

Cover Sheet

Council of Governors: Wednesday 18 January 2023

CoG2023.02

Title: **51TAppointed Governor Arrangements**

Status: **For Decision**

History: **New Paper**

Board Lead: **Trust Chair**

Author: **Neil Scotchmer, Head of Corporate Governance**

Confidential: **No**

Key Purpose: **Strategy**

Appointed Governor Arrangements

1. Purpose

- 1.1. This paper provides an update to the Council of Governors regarding the appointed governor roles on the Council.
- 1.2. It makes recommendations regarding the approach that might be taken to reviewing the stakeholders who are currently invited to nominate governors and how existing vacancies on the Council might be filled.

2. Background

- 2.1. The Trust's Constitution makes provision for eight nominated governors as follows:
 - a. Oxfordshire County Council, whose area includes the whole or part of an area being an area for a Public Constituency; and
 - b. University of Oxford
 - c. Oxford Brookes University;
 - d. Oxford Health NHS Foundation Trust;
 - e. Oxfordshire Clinical Commissioning Group or any future body that takes on the commissioning functions of the Clinical Commissioning Group;
 - f. Oxfordshire Local Medical Committee;
 - g. NHS England (Specialised Commissioning); and
 - h. Young People's Executive (YiPpEe), with the nominated Governor to be at least 16 years old.
- 2.2. The first two governors listed are required by statute whilst the remainder represent stakeholders that the Trust has chosen to include in its Constitution.
- 2.3. On its most recent revision of the Constitution the Trust also included a provision which allows that "one further governor may be appointed by another organisation, subject to that organisation being specified by the trust for the purposes of paragraph 9(7) of Schedule 7 to the 2006 Act."
- 2.4. Currently the Trust has appointed governors as outlined below:

Organisation	Governor(s)
NHS England	Vacant
Oxford Brookes University	Dr Astrid Schloerscheidt

Oxfordshire Local Medical Committee	Vacant
Oxford Health NHS Foundation Trust	Stuart Bell CBE
Oxfordshire Clinical Commissioning Group (or future commissioning body)	Vacant
Oxfordshire County Council	Cllr Tim Bearder
University of Oxford	Dr Helen Higham
Young People's Executive	Annabelle and Ishaan
Further Organisation	None specified

- 2.5. Gareth Kenworthy, who had acted as the nominated governor for Oxfordshire Clinical Commissioning Group, stood down from his role late in 2022 in the light of the new arrangements that came into place with the establishment of Integrated Care Systems as statutory bodies.
- 2.6. The nominated governor positions for NHSE and Oxfordshire LMC have both now been vacant for some time.
- 2.7. Oxfordshire County Council has recently confirmed that it is nominating Cllr Tim Bearder to take up its appointed governor position on the Council.

3. Next Steps

- 3.1. In the context of the new commissioning arrangements that are now in place it is proposed that the Integrated Care Board is invited to nominate an individual with an Oxfordshire place-based role to fill the vacancy previously occupied by Gareth Kenworthy.
- 3.2. Governors are asked to give high-level consideration to the most appropriate stakeholders to nominate appointed governors, giving consideration to those perspectives that might currently be underrepresented.
- 3.3. It is suggested that this discussion is used to inform consideration of this matter by the Remuneration, Nominations and Appointments Committee which will then bring back recommendations to the Council.
- 3.4. Governors should note that changes to the composition of the Council in relation to appointed governors beyond those allowed for in the outline provided above will require an amendment to the Constitution to be agreed by the Council of Governors and the Trust Board.

4. Recommendations

4.1. The Council of Governors is asked to:

- a) **Agree** that the BOB Integrated Care Board should be invited to nominate an appointed governor to join the Council of Governors as the natural successor to Oxfordshire CCG's commissioning role;
- b) **Discuss** the key stakeholders who might best complement the existing membership of the Council of Governors; and
- c) **Refer** consideration of any changes to be made to the stakeholders asked to nominate appointed governors to the Remuneration, Nominations and Appointments Committee to bring back recommendations to the Council.