

<b>Meeting Title</b>	<b>Board of Directors</b>		
<b>Date</b>	<b>9.5.2019</b>	<b>Agenda item</b>	<b>Bo.5.19.29</b>

## Required Change to the Standing Orders of the Board of Directors

Presented by	Tanya Claridge, Director of Governance and Corporate Affairs		
Author	Tanya Claridge, Director of Governance and Corporate Affairs		
Lead Director	Dr Max Mclean, Chairman		
Purpose of the paper	This paper provides details of the necessary changes made to Standing Orders of the Board of Directors following the Board and Board Committee self-assessment undertaken in Quarter 3 2018/19 and the resultant changes in the Terms of Reference of a number of Board Committees (Approved by the Board of Directors in January and March 2019)		
Key control	This paper is a key control for the operation of the Board Assurance Framework and the Annual Governance Statement		
Action required	For approval		
Previously discussed at/ informed by			
Previously approved at:	Committee/Group	Date	
	Audit and Assurance Committee	16/4/2019	
Key Options, Issues and Risks			
Annually the Board of Directors undertakes a self-assessment of the way the Board and the Board Committees operate. This review is designed to identify opportunities for change and improvement in, for instance the way that the risk and assurance is managed throughout the Governance infrastructure of the Trust.			
Analysis			
A programme of Board and Board Committee self- assessment was completed during Quarter 3 2018/19, which led to a number of changes to the Terms of Reference of several of the Board Committees. These changes have been discussed at all Board Committees, the Audit and Assurance Committee and the Board of Directors, the last being approved by the Board of Directors at its closed meeting in March 2019. As a result the Standing Orders of the Board require amending to incorporate the new Terms of reference. The only Committees where there was no change as a result of the Self-Assessment were the Nominations and Remuneration Committee and the Charitable Committees.			
Recommendation			
The Board of Directors should approve the addition of the amended Terms of Reference to the Standing Orders of the Board of Directors and note that the Board will receive, as scheduled, a full review of the Board’s Standing Orders at its September meeting.			

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Risk assessment						
Strategic Objective	Appetite (G)					
	Avoid	Minimal	Cautious	Open	Seek	Mature
To provide outstanding care for patients		g				
To deliver our financial plan and key performance targets			g			
To be in the top 20% of NHS employers			g			
To be a continually learning organisation				g		
To collaborate effectively with local and regional partners					g	
The level of risk against each objective should be indicated. Where more than one option is available the level of risk of each option against each element should be indicated by numbering each option and showing numbers in the boxes.	Low		Moderate	High	Significant	
	Risk (*)					
Explanation of variance from Board of Directors Agreed General risk appetite (G)						

Risk Implications	Yes	No
Corporate Risk register and/or Board Assurance Framework Amendments		*
Quality implications		*
Resource implications		*
Legal/regulatory implications		*
Diversity and Inclusion implications		*

Regulation, Legislation and Compliance relevance
<b>NHS Improvement:</b> Risk assessment framework, quality governance framework, code of governance , annual reporting manual
<b>Care Quality Commission Domain:</b> Safe, caring, effective, responsive, well led drop down
<b>Care Quality Commission Fundamental Standard:</b>
<b>Other (please state):</b>

Relevance to other Board of Director's Committee:					
Workforce	Quality	Finance & Performance	Partnerships	Major Projects	Other (please state)
*	*	*	*	*	Health and Safety