

Strengthened Governance at Kingston Hospital NHS Foundation Trust

Trust Board	Item: 23
Date: 7th February 2018	Enclosure: S
Purpose of the Report: To note the enhanced governance mechanisms to be introduced with effect from April 2018, as agreed by the joint Board/CoG Working Party and reported to the Council of Governors on 25 th January 2018.	
For: Information <input checked="" type="checkbox"/> Assurance <input type="checkbox"/> Discussion and input <input type="checkbox"/> Decision/approval <input type="checkbox"/>	
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Risk Implications – Link to Assurance Framework or Corporate Risk Register:	N/A
Legal / Regulatory / Reputation Implications:	N/A
Link to Relevant CQC Domain: Safe <input type="checkbox"/> Effective <input type="checkbox"/> Caring <input type="checkbox"/> Responsive <input type="checkbox"/> Well Led <input checked="" type="checkbox"/>	
Link to Relevant Corporate Objective:	All
Document Previously Considered By:	Joint Board/CoG Working Party
Recommendations: The Board is asked to note the enhanced governance mechanisms to be introduced and the timetable for evaluation of impact.	

Strengthening Governance at Kingston Hospital NHS Foundation Trust

Conclusions from meetings of the joint Board/COG Working Party

Introduction

1. This report sets out the enhanced governance mechanisms to be adopted following discussion at meetings of a joint Board/CoG Working Party. The objectives of the Working Party were to:
 - assist the Board and the Council of Governors to clarify their respective responsibilities in delivering effective governance.
 - identify lessons from other Trusts about how Executives, NEDs and Governors work together to provide effective governance.
 - develop recommendations, ensuring that these match expectations of the regulators and are in line with best practice for corporate governance.
2. It was agreed to review after a year in operation whether the enhanced mechanisms have fulfilled the objectives of the Joint Working Party. The timeline for review is shown in paragraph 10 for information.
3. The Board is asked to note the content of this report.

Enhanced mechanisms to be adopted

4. Change the structure of quarterly COG meeting agendas in order to provide much more information on assurance from NEDs in support of the Governors' duty to hold NEDs to account for the performance of the Board.

Proposed agenda:

- a. *Chief Executive's report on overall performance, current risks and priorities*
- b. *Single strategic items as required*
- c. *Governor committee reports outlining assurance received from NEDs*

Executives leave the meeting and COG enters a private session with NEDs to give opportunity for COG to explore what assurance NEDs have obtained, the triangulation that NEDs have developed and an overview of the operational efficacy of the Board.

- d. *NED presentation (2-3 NEDs each meeting) outlining assurance received on specific matters, perception on risks and priorities.*

5. Increase communication between NEDs/COG by holding two sessions per year to share collective assurance.
6. Provide greater opportunity for discussion between NEDs and Governors around Trust Board meetings including creating an opportunity for immediate feedback and observations on the Part 1 meeting just finished, and to raise any question pertaining to the Part 2 Agenda to follow, by having 45 minutes working lunch for NEDs/Governors between Public and Private sessions.
7. Provide greater transparency on private discussions of the Trust Board and Committees by circulating agendas for all Board Committee (except Remuneration Committee) and Part 2 Board meetings to all governors in confidence and in advance of the meetings.

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8. Expand the summary report to the Public meeting on matters discussed in private since the last meeting, so that it identifies more clearly what assurance has been obtained and how the mechanism of the Board has operated for the items discussed.
9. The Chair and Lead Governor will together consider the best and most secure process for Governor access to redacted Part 2 Board minutes as a further assurance mechanism.

Evaluation

10.

Timetable for Implementation and Review	
April 2018 - April 2019	Implementation of enhanced mechanisms
May 2019	Survey of views of members of the Trust Board and the Council of Governors.
June 2019	Single meeting of the Joint Working Party
July 2019	Report and recommendations to the Council of Governors