

<h1 style="margin: 0;">NHS Highland</h1>	 <p style="margin: 0;"><b>NHS</b> Highland na Gàidhealtachd</p>
--	---

**Meeting:** NHS Highland Board

**Meeting date:** 30 July 2024

**Title:** Review of Committee Memberships

**Responsible Executive/Non-Executive:** Sarah Compton Bishop, Board Chair

**Report Author:** Ruth Daly, Board Secretary

**1 Purpose**

**This is presented to the Board for:**

- Decision

**This report relates to a:**

- Local policy

**This aligns to the following NHSScotland quality ambition(s):**

- Effective

**This report relates to the following Strategic Outcome(s)**

Start Well		Thrive Well		Stay Well		Anchor Well	
Grow Well		Listen Well		Nurture Well		Plan Well	X
Care Well		Live Well		Respond Well	X	Treat Well	
Journey Well		Age Well		End Well		Value Well	
Perform well	X	Progress well	X				

**2 Report summary**

**2.1 Situation**

This report outlines proposals for changes to Governance Committee memberships for the Board’s approval.

**2.2 Background**

At the meeting in January 2024, the Board revised the membership of its Governance Committees to maximise the contribution and experience of Board members.

This report invites the Board to agree further changes to Committee Non-Executive memberships to prepare for vacancies that will occur during 2024 and 2025. The intention is to direct existing and emerging skills effectively across governance committees. The report outlines a two staged approach to the sequencing of the proposed changes.

**2.3 Assessment**

Anticipated changes in Non-Executive Board membership during 2024 will create the following vacancies:

1. Audit Committee (Chair and Vice Chair positions)
2. Argyll and Bute Integration Joint Board (member vacancy)
3. Clinical Governance Committee (one vacancy)
4. Endowment Committee (one vacancy)
5. Pharmacy Practices Committee (2 vacancies)

There will be further changes in Non-Executive Board membership in 2025. Public Appointments Scotland will recruit two Non-Executive Board members towards the end of 2024 to fill up-coming vacancies.

The following provides a description of the proposed staged approach to changes to Committee memberships throughout the year:

<p><b><u>With effect from 1 August 2024</u></b></p> <p><b>Finance, Resources and Performance Committee</b></p> <ul style="list-style-type: none"> <li>• Steve Walsh to become a member.</li> <li>• Ann Clark to discontinue membership.</li> </ul> <p><b>Clinical Governance Committee</b></p> <ul style="list-style-type: none"> <li>• Karen Leach to become a member.</li> <li>• Gaener Rodger to discontinue membership.</li> </ul> <p><b>Endowment Committee</b></p> <ul style="list-style-type: none"> <li>• Garret Corner to become a member.</li> <li>• Gaener Rodger to discontinue membership.</li> </ul> <p><b>Pharmacy Practices Committee</b></p> <ul style="list-style-type: none"> <li>• Garret Corner to become a member.</li> <li>• Karen Leach to become a member.</li> <li>• Gaener Rodger to discontinue membership.</li> </ul>
<p><b><u>With Effect from 1 October 2024</u></b></p> <p><b>Audit Committee</b></p> <ul style="list-style-type: none"> <li>• Gaener Rodger leaves the Board.</li> <li>• Garret Corner to cease Committee membership.</li> <li>• Susan Ringwood to move to Chair the Committee.</li> <li>• Emily Woolard to take up formal membership and the Vice Chair role.</li> <li>• Bert Donald to become a member.</li> </ul>

Gaener Rodger currently holds the position of Environment and Sustainability Champion. Gerry O’Brien has expressed an interest in taking on this role once Gaener leaves the Board.

Gaener Rodger has also acted as the Board’s Counter Fraud Champion in her capacity as Chair of Audit Committee. Scottish Government strategy to combat NHS fraud states that the Counter Fraud Champion explains that this position can be filled by either a senior executive reporting to the Chief Executive, or a Non-Executive Director such as the Chair of Audit Committee. Given the anticipated changes to the Audit Committee chair position over the coming months, Heledd Cooper has agreed to take over the Counter Fraud Champion role in the interim until a longer-term Committee Chair is in place. The role will revert to being undertaken by the Audit Committee Chair in due course.

The Board's representation on the Highland Community Planning Partnership Board is also proposed to change from Ann Clark to Sarah Compton Bishop with immediate effect.

There will be further revisions to Committee memberships in early 2025 addressing additional anticipated changes in the Board's make-up. The next report will propose a permanent Chair of Audit Committee and an appointment to fill an anticipated vacancy on Argyll and Bute IJB. It is expected that Public Appointment Scotland will have appointed two more Non-Executive Board Members by this time.

**Appendix 1** highlights the changes to Committee memberships listed in this report and indicates when they will take effect.

**Appendix 2** shows the remaining appointments to groups etc. which remain unchanged.

## 2.4 Proposed level of Assurance

This report proposes the following level of assurance:

Substantial	<input checked="" type="checkbox"/>	Moderate	<input type="checkbox"/>
Limited	<input type="checkbox"/>	None	<input type="checkbox"/>

## 3 Impact Analysis

### 3.1 Quality/ Patient Care

### 3.2 Workforce

### 3.3 Financial

The provision of robust governance arrangements is key to NHS Highland delivering on its key objectives and to improving workforce, clinical and financial governance.

### 3.4 Risk Assessment/Management

A risk assessment has not been carried out for this paper.

### 3.5 Data Protection

N/A

### 3.6 Equality and Diversity, including health inequalities

There are no equality or diversity implications arising from this paper. However, it is hoped that the proposals will enable a more diverse range of skills and experience are directed to our Governance Committees.

### 3.7 Other impacts

No other impacts

### 3.8 Communication, involvement, engagement and consultation

The proposals in the recommendation have been discussed and agreed with all the Non-Executive Board members involved.

### 3.9 Route to the Meeting

The subject of this report has been shared with the relevant Non-Executive Board members.

## 4 Recommendation

The Board is asked to **agree**:

- the changes to Committee memberships designed to take effect from 1 August and 1 October 2024

- b) to appoint Gerry O'Brien as the Board's Environment and Sustainability Champion from 1 October 2024,
- c) to appoint Heledd Cooper as the Board's Counter Fraud Champion from 1 October 2024 for an interim period until a longer-term Audit Committee Chair is in place, and
- d) that Sarah Compton Bishop replace Ann Clark on the Highland Community Planning Partnership Board with immediate effect.

**4.1 List of appendices**

The following appendices are included with this report:

- Appendix 1 Committee membership changes shown highlighted
- Appendix 2 Other Board appointments which remain unchanged.

**Names added**   **Names removed**

**Changes to Committee Memberships from 1 August 2024**

Committee	Changed Membership
<b>Finance, Performance and Resources Committee</b>  <b>Five non-Executives</b>	<ul style="list-style-type: none"> <li>• Alex Anderson - Chair</li> <li>• Graham Bell - V Chair</li> <li>• Gerry O'Brien</li> <li>• Garrett Corner</li> <li><del>• Ann Clark</del></li> <li>• <b>Steve Walsh</b></li> <li>•</li> </ul>
<b>Clinical Governance Committee</b>  <b>Four non-Executives</b>  <b><u>And</u> Chair ACF</b>	<ul style="list-style-type: none"> <li>• Alasdair Christie – Chair</li> <li>• Joanne McCoy – V Chair</li> <li><del>• Gaener Rodger</del></li> <li>• <b>Karen Leach</b></li> <li>• Muriel Cockburn</li> <li>• Catriona Sinclair, ACF Chair</li> </ul>
<b>Endowment Funds Committee</b>  <b>Five non-Executives</b>	<ul style="list-style-type: none"> <li>• Philip MacRae - Chair</li> <li>• Elspeth Caithness (Employee Director)</li> <li>• Joanne McCoy</li> <li>• Alasdair Christie</li> <li>• <b>Garret Corner</b></li> <li><del>• Gaener Rodger</del></li> <li>•</li> </ul>
<b>Pharmacy Practices Committee</b> <b>At least two trained Non-Executives</b>	<ul style="list-style-type: none"> <li>• Ann Clark (Chair)</li> <li>• Susan Ringwood</li> <li>• Joane McCoy</li> <li>• <b>Garret Corner</b></li> <li>• <b>Karen Leach</b></li> <li><del>• Gaener Rodger</del></li> </ul>

**Changes to Committee Membership from 1 October 2024**

Committee	Changed Membership
<b>Audit Committee</b>  <b>Five non-Executives</b>	<ul style="list-style-type: none"> <li><del>• Gaener Rodger – Chair</del></li> <li>• Susan Ringwood - <b>Chair</b></li> <li>• Emily Woolard <b>V Chair</b></li> <li>• Alasdair Christie</li> <li>• Alex Anderson</li> <li><del>• Garret Corner</del></li> <li>• <b>Bert Donald</b></li> </ul>

**Change to Community Planning Partnership Board with immediate effect**

<b>Highland Community Planning Board</b>	<del>Ann Clark</del> <b>Sarah Compton Bishop</b>
--	---

**Memberships of other Committees etc. remaining unchanged.**

Committee	Current Membership
<b>HHSCC</b>  <b>Five non-Executives</b>  <b><i>including</i> The Highland Council nominated appointee to the Board</b>	<ul style="list-style-type: none"> <li>• Gerry O'Brien - Chair</li> <li>• Philip MacRae - V Chair</li> <li>• Ann Clark</li> <li>• Joanne McCoy</li> <li>• Muriel Cockburn</li> </ul>
<b>Staff Governance Committee</b>  <b>Four non-Executives</b>  <b><i>And</i> Employee Director</b>	<ul style="list-style-type: none"> <li>• Ann Clark – Chair</li> <li>• Philip MacRae – V Chair</li> <li>• Bert Donald</li> <li>• Steve Walsh</li> <li>• Elspeth Caithness (Employee Director)</li> </ul>
<b>Remuneration Committee</b>  <b>Five non-Executives <i>including</i> Board Chair, Vice Chair and Employee Director</b>	<ul style="list-style-type: none"> <li>• Ann Clark - Chair</li> <li>• Bert Donald - V Chair</li> <li>• Sarah Compton Bishop</li> <li>• Gerry O'Brien</li> <li>• Elspeth Caithness (Employee Director)</li> </ul>

**Highland Health and Social Care Partnership Joint Monitoring Committee**

<ul style="list-style-type: none"> <li>• Four Non-Executive Directors</li>   <li>• <b>Director of Finance</b></li> <li>• <b>A registered medical practitioner</b> whose name is included in the list of primary medical services performers prepared by the Health Board;</li> <li>• <b>A registered nurse</b> who is employed by the Health Board or by a person or body with which the Health Board has entered into a general medical services contract;</li> <li>• <b>A registered medical practitioner</b> employed by the Health Board <b>and not providing primary medical services</b>;</li> <li>• <b>Staff representative</b></li> <li>• <b>Chief Executive</b></li> <li>• <b>Chief Officer</b></li> </ul>	<ul style="list-style-type: none"> <li>• Sarah Compton Bishop (Co-Chair)</li> <li>• Ann Clark</li> <li>• Gerry O'Brien</li> <li>• Alex Anderson</li>   <li>• Heledd Cooper</li> <li>• Tim Allison</li>   <li>• Louise Bussell</li>   <li>• Tim Allison</li>   <li>• Elspeth Caithness</li> <li>• Fiona Davies</li> <li>• Pam Cremin</li> </ul>
---	--

**Memberships of other Groups etc.**

The Highland Council Health, Social Care and Wellbeing Committee	<ul style="list-style-type: none"> <li>• Tim Allison</li> <li>• Louise Bussell</li> </ul>
--	---

<p><b>Highland Community Planning Partnership</b></p> <p>Core membership as described in the ToR: One Non-Executive Board Member, Chief Executive, Director of Public Health</p> <p><b>Public Protection Chief Officers Group</b></p> <p>Chief Executive of NHS Highland Director of Nursing</p>	<ul style="list-style-type: none"> <li>• Ann Clark</li> <li>• Fiona Davies</li> <li>• Tim Allison</li> </ul> <ul style="list-style-type: none"> <li>• Fiona Davies</li> <li>• Louise Bussell</li> </ul>
--	--

<b>Mid Ross Local Community Partnership</b>	<ul style="list-style-type: none"> <li>• Philip MacRae</li> </ul>
<b>Badenoch &amp; Strathspey Local Cty Partnership</b>	<ul style="list-style-type: none"> <li>• Boyd Peters</li> </ul>
<p><b>Argyll and Bute Community Planning Board</b></p> <p><b>A&amp;B Public Protection Chief Officers Group</b></p>	<ul style="list-style-type: none"> <li>• Evan Beswick as CO IJB</li> <li>• Alison McGrory, Public Health</li> <li>• Graham Bell</li> </ul> <ul style="list-style-type: none"> <li>• Evan Beswick</li> <li>• Liz Higgins Assoc Nurse Director</li> <li>• Jillian Torrens, Head Adult Services</li> <li>• John Owen Public Health</li> </ul>

### Operational Groups

Caithness Redesign Project Board	<ul style="list-style-type: none"> <li>• Alex Anderson</li> <li>• Ann Clark</li> </ul>
Lochaber Redesign Project Board	<ul style="list-style-type: none"> <li>• Gerry O'Brien</li> <li>• Graham Bell</li> </ul>

The Board has previously agreed the following additional payments:

<b>Position</b>	<b>Additional payment</b>
Board Vice Chair	4 extra days per month
Chair Highland Health & Social Care Committee	3 extra days per month
Chair/Vice Chair of Argyll and Bute IJB	3 extra days per month
Chairs of the following Governance Committees: <ul style="list-style-type: none"> <li>• Audit</li> <li>• Clinical Governance</li> <li>• Staff Governance</li> <li>• Finance, Resources and Performance</li> </ul>	1 extra day per month each

Where a Non-Executive Director undertakes more than one role, only one additional payment would be made, however the payment would be at the higher rate if there was any discrepancy.

### Membership of Committees of Argyll and Bute IJB

Board members also sit on several Groups and Committees associated with the IJB.

The Argyll and Bute IJB holds development sessions on alternate months to their formal business meetings, and Board Non-Executives hold the following positions on IJB Committees:

	<b>Audit and Risk Committee</b>	<b>Strategic Planning Group</b>	<b>Clinical &amp; Care Governance Committee</b>	<b>Finance and Policy Committee</b>	<b>Argyll and Bute Community Planning Partnership</b>
<b>Graham Bell</b>			Chair	Member	Representative of the IJB
<b>Susan Ringwood</b>	Vice Chair				
<b>Karen Leach</b>		Member	Member	Member	
<b>Emily Woolard</b>	Member				