The Queen Elizabeth Hospital King's Lynn
NHS Foundation Trust

Meeting:	Governors' Council (in public)		
Meeting Date:	21 February 2023	**Agenda item:**	13
Report Title:	Update on the Review of Board, Committee and Corporate Governance Arrangements for 2023/24		
Author:	Chris Lawrence, Trust Chair		
Sponsor:	Chris Lawrence, Trust Chair		

Implications					
Link to key strategic objectives *[highlight which KSO(s) this recommendation aims to support]*					
KSO1	**KSO2**	**KSO3**	**KSO4**	**KSO5**	**KSO6**
Safe and compassionate care	**Modernise hospital and estate**	**Staff engagement**	**Partnership working, clinical and financial sustainability**	**Healthy lives staff and patients**	**Investing in our staff**

Board assurance framework		
Significant risk register		
	Y/N	If Yes state impact/ implications and mitigation
Quality		
Legal and regulatory		
Financial		

Assurance route	
Previously considered by:	Board of Directors seminar session – 10 January 2023 Board of Directors (in public) – 7 February 2023

Executive summary					
Action required: *[highlight **one in bold**]*	Approval	**Information**	Discussion	Assurance	Review
Purpose of the report:	To update the Governors' Council on the review of Board, Committee and corporate governance arrangements for 2023/24.				
Summary of Key issues:	The Trust is at a moment of change and transition. The approach which was necessary to lift the Trust from special measures was, of necessity, hands on with a specific focus on key areas measured by the CQC with close monitoring by NHSE and the regional team. The Board structures and processes reflected this. The approach was highly effective and, of necessity, internally focused. The lifting of the Trust from special measures, the arrival of a new Trust Chair and changes within the Executive Team signals the need to review the approach to the Board, the governance structure and the corporate governance function, to continue to progress the Trust's				

	vision to be the best rural District General Hospital for patient and staff experience. Great trusts have great Boards that are structured to meet the needs of the organisations they lead. Since commencing in post, the Trust Chair has undertaken a review of the present Board and how it can be adapted to enable the Trust to meet the challenges faced whilst preserving and building on the gains made in recent years. The Board discussed adaptations to the Board's arrangements in a seminar session on 10 January 2023. This paper summarises specific adaptations and timescales.
Recommendation:	The Governors' Council is asked to **note** the update on the review of Board, Committee and corporate governance arrangements.
Acronyms	CQC – Care Quality Commission NHSE – NHS England

Update on Review of Board, Committee and Corporate Governance Arrangements

Board of Directors

Board meetings will be held in public on a bi-monthly basis. There will be standard agendas to meet regulatory and compliance requirements, and a focus on patient and staff stories. In 2023, Board meetings in public will be held face-to-face on the following dates:

Tuesday 7 February 2023
Wednesday 19 April 2023
Wednesday 7 June 2023
Wednesday 2 August 2023
Wednesday 11 October 2023
Wednesday 13 December 2023

There will always be a private Board meeting in the intervening months. These will consist of a formal section to deal with private business as necessary and an informal workshop based session around areas of a strategic nature or explorations in depth of clinical, operational and other areas of interest. Divisional Leadership Teams (DLTs) will be invited to join the Board for these sessions as and when appropriate.

The Trust Chair will hold regular meetings with Non-Executive Directors in the weeks following the public Board meetings, to reflect on the outcomes and follow-up on any outstanding issues.

Committees
The Board's Committees exist as they are either a statutory requirement, or because the Board has identified a need and delegates specific tasks or activities to them. The Trust's current statutory and assurance Committees will continue, each reviewing their terms of reference and forward plans of the business that needs to be conducted. A new strategic Committee will be established to increase the Board's capacity for consideration of strategic issues and opportunities.

Board-level Committees		
Statutory	Audit Nomination & Remuneration	- Frequency of meetings in accordance with reporting requirements and forward plan of business - Chair to call additional meetings if required
Assurance	Finance & Activity People Quality	- Bi-monthly formal meetings - Intervening months to meet informally. Meeting format and content at the discretion of the Committee Chair - Additional ad hoc formal meetings if required
Strategy *NEW*	Future Systems	- New committee to commence from April 2023 - Terms of Reference and forward plan to be developed - Bi-monthly meetings

Timescale: Committee Chairs are leading a review of their Committees arrangements during quarter 4. Terms of Reference will be brought to Board for approval in April 2023.

Wider Governance Structure
The Clinical, Operational and other Governance structures reporting into the Board and Board level Committees is being reviewed. This will include simplification of the structures where appropriate, alongside a review of the terms of reference including ownership, role and functions, membership, work plans and reporting lines.

Timescale: A refreshed governance structure will be reviewed in private Board in March, alongside consultation with Governors as appropriate, to be adopted by the Board in April 2023 as the model going forward. A formal review of the approach is proposed after six months for presentation to the October Board.

Company Secretary Function
The Company Secretary function will be reviewed given changes within the Executive Team. External advice is being sought to consider the creation of a single dedicated team supporting the Board and the Council of Governors reflecting and incorporating best practice as appropriate.

Timescale: Review of function during Quarter 3, 2023/24.