

Report to the May 2011 board of Directors

Subject	Openness and Transparency – Role and Contribution of the Board of Directors
Supporting TEG Member	Neil Riley
Author	Neil Riley
Status¹	A

PURPOSE OF THE REPORT

To request approval from the Board for revised working arrangements for the working of the Board and its committees

KEY POINTS

There is an increasing emphasis on openness and transparency across the public sector as a whole. The Trust currently responds to requests concerning the work of the Board in an ad hoc fashion as requests are made under the Freedom of Information Act.

It is proposed to adopt a stance in which the Board Agenda/Minutes and Papers are public facing documents routinely placed on the Trust’s Internet Site following formal approval of the Minutes at the next meeting of the Board. This raises a number of challenges which are addressed in the attached report.

In reporting the Trust’s financial position, the principles of being open, clear and factual will be applied. However, there are particular challenges as there are three different measures of financial performance:

- Variance against budget.
- Variance against plan.
- Actual Income and Expenditure Position.

It is proposed, therefore, that the reporting arrangements should be as outlined in the attached report.

IMPLICATIONS²

Achieve Clinical Excellence	
Be Patient Focused	
Engaged Staff	

RECOMMENDATIONS

The Board is requested to **APPROVE** the proposals detailed in the attached report .

APPROVAL PROCESS

Meeting	Presented	Approved	Date
TEG Business Meeting	4 May 2011	4 May 2011	

¹ Status: A = Approval
 A* = Approval & Requiring Board Approval
 D = Debate
 N = Note

² Against the three pillars (aims) of the STH Corporate Strategy 2008-2012

OPENNESS AND TRANSPARENCY – ROLE AND CONTRIBUTION OF THE BOARD OF DIRECTORS

1. Context

There is an increasing emphasis on openness and transparency across the public sector as a whole. This is an issue that commenced with the previous Government and has been accelerated by the current Government since its election.

2. Current Position

The Trust currently responds to requests concerning the work of the Board in an ad hoc fashion as requests are made under the Freedom of Information Act.

3. Developing Our Arrangements

It is proposed to adopt a stance in which the Board Agenda/Minutes and Papers are public facing documents routinely placed on the Trust's Internet Site following formal approval of the Minutes at the next meeting of the Board. This raises a number of challenges which may be addressed as follows:

- Preparation of Board Papers - In order to ensure that, at least in the early stages, of these revised arrangements that papers are appropriately prepared it is proposed that all papers for the Board must be submitted to the Trust Secretary no later than 3 working days prior to the deadline for Board papers being sent out. Papers will then be scrutinized by the Trust Secretary to ensure that they meet the spirit of openness and transparency in which Board papers are prepared and any necessary amendments will be proposed and agreed with the author within that 3 day period prior to Board papers going out.
- PowerPoint presentations – PowerPoint presentations which are made by Board members in support of Board papers will not be routinely included in the formal record of the Board i.e. they will not be attached to the minutes unless the author explicitly agrees that they wish to do so in conjunction with the Trust Secretary.
- Minutes of all Board Meetings and Committees will be recorded in a manner which is consistent with openness and transparency in the work of the Trust. The Trust Secretary will take the lead in ensuring that arrangements for doing so are in place particularly where the minute taker is from outside the CEO Office.
- The current review of Standing Orders will provide further advice for the Board on the arrangements for inviting visitors to the Board at the discretion of the Chairman.

In reporting the Trust's financial position, the principles of being open, clear and factual will be applied. Having said that, there are particular challenges as there are three different measures of financial performance:

- Variance against budget.
- Variance against plan.
- Actual Income and Expenditure Position.

It is proposed, therefore, that the reporting arrangements should be as follows. The Finance pack, distributed to Board members on a monthly basis, should include a summary of the

financial plan including contingencies and resulting month end position. The Chief Executive's report to the Board will continue to report variances against budget in order to maintain financial discipline throughout the Trust and as the year end approaches, any significant deployment of contingencies against the budget position will be identified in the Chief Executive's report.

In relation to the Governors' Council, all the above points will apply to the work of the Council although there is already a significant difference in that the Governors' Council is a meeting held in public whilst the Board of Directors is a meeting held in private and this paper is not proposing that the form or status of the Board meeting should change. However, many of the above points will represent good practice in ensuring that the Governors' Council also meets the requirement of openness and transparency in the work of the Trust.

4. **Conclusion**

The Board is requested to **APPROVE** the above proposals.

Neil Riley
Trust Secretary-10 May 2011