

Executive Summary

Report to the Board of Directors

Being Held on 29 March 2022

Subject	Non-Executive Director Responsibilities
Supporting TEG Member	Sandi Carman, Assistant Chief Executive
Author	Sandi Carman, Assistant Chief Executive
Status¹	Debate and Approve

PURPOSE OF THE REPORT

To consider the implementation of the [New Approach to Non-Executive Director Champion Roles](#) guidance and to seek approval for the changes required to the existing arrangements and to agree changes to the distribution of Non-Executive Directors (NEDs) on Board Committees.

KEY POINTS

The guidance sets out a new approach to ensuring board oversight of important issues by discharging the activities and responsibilities previously held by some Non-Executive Director (NED) Champion roles, through committee structures. It also describes which roles should be retained and provides further sources of information on each issue (Appendix B).

For completeness this paper also sets out the NED membership of Board level committees (Appendix A). Proposed changes to the existing arrangements are highlighted in the document.

Five Champion roles are defined as a recommended requirement and should be retained: Maternity Board Safety Champion, Wellbeing Guardian, Freedom to Speak Up, Doctors Disciplinary and Security Management. Each of these roles have a clear role description included in the guidance which once agreed will be introduced as an adjunct to the existing NED job description.

The guidance proposes that all other roles should be embedded in governance arrangements and aligned to committee structures where possible (Appendix C). Overall the new approach is recommended but not mandatory however this paper recommends that the guidance is adopted in full to create clarity to the NED Champion approach and support regulatory compliance.

Once the overall proposals in Appendix B and C are agreed, role descriptions will be implemented for the Champion roles and individual matters to be overseen by committees will be mapped to workplans and committee terms of reference to reflect any new responsibilities and respective reporting requirements.

Further consideration needs to be given to the roles of the NED membership of the Infection Control Committee, Organ Donation Committee and support for clinical excellence awards. Each of these roles will be reviewed and proposals discussed with all stakeholders.

It should be noted that in addition to the matters set out above all NEDs are involved in the following activities:

- Consultant Recruitment
- Disciplinary Panels
- Oversight of investigations of medical and dental staff according to the Conduct, Capability, Ill-health and Appeals Procedure
- Out and About Visits

IMPLICATIONS

Aim of the STHFT Corporate Strategy		
1	Deliver the Best Clinical Outcomes	✓
2	Provide Patient Centred Services	✓
3	Employ Caring and Cared for Staff	✓
4	Spend Public Money Wisely	✓
5	Deliver Excellent Research, Education & Innovation	✓
6	Create a Sustainable Organisation	✓

RECOMMENDATIONS

The Board of Directors is asked to:

- AGREE the implementation of the New Approach to Non-Executive Director Champion roles
- Discuss and APPROVE the proposed changes highlighted in Appendices A, B and C

APPROVAL PROCESS

Meeting	Date	Approved Y/N
Trust Executive Group	16/3/22	
Board of Directors	29/3/22	

Appendix A - NED Responsibilities and Committee Membership – Updated March 2022

	Board of Directors	BoD Nomination and Remuneration Committee	Audit Committee	Human Resources and OD Committee	Healthcare Governance Committee	Finance and Performance Committee
Annette Laban*	Chair	Chair		Attendee	Attendee	Attendee
Tony Buckham	Member	Member		Member Chair		Member (Chair WEF July 22)
Rosamond Roughton	Member	Member	Member		Chair	
Chris Newman	Member	Member			Member	Member
John O’Kane	Member	Member	Chair		Member	
Martin Temple	Member	Member		Member		Chair
Shiella Wright	Member	Member	Member	Chair (WEF April 22) Member		
Toni Schwarz	Member	Member	Member		Member	
Maggie Porteous	Member	Member		Member		Member

*In addition Annette Laban is a member of the Acute Federation Committee in Common and Chair of the Council of Governors.

Appendix B - Non-Executive Director Champion Roles

	Mandatory/Statutory Roles	Advisory/Local Roles
Tony Buckham	<ul style="list-style-type: none"> Freedom to Speak Up Wellbeing Guardian Senior Independent Director and Vice Chair 	<ul style="list-style-type: none"> IT Transformation (Time limited for EPR implementation) Overseas Development Opportunities Procurement Estates (All to be enacted through whole Board agenda items)
Chris Newman		
John O’Kane	<ul style="list-style-type: none"> Security Management 	<ul style="list-style-type: none"> Well Led Review (NHSI) (Enacted through Audit Committee agenda items) New business opportunities (Enacted through whole Board agenda items) Sheffield Hospitals Charity
Martin Temple		<ul style="list-style-type: none"> <i>Clinical Excellence Awards</i>
Shiella Wright	<ul style="list-style-type: none"> Doctors Disciplinary (new) 	<ul style="list-style-type: none"> <i>Organ Donation (Chair)</i> Mental Health Committee (Enacted through whole Board agenda items)
Ros Roughton	<ul style="list-style-type: none"> Maternity Board Safety Champion 	<ul style="list-style-type: none"> EPRR (Enacted through HCGC agenda items)
Toni Schwarz		<ul style="list-style-type: none"> Reviewing Deaths in Hospital (Enacted through HCGC agenda items)
Maggie Porteous	<ul style="list-style-type: none"> Freedom to Speak Up Wellbeing Guardian 	

Member of Infection Control Committee – to discuss

Appendix C - Matters that are overseen through committee structures

Each of the Committees has Non-Executive Director membership to enable effective scrutiny of the topic areas.

Title	Committee	Executive Lead
Hip fractures, falls and dementia	Healthcare Governance	Chris Morley and Jennifer Hill
Palliative and end of life care	Healthcare Governance	Jennifer Hill
Resuscitation	Healthcare Governance	Jennifer Hill
Learning from deaths	Healthcare Governance	Jennifer Hill
Health and safety	Healthcare Governance	Jennifer Hill
Safeguarding	Healthcare Governance	Chris Morley
Safety and risk	Healthcare Governance	Jennifer Hill
Lead for children and young people	Healthcare Governance	Chris Morley
Counter fraud	Audit Committee	Neil Priestley
Emergency preparedness	Healthcare Governance/Board	Michael Harper
Procurement	Finance and Performance	Neil Priestley
Cyber Security	Finance and Performance/Board	David Black
Security management – violence and aggression	Healthcare Governance	Chris Morley