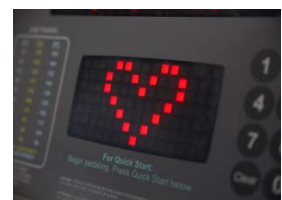


Developing our Corporate Governance Model

Council of Governors
15 October 2020



Why change?

- BTHFT “well led”. But independent review of effectiveness of governance (February 2020) identified room to improve:
 - Governance perceived as an industry, over-engineered
 - Volume & sequence of meetings and papers
 - Need focus on outcomes, assurance, connect to front line
- Covid-19: introduced streamlined arrangements...
 - everything virtual, Committees suspended
 - replaced by a single Regulation & Assurance Committee
 - released time to focus on pandemic, reduced “treadmill”
 - unexpected synergy, cross-fertilisation, better discussion
- “Moving to Outstanding”

What we're trying to achieve

- Keep the benefits ... #nogoingback
- Right conversation, right place, right people, right time
- Added value, not homework-marking
- Proportionate not “governance-lite”
- Assurance is the sum of:
 - robust governance framework with clearly defined & understood strategic objectives
 - mature risk management
 - effective internal controls
- How to achieve this, using the conclusions of independent review, and learning from our Covid-19 experience...

What's proposed?

- Discontinue discrete Partnerships Committee – becomes core business of the Board – we “Act as One” in everything we do
- Close down (not “replace” or “re-name”) Workforce Committee, Quality Committee, and Finance & Performance Committee
- Establish Academies: People, Quality, Finance & Performance
- Retain Regulation Committee: oversight & assurance, meets monthly, receive escalations, can escalate to Board
- More headroom in Board for strategic discussion, system & partnerships, focus on most significant risks & themes
- Retain Audit Comm, Charitables, RemComm

Committee vs. Academy

FOCUS OF COMMITTEE

NED Chair

Holding the Exec to account

Assurance & Performance

Management

Narrow group of experts

Rigid governance agenda

Metrics show NHS standards

Looking inwards & backwards

FOCUS OF ACADEMY

NED sponsored

Holding the org to account

Assurance, Improvement,

Learning

System wide stakeholders

Flexible, responsive, topical

Metrics for wider relevance

Looking outwards & forwards

Both focused on BTHFT strategic objectives, manage risk by exception, enable constructive challenge

A work in progress...

- Introduced September/October, with transitional period c.6 mths – needs to evolve, Reg Committee provides backstop
- Sought further independent assurance and advice: testing the way forward - series of recommendations
- Risks to consider:
 - Possible loss of assurance mechanisms: ward to Board?
 - Duplication/bureaucratic burden: created an extra tier?
 - Need different culture behaviours
 - Transitional arrangements: maintaining good governance
 - Information systems, and communicating the new approach
- Will build in periodic review