
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Executive Summary

Corporate governance best practice recommends that Board Committee terms of reference should be reviewed at least annually to ensure that they remain fit for purpose. Three of the Committees have reviewed their terms of reference with the fourth committee (Clinical Governance Committee) planning to review theirs later in the year following the conclusion of the Clinical Governance Review and the appointment of the new Committee Chair. The substantive revisions of the terms of reference reviewed are summarised below and presented for Board approval.

People Committee
- 1 & 5.2.5 – Clarity that it is the process re recommendations for external recognition that is approved by the Committee, not the recommendations for external recognition themselves.
- 2.4 – Regular attendees changed removing Deputy Chief Executive and Chief Nursing Officer and adding Director of Organ and Tissue Donation and Transplantation
- 6 – Principal risk considered by the Committee updated to reflect merger of risks and renaming

NHSBT Charity Committee
- 1 – Correction of document title
- 2.4 – Clarity on regular attendees of Committee.
- Minor amendments throughout.

Audit, Risk and Governance Committee
- 2.4 – Updates to role names
- 5.1 – Removal of oversight of CGC and People Committee and addition of review of investment porfolio as agreed in November 2025. Update to SEGC name (also in 5.2.7).
- 5.2.5 & 5.2.6 – As above removal of oversight of CGC and People Committee.
- 5.2.10.xi – As above addition of review of investment portfolio.
- 6 – Update to principal risk names and clarity that assurance on P-01 and P-07 are via CGC and People Committee respectively.
- 7.1 – Removal of receipt of Management Quality Report as agreed in November 2025 (removes duplication with CGC).

Previously Considered by	
People Committee on 7 May 2026, NHSBT Charity Committee on 22 June 2026, ARGC on 24 June 2026.	
Recommendation	
• The Board is asked to consider the proposed amendments to the three sets of terms of reference presented and approve these if thought appropriate. • The Board is asked to note that the review of the terms of reference for the Clinical Governance Committee has been deferred until completion of the Clinical Governance Review and appointment of the next Committee Chair.	
Risk(s) identified (Link to Board Assurance Framework Risks)	
P-11 Corporate Governance	
Strategic Objective(s) this paper relates to:	
☒ Collaborate with partners ☐ Invest in people and culture ☐ Drive innovation ☒ Modernise our operations ☐ Grow and diversify our donor base	
Appendices:	Appendices – Tracked change versions of Terms of Reference: 1: People Committee 2: NHSBT Charity Committee 3: Audit, Risk and Governance Committee