

**NHS 24  
BOARD MEETING**

**02 MARCH 2023  
ITEM NO 12.5a  
FOR ASSURANCE**

**Approved Minutes of the Integrated Governance Committee Meeting held on  
8 June 2022 at 3.00pm via Microsoft Teams**

**Minutes of the Meeting of the  
NHS 24 Integrated Governance Committee  
held on Wednesday 8 June 2022 at 3.00pm  
via Microsoft Teams**

**PRESENT**

Dr Martin Cheyne (in the Chair)

Mr Mike McCormick (Vice Chair)	Ms Carol Gillie
Mr Jim Miller	Mr John Gebbie
Mr Martin Togneri	Mr Alan Webb

**IN ATTENDANCE**

Mrs Geraldine Mathew	..	Board Secretary (Minute)
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		ACTION BY
<b>01.</b>	<b>WELCOME, APOLOGIES AND INTRODUCTIONS</b>	
	The Chair welcomed members present to the first meeting of the Integrated Governance Committee of 2022. There were no apologies.  <b>NOTED</b>	
<b>02.</b>	<b>DECLARATIONS OF INTEREST</b>	
	The Chair invited members to declare any interests in any of the items being discussed. There were no declarations made.  <b>NOTED</b>	
<b>03.</b>	<b>MINUTES OF PREVIOUS MEETING HELD 30 NOVEMBER 2021</b>	
	The Committee considered the minute of the previous meeting held on 30 November 2021 [Paper No. IGC(M)21/02] and were content to approve the minute, subject to the following amendment:  Item 08, Deep Dives, 3 <sup>rd</sup> paragraph	

		ACTION BY
	<p>Following discussion, it was agreed that future “deep dive” would be undertaken through the Board workshop schedule, rather than within individual Committees, to enable sharing lessons learned from these sessions, <b>where these matters were pertinent to the full Board. This would not preclude Committees from undertaking exploration of key topics specifically related to the Committee, where the Committee felt that additional scrutiny and assurance was required.</b></p> <p><b>APPROVED</b></p>	
<b>04.</b>	<b>MATTERS ARISING</b>	
<b>a)</b>	<b>ROLLING ACTIONS LOG</b>	
	<p>The Committee considered the Rolling Actions Log and were content to accept the recommendation that 7 actions were closed. In addition, the Committee discussed the following actions:</p> <p><u>Action No. 13 – Staff Governance – Mandatory Clinical Training Paper</u> The Committee noted that further action was required to ensure visibility of the Mandatory Clinical Training paper by the Clinical Governance Committee. Mr Alan Webb, Chair of the Staff Governance Committee, assured members that the outcome of the model would be shared with all governance Committees, however he highlighted the importance of receiving assurance from the Clinical Governance Committee regarding the clinical aspects of the model.</p> <p>Dr Cheyne encouraged all Non-Executive Board members to ensure that they complete all mandatory training modules.</p> <p><u>Action No. 16 – Board Workshop Agendas</u> Dr Cheyne noted that this action would be addressed with the Board Secretary.</p> <p><b>NOTED</b></p>	
<b>05.</b>	<b>BOARD AND COMMITTEE WORKPLANS 2022/23</b>	
	<p>The Committee considered the paper ‘Board and Committee Workplans 2022/23’. Several areas were discussed including duplication of clinical governance related matters and sequencing of the Committees and Board cycle and information flows. Additionally, duplication of specific reports was discussed including the Procurement Report; Information Governance Report; and the Change Portfolio Report, and it was suggested that a column be included in the Workplan to indicate the lens with which individual reports would be considered. Furthermore, this could be reflected in the paper being presented to each Committee.</p> <p>The Committee noted that the Staff Governance Committee Workplan had recently been reviewed by the Committee and further amendment had been made to the workplan since this was presented to and approved by the Board in April. The Board and Committee Workplan would be updated to include the revised version of the Staff Governance Committee Workplan.</p> <p><b>NOTED</b></p>	<b>Board Secretary</b>
<b>06.</b>	<b>REVIEW OF COMMITTEE TERMS OF REFERENCE</b>	
	<p>The Committee considered the paper ‘Review of Committee Terms of Reference’ and were content to approve the minor amendments proposed. Discussion took place regarding the membership of the Integrated Governance Committee, specifically in relation to the Chair of the Remuneration Committee. Dr Cheyne explained that this had been a historical arrangement, due to three Non-Executive Board members completing their tenure. In order to ensure consistency of experience within the Committee at that time, the Chair of the Remuneration</p>	<b>Board Secretary</b>

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		<b>ACTION BY</b>
	<p>Committee was asked to join the Committee. As such, it was proposed that the Chair of the Remuneration Committee be removed from the membership section of the Terms of Reference. The Committee were content to approve this amendment.</p> <p><b>APPROVED</b></p>	
<b>07.</b>	<b>COMMITTEE ANNUAL REPORT 2021/22 (APPROVED ELECTRONICALLY)</b>	
	<p>The Committee considered the paper 'Integrated Governance Committee Annual Report 2021/22' which was presented for homologation, following circulation for virtual approval on 17 May 2022. The Committee were content to formally note approval of the Annual Report for submission to the Board, subject to the following amendment:</p> <p><i>Mr Martin Togneri          Chair, Remuneration Committee (until 31 August 2021)</i> <i>   Chair, Clinical Governance Committee (from 1 September 2021)</i></p> <p><b>APPROVED</b></p>	
<b>08.</b>	<b>AOB</b>	
	<p>There was no other business raised.</p> <p><b>NOTED</b></p>	
<b>09.</b>	<b>KEY HIGHLIGHTS TO THE BOARD</b>	
	<p>The Chair noted the following matters would be highlighted to the Board:</p> <p><u>Board and Committee Workplan 2022/23</u></p> <ul style="list-style-type: none"> <li>• Amendment of the Staff Governance Committee Workplan following review and agreement at the Staff Governance Committee meeting of 12 May 2022.</li> <li>• Clarification that exploration of specific matters relevant to individual Committees may be undertaken by the Committee if a greater degree of assurance was required.</li> <li>• Deep dives of specific topics relevant to the full Board would be undertaken via the Board Workshop, where consideration could be given to topics from a strategic perspective.</li> </ul> <p><u>Integrated Governance Committee Terms of Reference</u></p> <ul style="list-style-type: none"> <li>• Approval of minor amendments proposed, and amendment to the membership section of the Terms of Reference to remove the Chair of Remuneration Committee.</li> </ul> <p><u>Integrated Governance Committee Annual Report 2021/22</u></p> <ul style="list-style-type: none"> <li>• The Committee were content to formally note approval of the Annual Report for submission to the Board, subject to a minor amendment to the membership section.</li> </ul>	
<b>10.</b>	<b>DATE AND TIME OF NEXT SCHEDULED MEETING</b>	
	Tuesday 6 December 2022, at 10.00am, via MS Teams	