

## Cover Sheet

Council of Governors Meeting: Wednesday 13 November 2024

CoG2024.19

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**Title:**           **Proposals for Governor Attendance at the Integrated Assurance Committee**

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**Status:**       **For Decision**

**History:**       Board seminar discussion on 29 May 2024  
IAC2024.54 Integrated Assurance Committee Review Proposals  
Council seminar discussion on 9 October 2024

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**Board Lead:**   **Trust Chair**

**Author:**       **Neil Scotchmer, Head of Corporate Governance**

**Confidential:**   **Yes**

**Key Purpose:**   **Policy**

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## Proposals for Governor Attendance at the Integrated Assurance Committee

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### 1. Purpose

- 1.1. Following discussion of proposals for governor to attend meetings of the Integrated Assurance Committee at a seminar session in October, this paper presented specific proposals on the approach for approval by the Council.

### 2. Background

- 2.1. The IAC was established in March 2020 to replace the previous Quality Committee and Finance & Performance Committee.
- 2.2. The aim of the IAC was to provide a structured forum for receiving, scrutinising and triangulating the main sources of evidence across the Trust to enable the Board to assess its level of confidence in the assurances provided regarding the Trust's values and culture, the organisation's financial and operational performance, the quality of services and the appropriate identification, assessment and management of risks.
- 2.3. In particular, the Committee was intended to ensure better triangulation of drivers for finance and quality as well as allowing better discussion of workforce issues which were not fully aligned to either of the previous committees. These arrangements were also intended to bridge the gap between the Board and divisions with divisional directors as attendees.
- 2.4. In May 2024 the Trust Board reviewed in seminar the functioning of the IAC with a view to making recommendations to strengthen the way in which the Committee operated. Specific recommendations were presented to the Committee at its June meeting and the relevant paper has previously been shared with governors.
- 2.5. Amongst the recommendations made was the proposal that governors, subject to clear briefing and confidentiality arrangements, be invited to observe the functioning of the Committee. This was intended to enhance their ability to hold the Board, through the non-executive directors, to account by giving greater visibility to the way in which the Board undertook its assurance functions.
- 2.6. It was hoped that in due course making this work more transparent to governors would also reduce the burden of work on governor committees and allow the arrangements for these to be reviewed.

### **3. Discussion at 9 October Seminar**

- 3.1. Governors had the opportunity to discuss these plans at a joint seminar including a number of Board members on 9 October and key outcomes from the discussion were as outlined below.
- 3.2. It was agreed that there should be some continuity in the governors involved in observing the Committee but that this should not mean that the opportunity was limited only to a small number of governors.
- 3.3. It was suggested that it would be helpful to supplement this attendance with meetings with non-executive directors to allow governors to discuss their observations.
- 3.4. The need for an appropriate mechanism to feed back to other governors in a structured way was identified.
- 3.5. It was noted that consideration should be given in future to the approach for other Board committees and to the confidential section of Board meetings.
- 3.6. It was proposed that existing governor committees would continue to operate as usual but after a period this would be reviewed to avoid duplication.

### **4. Proposed Approach to Governor Attendance at the Integrated Assurance Committee**

- 4.1. The outcomes above were discussed further on the quarterly call between the Chair, Lead Governor and governor committee chairs and the following specific proposals were made:
  - There will be regular attendance at IAC by an agreed representative of each of the governors Patient Experience, Membership and Quality Committee and the Performance, Workforce and Finance Committee who may or may not be the committee chair.
  - One or two other governors will be invited to attend each meeting on a rotating basis based on volunteers putting themselves forward.
  - Governors will have access to Committee papers for information.
  - The governor role at the Committee is for observation only.
  - The Trust Chair will provide a briefing on key points to attending governors in advance of the meeting.
  - Governors attending will provide written feedback to the Council on functioning on committee but not on the specific content of discussions. If appropriate a proforma could be developed for this.

- An opportunity will also be arranged for governors to discuss what they have observed with NEDs following the meeting.

## 5. Recommendations

- 5.1. The Council of Governors is asked to **approve** the proposed approach to governance attendance at the Integrated Assurance Committee.