

**NHS 24
BOARD MEETING
28 AUGUST 2025
ITEM NO. 13.1
FOR APPROVAL**

BOARD AND COMMITTEE COMPOSITION UPDATE – OCTOBER 2025

Executive Sponsor:

Mr John Gebbie, Director of Finance

Lead Officer/Author:

Ms Geraldine Mathew, Board Secretary

Action Required:

The NHS 24 Board is asked to review and approve the updated Board and Committee Composition, effective from 1 October 2025.

Key Points for the Board/Committee to consider:

Following the acceptance of the resignation of Mr Alan Webb, Non-Executive Director and Vice Chair of the NHS 24 Board, by the Cabinet Secretary, amendments to the Board and Committee Composition are proposed as follows:

- Mr Martin Togneri will take up the role of Interim Vice Chair, effective from 1 October 2025, until the end of his term of office, on 31 March 2026, pending approval by Scottish Government. A competitive process to appoint to the role of Board Vice Chair will be undertaken in early 2026.
- Ms Anne Gibson will assume the role of Chair of the Staff Governance Committee, effective from 1 October 2025.

In addition, other amendments are proposed as follows:

- Ms Abeer Macintyre will resume full membership of the Audit & Risk Committee, effective from 28 August 2025.
- Mr Patrick Rafferty has been appointed to the NHS 24 Board as Director of Nursing & Care, effective from 4 August 2025.

Other amendments are outlined in section 1.1.

Governance process:

This paper was presented to the Executive Management Team virtually for awareness, as part of the agreed governance process.

Strategic alignment and link to overarching NHS Scotland priorities and strategies:

This paper aligns with the principles of the Blueprint for Good Governance.

Strategic alignment and link to Corporate Delivery Plan activity:

The Board and Committee Composition provides assurance for continuous Board Leadership and scrutiny to support the delivery of the Board's Strategic Objectives, and all activities outlined within the Corporate Delivery Plan.

Key Risks:

There are no key risks associated with this process.

Financial Implications:

There are no financial implications associated with this process.

Equality and Diversity:

To support the ongoing commitment to equality and diversity, and to ensure the Board reflects a breadth of perspectives, a Board Skills and Equality, Diversity and Inclusion (EDI) audit was conducted in 2024 as part of the Governance Improvement Action Plan. This proactive review was designed to identify any existing gaps in skills, experience, and representation, to inform targeted actions when undertaking future recruitment of Non-Executive Directors, with the aim of further strengthening the Board's capacity to lead inclusively and effectively.

1. RECOMMENDATION

1.1 The NHS 24 Board is asked to approve the updated Board and Committee Composition, effective from 1 October 2025, following the amendments and updates outlined below.

1.2 Interim Vice Chair Role

Mr Martin Togneri will take up the role of Interim Vice Chair of the NHS 24 Board, pending approval by Scottish Government, until the end of his tenure on 31 March 2026. A competitive process will be undertaken in early 2026 to appoint to the Vice Chair role from 1 April 2026.

1.3 Chair of Staff Governance Committee

Ms Anne Gibson will assume the role of Chair of the Committee, effective from 1 October 2025. Ms Gibson, as Chair of the Committee, also becomes a member of the Remuneration Committee, and the Integrated Governance Committee.

1.4 Mr Patrick Rafferty, Director of Nursing & Care

Following the retiral of Mr Andrew Moore on 31 July 2025, Mr Patrick Rafferty has been appointed to the role of Director of Nursing & Care, effective from 4 August 2025.

1.5 Dr Ronald Cook, Medical Director

Following the retiral of Mr Andrew Moore, Dr Cook has assumed the role of Executive Lead of Clinical Governance Committee, effective from 1 August 2025.

1.6 Ms Marnie Westwood, Interim Associate Director of Workforce

Following resignation of Ms Victoria Knox, Ms Westwood has been appointed as Interim Associate Director of Workforce, effective from 7 July 2025.

1.7 Ms Abeer Macintyre

Following discussions with both the Board Chair and the Chair of the Audit & Risk Committee, it is proposed that Ms Abeer Macintyre resumes full membership of the Audit & Risk Committee, effective from 28 August 2025.

2. TIMING

2.1 Changes highlighted are effective as of 1 October 2025, unless otherwise stated.

3. BACKGROUND

3.1 As outlined in the Corporate Governance Framework, the NHS 24 Board is responsible for approval of Standing Governance Committee membership and is required to review and approve this on a regular basis, at least annually.

4. ENGAGEMENT

4.1 The NHS 24 Board Chair, the Chief Executive Officer, the Board Vice Chair, the Committee Chairs, Non-Executive Directors, and the Board Secretary have been involved in the process of reviewing and updating the Board and Committee Composition.

5. FINANCIAL IMPLICATIONS

5.1 There are no financial implications associated with this process.

6. MEASURABLE BENEFITS

- 6.1 Regular reviews of the Board and Committee Composition ensures that all Committees are supported with appropriate membership to facilitate scrutiny, challenge and effective decision-making.

7. NEXT STEPS

- 7.1 Further updates will be provided to the NHS 24 Board as required.



BOARD & STANDING COMMITTEE COMPOSITION – at 1 October 2025

NHS 24 Board

Members

Dr Martin Cheyne, Board Chair
Martin Togneri, Non-Executive Director and Interim Board Vice Chair
Anne Gibson, Non-Executive Director
Carol Gillie, Non-Executive Director
David Howe, Non-Executive Director
Liz Mallinson, Non-Executive Director
Abeer Macintyre, Non-Executive Director
Kenny Woods, Non-Executive Director (Employee Director)
Amina Khan, Non-Executive Director
Jim Miller, Chief Executive
Patrick Rafferty, Director of Nursing and Care
John Gebbie, Director of Finance
Dr Ron Cook, Medical Director

Attendees

Suzy Aspley, Chief Communications Officer
Ann-Marie Gallacher, Chief Information Officer
Dr Jacqui Hepburn, Deputy Chief Executive and Director of Workforce
Stephanie Phillips, Director of Transformation, Strategy, Planning and Performance
Joanne Edwards, Director of Service Delivery
Geraldine Mathew, Board Secretary

Administration

Lead Executive: Jim Miller
Lead Officer: John Gebbie
Secretariat: Board Secretary

Quorum

Six Members (Four Non-Executive Members and two Executive Directors)

Audit and Risk Committee

Members

Carol Gillie, Non-Executive Director - Chair
Amina Khan, Non-Executive Director – Vice Chair
Martin Togneri, Non-Executive Director
David Howe, Non-Executive Director
Abeer Macintyre, Non-Executive Director

Attendees

Dr Martin Cheyne, Board Chair
Jim Miller, Chief Executive
John Gebbie, Director of Finance
Ann Marie Gallacher, Chief Information Officer
Damien Snedden, Deputy Director of Finance
Mary-Jane Mitchell, Partnership Forum Nominated Staff Representative
Linda Robertson, Head of Risk
Joanne Edwards, Director of Service Delivery
Geraldine Mathew, Board Secretary
Representative from Azets, Internal Auditor
Representative from Deloitte, External Auditor

Administration

Lead Executive: John Gebbie
Lead Officer: Damien Snedden
Secretariat: Yvonne Kerr

Quorum

Three Non-Executive Members

Clinical Governance Committee

Members

Martin Togneri, Non-Executive Director - Chair
Anne Gibson, Non-Executive Director – Vice Chair
Abeer Macintyre, Non-Executive Director
Liz Mallinson, Non-Executive Director
Dr Martin Cheyne, Board Chair

Attendees

Jim Miller, Chief Executive
Patrick Rafferty, Director of Nursing and Care
Dr Ron Cook, Medical Director
John Gebbie, Director of Finance
Stephanie Phillips, Director of Transformation, Strategy, Planning and Performance
John McAnaw, Associate Clinical Director
Jennifer Rodgers, Clinical Lead for Dentistry
Dawn Orr, Associate Director of Nursing & Care
Martin McGregor, Partnership Forum Nominated Staff Representative
Linda Robertson, Head of Risk
Laura Neil, Lead AHP/Interim Head of Clinical Governance and Quality Improvement
Joanne Edwards, Director of Service Delivery
Geraldine Mathew, Board Secretary

Administration

Lead Executive: Ron Cook

Lead Officer: Dawn Orr

Secretariat: Ann Campbell

Quorum

Three Non-Executive Members

Planning & Performance Committee

Members

David Howe, Non-Executive Director - Chair
Anne Gibson, Non-Executive Director
Carol Gillie, Non-Executive Director
Dr Martin Cheyne, Board Chair

Attendees

Jim Miller, Chief Executive
John Gebbie, Director of Finance
Dr Ron Cook, Medical Director
Ann Marie Gallacher, Chief Information Officer
Stephanie Phillips, Director of Transformation, Strategy, Planning and Performance
Joanne Edwards, Director of Service Delivery
Dr Jacqui Hepburn, Deputy Chief Executive and Director of Workforce
Suzy Aspley, Chief Communications Officer
Damien Snedden, Deputy Director of Finance
Linda Robertson, Head of Risk
Sanny Gibson, Head of Information Governance & Security
Lynne Kane, Head of Estates and Facilities
Joseph Markey, Staff Side Representative
Geraldine Mathew, Board Secretary
Procurement Manager (SAS) – attends 2 meetings per year (from 1 June 2020)

Administration

Lead Executive: Stephanie Phillips
Lead Officer: Stephanie Phillips
Secretariat: Tracy McMillan

Quorum

Three Non-Executive Members

Staff Governance Committee

Members

Anne Gibson, Non-Executive Director, and Chair
Kenny Woods, Non-Executive Director, Vice Chair (Employee Director)
Liz Mallinson, Non-Executive Director
Amina Khan, Non-Executive Director
Dr Martin Cheyne, Board Chair

Attendees

Jim Miller, Chief Executive
Patrick Rafferty, Director of Nursing and Care
John Gebbie, Director of Finance
Stephanie Phillips, Director of Transformation, Strategy, Planning and Performance
Joanne Edwards, Director of Service Delivery
Dr Jacqui Hepburn, Deputy Chief Executive and Director of Workforce
Marnie Westwood, Interim Associate Director of Workforce
Suzy Aspley, Chief Communications Officer
Louise Gordon, Head of Employee Relations
Vacancy, Head of Resourcing and Planning
Fiona MacAulay, Head of Organisational Development, Leadership, and Learning
Fred McCosh, Partnership Forum Nominated Staff Representative
Martin MacGregor, Partnership Forum Nominated Staff Representative
Geraldine Mathew, Board Secretary

Administration

Lead Executive: Dr Jacqui Hepburn
Lead Officer: N/A
Secretariat: Chantal Robinson

Quorum

Three Non-Executive Members

Remuneration Committee

Members

Liz Mallinson, Non-Executive Director - Chair
Dr Martin Cheyne, Board Chair
Kenny Woods, Non-Executive Director
Anne Gibson, Non-Executive Director
Amina Khan, Non-Executive Director

Attendees

Jim Miller, Chief Executive
Dr Jacqui Hepburn, Deputy Chief Executive and Director of Workforce
Geraldine Mathew, Board Secretary

Administration

Lead Executive: Jim Miller
Lead Officer: Dr Jacqui Hepburn
Secretariat: Board Secretary

Quorum

Three Non-Executive Members

Integrated Governance Committee

Members

Dr Martin Cheyne, Board Chair
Anne Gibson, Non-Executive Director
David Howe, Non-Executive Director
Martin Togneri, Non-Executive Director
Carol Gillie, Non-Executive Director

Attendees

Jim Miller, Chief Executive
John Gebbie, Director of Finance
Geraldine Mathew, Board Secretary

Administration

Lead Executive: Jim Miller
Minutes: Board Secretary

Quorum

Three Non-Executive Members