

Governors' responsibilities in the new Health and Care landscape

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- What are the new governance and regulatory requirements?
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Recommendation: The Council of Governors is asked to note the update

New Governance Documents for 2023/24

Date published: 27 October, 2022
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Code of governance for NHS provider trusts

[Publication \(/publication\)](#)

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Sets out an overarching framework for the corporate governance of trusts

Classification: Official
Publication reference: PR2075



Guidance on good governance and collaboration

27 October 2022

Links effective collaboration to a governance licence condition under the Provider Licence

Classification: Official
Publication reference: PR2077



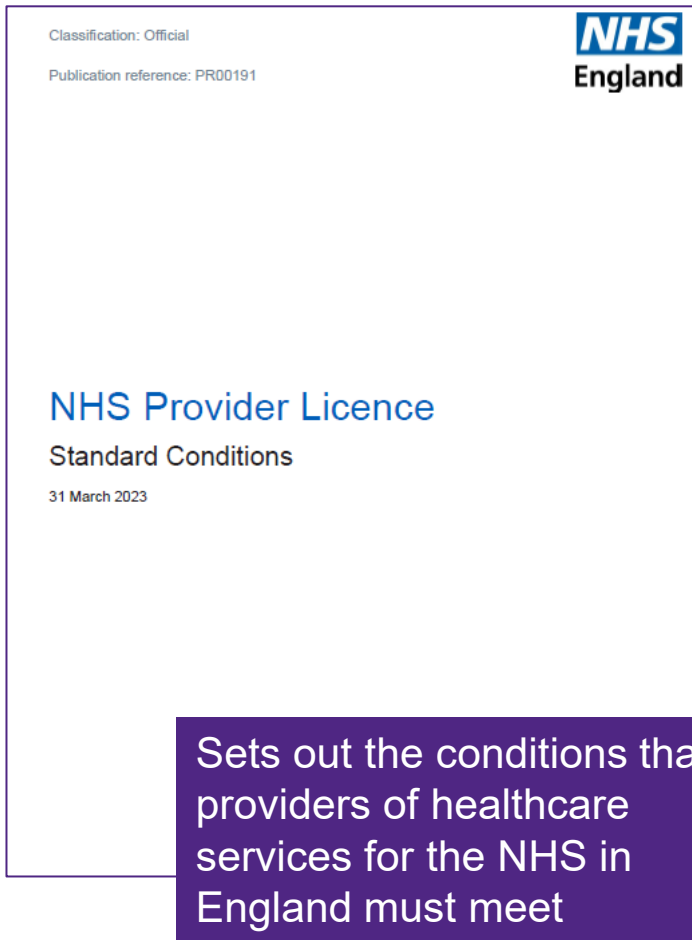
Addendum to Your statutory duties – reference guide for NHS foundation trust governors

System working and collaboration: role of foundation trust councils of governors

27 October 2022

Covers the impact of system working on councils of governors

New Regulatory Requirements for 2023/24



Other:

- NHS oversight Framework and metrics and operational planning guidance
- NEW CQC Single Assessment Framework coming soon....

Key features of the addendum

1

Holding non-executive directors individually or collectively to account for the performance of the Board.

Council of Governors will need to consider the Board's account of its **contribution to the wider health and care system**, when holding NED's to account for the performance of the Board

2

Representing the interests of the members of the NHS Foundation Trust and the public

Councils need to form a view of the '**public at large**'. This is broader than governors' constituencies of the views of the public in the local area

3

Approving 'significant transactions', mergers, acquisitions, and separations or dissolutions

Councils need to consider the risk the transaction intends to address and the impact of that risk if consent is withheld. In the context of the system, councils may consent to transactions that benefit the **broader public in their system(s)** but may not be of immediate benefit to the local population

Key themes across the new guidance

- Collaboration, collaboration, collaboration....
- Alignment of strategies with the Integrated Care System
- Contribution to the Integrated Care System
- Triple aim duty (better health and wellbeing; better quality of services; and sustainable use of resources)
- Reducing health inequalities in access, experience and outcomes
- Engagement with stakeholders and system partners
- Culture and wellbeing
- Digital transformation
- Climate change and net zero responsibilities

The statutory duties of the COG have not changed and the COG relationships remain with their own Board. In the future the COG role may be enhanced and this could extend to the ICB or other part of the system(s) within which they operate.

Questions for Governors and LHCH Response

What role is your Trust playing in the ICS?

- We have seen an increased focus on information provided to the Council of Governors (COG) regarding the wider system.
- More so over the last 12 months system is more integral to all papers rather than just as a stand alone update.
- We will also see further context of systems roles within key documents such as the annual report.

How well is the COG sighted on system developments and collaboration?

- We continue to share information to ensure the COG is sighted on system developments and collaboration (e.g. Chairs briefings, Chairs Lunch, and COG meetings)
- We recognise the environment is now more complex with Committees in Common/ Joint Committees and different forums driving different parts of the 'agenda'.
- We will continue to strive to ensure the balance right in terms of individual reports and trying to bring together the bigger picture. This is the same for the Board of Directors. Governors who observe our Public Board meetings get an added richness of information and discussion.

Are Trust strategies aligned to ICS and how are Governors involved?

- Our Trust strategy has been in place for a number of years and was almost ahead of its time as patients, partnerships and populations. This is due to be refreshed in 2023 and publication of the Cheshire and Merseyside Integrated Care Board Joint Forward Plan is imminent.
- Governor involvement in the strategy refresh will be key as always.

Questions for Governors and LHCH Response

How has the Trust assessed and implemented the new guidance?

- We have done a baseline assessment against each set out requirements including the addendum. This was done quite early for the addendum and whilst the guidance wasn't clear about the 'how' it has enabled us to consider the actions needed especially continuing to explore the role of COGs within systems and importance of training events; system strategy and system performance information alongside Trust info.
- Wider Trust actions regarding progressing the health inequalities work; updating the constitution; and strategy refresh. We also took some specific actions such as separating the role of the Audit Committee Chair (new code states they should ideally not also be vice chair or SID).

Do COG objectives need to be updated to reflect the new requirements?

- The COG objectives were updated in 2023, albeit recognising that some elements of the guidance needed to be further considered.
- The COG continues to receive updates on progress against objectives.
- In terms of specific wider contributions, our governors are already leading some of the population health work through community and member events.

Questions for Governors and LHCH Response

How will you hold NEDs to account in terms of wider collaboration and system?

- Our system in C&M has a significant number of providers and 2 provider collaboratives. NEDs roles within these are still evolving and that makes it difficult to hold to account. That said chair/ NED objective setting and appraisals provides some context.

Does the emphasis on 'public at large' change how you discharge your role?

- The COG discussed the emphasis on public at large during the development of the 2023 COG objectives.
- It's important that Governors don't feel overwhelmed with the expectations as these are voluntary roles which play an important part in our Trust.
- The plan is to explore different approaches to engagement and sharing ideas and best practice around this as part of the joint development day in November 2023.

How can the COG support collaboration and decision making in the future?

- We need to make sure that Governors continue have a voice and are able to effectively discharge their roles.
- For decision making I think we will need to look at the governance and frameworks for joint decisions and how Governors can support this across organisations not just within organisation boundaries. This will require a system response and we will continue to work with the system to explore this.

Next Steps

- To complete the baseline assessment against the new provider licence (currently in progress and will report to the Audit Committee in July 2023)
- To continue to deliver the actions from the baseline assessments against the new requirements (action plans include timeframes)
- Review and update of the Trust Constitution (by September 2023)
- To continue to ensure the Council of Governors are sighted on system developments, collaboration etc through the COG business cycle (ongoing)