



**Board of Directors (held in Public)**  
**27 July 2023**  
**Governance Report**

**Item 6.3**

<b>Presented for:</b>	Information
<b>Accountable Director:</b>	Martin Havenhand, Chair
<b>Presented by:</b>	Lynn Hughes, Interim Company Secretary
<b>Previous Committees:</b>	Fit and Proper Person Requirements and Register of Interest prepared for Audit and Risk Committee on 25 July 2023
<b>Legal / Regulatory:</b>	NHS Acts Care Quality Commission's Regulation 5: Fit and Proper Persons Requirement (Health and Social Care Act 2008 (Regulated Activities) Regulations 2014

<b>Key Priorities/Goals</b>	This report supports all the key priorities and goals
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<b>Strategic Ambition</b>	(✓)	<b>BAF Strategic Risk</b>
1. Patients and communities experience fully joined-up care responsive to their needs		
2. Our people feel empowered, valued and engaged to perform at their best		
3. We achieve excellence in everything we do		
4. We use resources wisely to invest in and sustain services		

<b>Key points</b>	
<p>This report provides an update on issues in relation to Board governance since the last Board meeting held in public on 27 April 2023.</p> <p><b>Recommendation</b>          The Board is asked to:</p> <ul style="list-style-type: none"> <li>i) Note the review of Board Committee Terms of Reference that has taken place, with arrangements to make the revised Terms of Reference available on the Trust's website;</li> <li>ii) Note the the NHS Long Term Workforce Plan, which was published by NHS England (NHSE) on 30 June 2023 and the arrangements in place to take this forward in the Trust;</li> <li>iii) Note compliance against the Fit and Proper Person Requirements with checks completed for directors in accordance with the Care Quality Commission's Regulation 5: Fit and Proper Persons Requirement (Health and Social Care Act 2008 (Regulated Activities) Regulations 2014; and</li> <li>iv) Note the Board and staff declarations of interest, gifts and hospitality for the year 1 April 2022 to 20 July 2023 and the arrangements in place to escalate any individuals who are not compliant.</li> </ul>	For information/assurance

**Board of Directors (held in Private)**  
**27 July 2023**  
**Report of the Interim Company Secretary**

**1. INTRODUCTION**

- 1.1 This report provides an update on issues in relation to Board governance since the last Board held in public on 27 April 2023.

**2. TERMS OF REFERENCE**

**2.1 Board Committees**

To support the Board with its monitoring of good corporate governance and oversight and delivery of our performance targets against quality standards and our financial resources for which, the Board is responsible, a review of Board Committee portfolios and membership and frequency of meetings has been undertaken.

- 2.2 The Terms of Reference for Board Committees have been revised and the following were approved by the Board at its meetings held in private on 25 May and 29 June 2023:

- Audit and Risk Committee (previously Audit Committee)  
(29 June 2023)
- Quality Committee  
(25 May 2023)
- Finance and Performance Committee (previously Finance & Investment Committee)  
(25 May 2023)
- People Committee (newly established Board Committee)  
(25 May 2023)
- Remuneration and Nomination Committee (previously Remuneration Committee)  
(25 May 2023)
- Charitable Funds Committee  
(25 May 2023)

- 1.2 The Trust Executive Group, is also a Committee of the Board and Terms of Reference for Trust Executive Group are planned to be presented to the Board for approval. Following approval arrangements are in place for all Board Committee Terms of Reference to be made available to view on the Trust's website.

**3. PUBLICATIONS**

**3.1 Long Term Workforce Plan**

- 3.1.1 NHS England (NHSE) published the NHS Long Term Workforce Plan on 30 June 2023 [www.nhs.uk/publication/nhs-longterm-workforce-plan](https://www.nhs.uk/publication/nhs-longterm-workforce-plan)

- 3.1.2 The plan aims to model NHS workforce demand and supply over a 15 year period and to estimate the shortfall. It sets out steps to close the shortfall and address the needs of people over the next 15 years.

- 3.1.3 The plan builds on previous national guidance, including the 10 functions set out in the ICS People Function guidance (2021) and the NHS Operational Planning Guidance (2023/24), which included an overarching objective to improve retention and staff attendance through a systematic focus on all elements of the NHS People Promise. The main ask is that NHS systems provide whole system workforce plans and numerical plans.

- 3.1.4 The Trust's Trust Executive Group and the People Committee that has recently been formed will have oversight on the plans and progress made in relation to the NHS Long Term Workforce Plan.

#### **4. FIT AND PROPER PERSON REQUIREMENTS**

- 4.1 In accordance with the Fit and Proper Person requirements, which includes the Care Quality Commission's Regulation 5: Fit and Proper Persons Requirement (Health and Social Care Act 2008 (Regulated Activities) Regulations 2014, all NHS organisations are required to ensure that all directors meet these requirements. Assessments are undertaken by the Care Quality Commission during their inspections as part of the Well-led domain.
- 4.2 The Trust's policy requires directors to complete a self-declaration and the Trust's HR department undertakes a range of checks including records held by the Disclosure and Barring Service, Companies House and the Insolvency Service. In addition to this DBS checks have been undertaken for all directors.
- 4.3 All checks have been completed confirming compliance against the fit and proper persons requirements and the compliance log has been updated, held by Human Resources to support the ongoing monitoring, compliance and sharing with regulators as required.

#### **5. REGISTER OF INTERESTS, GIFTS AND HOSPITALITY**

- 5.1 Attached at Appendix A is a list of staff declarations of interest, gifts and hospitality for the period covering 1 April 2022 to 20 July 2023, which includes declarations for staff defined as 'key decision makers' in accordance with the Trust's policy (band Agenda for Change 8d/equivalent and above) as well as those made by non-key decision makers. The next annual review is planned to be carried out in March 2024.
- 5.2 The register is provided for assurance on the submission process that is in place to capture declarations. Staff defined as key decision makers are required to update their interests at least annually (or at any time that their interests change) or to provide a 'nil declaration'. Other members of staff who are not mandated to declare interests are able to make declarations when they have any declarations to make.
- 5.3 Staff are emailed a reminder at least annually when they were due to update their submission. Individuals who are not compliant with the requirements will be escalated to Trust Executive Group for directorates to follow up to ensure declarations are made.

#### **6. RECOMMENDATION**

- 6.1 The Board is asked to:
1. Note the review of Board Committee Terms of Reference that has taken place, with arrangements in place to make the revised approved Terms of Reference available on the Trust's website;
  2. Note the NHS Long Term Workforce Plan, which was published by NHS England (NHSE) on 30 June 2023 and the arrangements in place to take this forward in the Trust;
  3. Note compliance against the Fit and Proper Person checks that have been undertaken for directors in accordance with the Care Quality Commission's Regulation 5: Fit and Proper Persons Requirement (Health and Social Care Act 2008 (Regulated Activities) Regulations 2014; and
  4. Note the staff declarations of interest, gifts and hospitality for the year 1 April 2022 to 20 July 2023 and the arrangements in place to escalate any non-compliant members of staff.

#### **Supporting Information**

Appendix A – Register of Declaration of Interests, gifts and hospitality (1 April 2022 to 20 July 2023)