

MEETING:	Governing Body	AGENDA ITEM:	12
DATE:	14 March 2019		
TITLE:	Governing Body Effectiveness Review – summary of results		
AUTHOR:	Russell Carpenter, Head of Governance/Board Secretary		
LEAD DIRECTOR:	Robert Majilton, Deputy Chief Officer		
LINK TO RISKS:	Governing Body Assurance Framework	No direct link to risks	Corporate Risk Register No direct link to risks

Reason for presenting this paper:	
For Action	✓
For Approval	
For Decision	
For Assurance	
For Information	
For Ratification	

Summary of Purpose and Scope of Report:

The Governing Body is asked to:

- NOTE** purpose, plan and next steps for Sub-Committee effectiveness reviews and self-assessments (Appendix A)
- NOTE** summary findings and actions arising from its effectiveness review in February 2019 (Appendix B)

It is best practice that Committees and Sub-Committees in any organisation review at least annually their effectiveness. The CCG internal audit plan for 2019/20 also includes an audit to review the effectiveness of the CCG's key committee's with the particular focus to be agreed as part of the detailed scoping, including;

- Are committee roles and responsibilities appropriately defined;
- Has the Governing Body defined its expectations for the committee;
- Is the Governing Body receiving the right assurances at the right time to enable it to discharge its responsibilities?

This paper and subsequent review of the results of a sub-committee self-assessment at the next meeting of the Governing Body in public on **13 June 2019** will inform this audit process. Purpose, plan and timescales are shown in Appendix A. The Governing Body has also recently undertaken its own self-assessment at a seminar held in February 2019, the summary results of which are appended (appendix B). The next meeting in public in **13 June 2019** will also be used to provide feedback on actions from this self-assessment.

Authority to make a decision – process and/or commissioning (if relevant)

Not applicable to this paper

Conflicts of Interest: (please tick accordingly)

No conflict identified	✓
Conflict noted, conflicted party can participate in discussion and decision (see below)	
Conflict noted, conflicted party can participate in discussion but not decision (see below)	
Conflict noted, conflicted party can remain but not participate in discussion (see below)	
Conflicted party is excluded from discussion (see below)	
Governance assurance (see below)	
Not applicable to this paper	

Strategic aims supported by this paper (please tick)	
Better Health in Bucks – to commission high quality services that are safe, accessible to all and achieve good patient outcomes for all	✓
Better Care for Bucks – to commission personalised, high value integrated care in the right place at the right time	✓
Better Care for Bucks – to ensure local people and stakeholders have a greater influence on the services we commission	✓
Sustainability within Bucks – to contribute to the delivery of a financially sustainable health and care economy that achieves value for money and encourages innovation	✓
Leadership across Bucks – to promote equity as an employer and as clinical commissioners	✓

Governance requirements: (Please tick each box as is relevant to the paper)

Governance Element	Y	N	N/A	Comments/Summary
Patient & Public Involvement			✓	
Equality			✓	
Quality			✓	
Privacy			✓	
Financial			✓	
Risks			✓	
Statutory/Legal		✓		No implications per se, but an annual effectiveness review is best governance practice
Prior consideration Committees /Forums/Groups			✓	
Membership Involvement			✓	Member GPs as standing invitees to the Sub-Committee

Supporting Papers:

None

Appendix A: purpose, plan and next steps for Sub-Committee effectiveness reviews and self-assessments

Purpose of effectiveness review and evaluation

- best practice to conduct at least annual review
- Periodic reflection can improve function
- Identifying areas of both good and not so good practice can be used to drive up standards
- Ensuring sound decision making
- Reflect on and embed learning from elsewhere
 - Long paper packs
 - Conflicts of interest
 - Decision making

All sub-committees briefed on findings from PWC review of Coastal West Sussex CCG:

- This CCG has experienced similar financial circumstances with £21m deficit end 17/18).
- PWC Coastal West Sussex CCG - Governance Review 2018 published 23 October 2018 (released January 2019)
- Members to follow link and using the findings to inform self-assessment

[Coastal West Sussex CCG - Governance Review 2018](#)

Each Sub-Committee to facilitate review aligned to annual review of terms of reference, with use of equivalent self-assessment tool as used for Governing Body.

Timescales

Committee/Sub-Committee	Effectiveness Review scheduled/taken place	Terms of Reference Review due
Governing Body	14 February 2019	11 April 2019
Executive Committee	25 April 2019	25 April 2019
Finance Committee	27 March 2019	27 March 2019
Audit Committee	28 March 2018/25 July 2018 27 March 2019	27 March 2019
Remuneration Committee	TBC	TBC
Quality and Performance Committee	28 March 2019	28 March 2019
Primary Care Commissioning Committee	7 March 2019/6 June 2019	7 March 2019

The results of effectiveness reviews and self-assessments to next Governing Body in public on **13 June 2019**.

Appendix B – CCG Governing Body Effectiveness Review – February 2019

It is best practice that Committees and Sub-Committees in any organisation review at least annually their effectiveness. This was facilitated in February 2019 for the Governing Body at an organisational development seminar. A contributory factor in undertaking the effectiveness review was an earlier Financial Governance Review, in July 2018, undertaken by internal auditors RSM.

This had identified:

1. There was a lack of evidenced escalation and/or increasing urgency during the course of the year as the financial situation deteriorated.
2. The Governing Body needs to have greater ownership and oversight of financial performance to discharge its responsibilities.

Resulting action:

1. Embed ownership and oversight within governing body
2. Ensure roles and responsibilities are clear
3. Provide detailed explanation of governing body roles and responsibilities.

The above is already clearly described within the CCG's Constitution; the legal document sets out the way in which the CCG will fulfil its statutory responsibilities as set out in the 2006 Health Service Act. However, it was considered that there was opportunity to identify what best practice looks like and whether the Governing Body can evidence it.

Self-assessment questionnaire

Seminar discussion was informed by a self-assessment questionnaire all members were asked to complete in advance, covering the following areas:

1. Composition, establishment and duties
2. Meetings
3. Compliance with the law and regulations governing the NHS
4. Governing Body role specific criteria.

The self-assessment, covering 65 separate questions, was benchmarking from a number of sources:

1. NHS Audit Committee Handbook, HFMA, Third Edition 2014/Fourth Edition 2018
2. [Audit and Risk Assurance Committee Effectiveness Checklist, National Audit Office, November 2017](#)
3. [Financial Reporting Council, Guidance on Board Effectiveness, July 2018](#)

Members were asked to reply "yes", "no" or "not sure"/"not applicable" to the majority of questions, with a handful as free text only questions. A number of specific questions were then selected for further discussion based on these responses to maximise opportunity with the time available.

Key: NS = not sure, NA = not applicable

Appendix B (continued)

Note: follow up/deadline on all actions stated is **13 June 2019**, date of next Governing Body meeting in public.

Question	Yes	No	NS/NA	Comments	Actions	
COMPOSITION, ESTABLISHMENT & DUTIES						
5	Does the Governing Body report regularly to the membership? Does it provide an annual report? Is this timed to coincide with publication of the annual report and accounts? Has a members AGM been held?	67%	25%	8%	We need to be clear on means of member communications – newsletters can lose impact. We can also call council of members.	<u>Action 1:</u> to consider how we best communicate with member practices on the direction of travel in a meaningful way. (Chair/Accountable Officer)
7	Does the Governing Body invite relevant CCG Management Directors/Senior Management Team to explain the issues at the earlier stages, enabling all directors to share concerns or challenge assumptions well before the point of commissioning decisions?	75%	17%	8%	We can challenge more et earlier developmental stages within portfolios. We also have a sub-committee structure delegated responsibilities. It was noted that Individual Funding Requests (IFR) is not included in the Quality and Performance Report.	<u>Action 2:</u> Quality and Performance Committee to facilitate presentation from the IFR team about how it conducts its business. (Director of Commissioning and Delivery) <u>Action 3:</u> Quality and Performance report template to be updated to include Individual Funding Requests alongside Continuing Healthcare. (Director of Commissioning and Delivery)
8	Does the Chair have regular meetings with the key attendees (E.g. the Accountable Officer, CFO)?	67%	8%	25%	The Chair noted he could improve his means of engagement.	<u>Action 4:</u> Slots either side of Audit Committee for these discussions that could subsequently inform governing body agenda planning. (Board Secretary). <u>Action 5:</u> ensure all lay members have at least annual appraisal. (Board Secretary)
21	Do the members of the Governing Body have a clear understanding of terms of appointment, including what is expected of us, how our individual performance will be appraised, the duration of our appointment, training required and how this will be provided?	67%	25%	8%		
9	What evidence does the Governing Body have that very senior management is willing to listen, take criticism and let others make decisions?	Free text – generally positive that senior management does respond to challenge			Audits would likely look through previous minutes for evidence; we often have quite a robust discussion about finance which we often let run in confidential, but this is what we are audited on.	<u>Action 6:</u> limit confidential agenda item on Finance to only the key messages. (Board Secretary).

Question		Yes	No	NS/NA	Comments	Actions
15	Does the Governing Body review the work plans of its sub-committees at the beginning of each year and at each meeting thereafter?	25%	67%	8%		<u>Action 7:</u> review priorities of the 19/20 operating plan and ensure there is evidence of inclusion on work plans where responsibilities have been delegated to sub-committees. (Deputy Accountable Officer)
GOVERNING BODY ROLE SPECIFIC CRITERIA						
32	Does the Governing Body review, evaluate and recommend to the Board for approval the guiding principles that govern the overall approach with respect to the CCG's service investment and disinvestment plans and level of risk management?	33%	25%	42%		<u>Action 8:</u> amendment to cover sheet template under authority for decision "Paper author to also include prompt that asks committee what feedback it requires and when in relation to the decision to be taken. (Board Secretary)
47	Does the Governing Body assure responsibility for value-for-money reviews?	67%	16.5%	16.5%		