

Board of Directors (in Public)
24 July 2025
Agenda Item: 24



Report Title	Assurance Committees' Terms of Reference
Author	David O'Brien, Director of Corporate Services and Company Secretary
Accountable Director(s)	Committee Chairs (Non-Executive Directors) Committee Lead Directors (Executive Directors)
Previous committees/groups	People Committee 18 March 2025 Quality Committee 17 April 2025 Finance and Performance Committee 25 March 2025 Audit and Risk Committee: 29 April 2025 Charitable Funds Committee 10 April 2025
Recommended action(s)	Assurance
Purpose of the paper	Provide assurance regarding the effectiveness of the Board committees in their roles as part of the Trust's governance and assurance framework

Executive Summary

What?

The Trust's Standing Orders recommend that the Terms of Reference of Committees are reviewed on an annual basis and approved by the Board of Directors. Each of the following committees have reviewed their Terms of Reference. They are presented in the enclosed document for approval by the Board:

- Quality Committee
- Finance and Performance Committee
- People Committee
- Audit and Risk Committee
- Charitable Funds Committee

Note that:

- The Board has already approved the Terms of Reference of the Audit and Risk Committee (on 22 May).
- The Board as Corporate Trustee has already approved the Terms of Reference of the Charitable Funds Committee (on 22 May)
- The committee workplans for 2025/26 have also been reviewed and approved by each committee. These workplans are explicitly linked to the content of the Terms of Reference.
- The reviews of Terms of Reference have been informed by the findings of the annual reports of committees.

Trust Executive Group ToR

The Trust Executive Group Terms of Reference are under review during summer 2025. An updated ToR is expected to become available during September/October and will be brought to the Board for approval at the appropriate time.

Remuneration and Nominations Committee ToR

The Remuneration and Nominations Committee Terms of Reference have not been formally reviewed by the membership of that committee ahead of this meeting. The ToR have been reviewed by the Company Secretary and are considered to be fit for purpose. On this basis they are included in the enclosed document for provisional approval by the Board.

However, at its next meeting the Remuneration and Nominations Committee will formally review its ToR and any recommended changes will be brought to the next available Board meeting for approval.

The document also sets out committee oversight arrangements for Board Assurance Framework strategic risks (Appendix C) and for Business Plan workstreams (Appendix D).

So What?

It is good practice to maintain a readily available set of committee Terms of Reference, to review and update these regularly so that they remain current and fit for purpose, and to bring them to the Board of Directors for approval.

The NHS Code of Governance requires trusts to make information about the role of Board committees in their corporate governance structure available to the public. Publication of this document on the website supports the Trust to meet that requirement and thereby comply with the NHS Code of Governance.

What Next?

1. This document will be published on Pulse and on the Trust website.
2. Reviewed and updated Terms of Reference for the Trust Executive Group and the Remuneration and Nominations Committee will be brought to the Board for approval at the appropriate time later in 2025.
3. Committees' Terms of Reference will be reviewed and updated as required for 2025/26.

Recommendation(s)	The Board of Directors approves the committees' Terms of Reference, subject to any final amendments that may be required.
Link to Board Assurance Framework Risks (board and level 2 committees only)	All Strategic Risks