

<b>Report to:</b>	Trust Board, August 2012
-------------------	--------------------------

<b>Title</b>	Board Committee structure and reporting
<b>Sponsor</b>	Chairman
<b>Author(s)</b>	Director of Risk & Compliance
<b>Purpose</b>	To ensure the Trust's governance arrangements are FT-ready.
<b>Previously considered at</b>	Board Development Day – April & July

<b>Executive Summary</b>
--------------------------

A board development programme of work is in progress as part of our FT application. Deloitte have reviewed the board committee structures and reporting arrangements through to Trust Committees and to the Board. Following a desk-top review of documentation and interviews, they have recommended a number of actions to improve arrangements. These were discussed at two Board Development sessions and involve streamlining arrangements to reduce duplication, to provide improved assurance around the scrutiny function of sub-committees. Some gaps in assurance are also addressed in these proposals

This report also includes some recommendations made during the Historical Due Diligence Phase 1 review by Grant Thornton and outstanding actions following the initial Board Governance Assurance Framework (BGAF) self-assessment, which will be externally validated by Ernst & Young later in the year as part of our FT authorisation process, including attendance at the Board and the appointment of a Senior Independent Director.

Proposed Terms of Reference for the Committees are attached. Chairs of the Committees are asked to ratify at the next meeting of their Committee

Allocation of NEDs to the Committees will be finalised following the appointment into the NED vacancy in September

Related SATH Objectives	SATH Sub-Objectives
D. Learning and Growth We will develop our staff and internal processes to sustain our ability to change & improve	D3. Develop responsibility and accountability and cooperate with each other

<b>Action required by the Trust Board</b>
-------------------------------------------

- **APPROVE** the proposed Committee structure and Terms of Reference
- **APPROVE/APPOINT** a Senior Independent Director
- **APPROVE** the proposed Higgs-compliant model for Board attendance
- **APPROVE** the draft Terms of reference for the FT Investment & Nominations Committees
- **APPROVE** the attached action plan
- **DISCUSS** operational arrangements for Estates and IT developments