Oxford University Hospitals NHS

NHS Foundation Trust

Trust Board Meeting in Public: Wednesday 13 January 2016

TB2016.17

Title	Interim review of effectiveness of the Trust Management Executive [TME]

Status	For discussion.
History	Follow up to the TME Report to the Trust Board in July 2015 in relation to the approval of TME terms of reference.

Board Lead	Eileen Walsh, Director of Assurance			
Key purpose	**Strategy**	**Assurance**	Policy	Performance

Executive Summary

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| 1. The Trust Management Executive (TME) is the executive decision making committee of the Trust and it is therefore important to ensure that it has a comprehensive picture of all business undertaken by the Trust. |
| 2. TME's Terms of Reference were reviewed and revised, for approval by the Trust Board at its meeting in July 2015. At that time, the Trust Board asked for an interim review of the effectiveness of the Committee to be undertaken and reported to the Trust Board at its meeting in January 2016. |
| 3. TME's Terms of Reference have since been amended, to reflect the appointment of Dr Bruno Holthof as Chief Executive, and Chair of TME, with effect from 6 October 2015. |
| 4. This report provides the summary results of a desk top review of the business conducted by the Committee over the period from April to November 2015, against its current Terms of Reference. The full results were presented to TME in its meeting held on 10 December 2015 and work is progressing further to enhance the workings of the Committee as a result of the report. |
| **Recommendations**

The Board is asked to:

• Note the report and the additional work to be undertaken by TME;

• Agree to correction of the drafting error, to clarify that TME's remit should be limited to the "approval of policies *relevant to* the delivery of external and internal governance and best practice requirements and compliance". |

1. **Introduction**

    1.1. The Trust Management Executive (TME) is the executive decision making committee of the Trust and it is therefore important to ensure that it has a comprehensive picture of all business undertaken by the Trust. . TME's Terms of Reference were reviewed and revised, for approval by the Trust Board at its meeting in July 2015. At that time, the Trust Board asked for an interim review of the effectiveness of the Committee to be undertaken and reported to the Trust Board at its meeting in January 2016.

    1.2. TME's Terms of Reference have since been amended, to reflect the appointment of Dr Bruno Holthof as Chief Executive, and Chair of TME, with effect from 6 October 2015.

    1.3. This report provides the summary results of a desk top review of the business conducted by the Committee over the period from April to November 2015, against its current terms of reference. The full results were presented to TME at its meeting on 10 December 2015 and work is progressing to further enhance the workings of the Committee as a result of the report.

2. **Monitor Well-led**

    2.1. It is planned to link the committee effectiveness work to a wider assessment of governance using the Monitor Well-led framework for governance reviews.

    2.2. Monitor's assessment of well-led focuses primarily at Board level, covering strategy and planning, capability and culture, process and structures and measurement. This complements the CQC's inspection approach which is designed to provide an independent reality check of patient experience at ward and service level to see whether the outcomes demonstrate that the board's policies are operating effectively.

    2.3. The diagram below provides an overview of the framework and the key questions included within it for information.

Figure 1. How the well-led framework for governance reviews fits together and the main areas for review
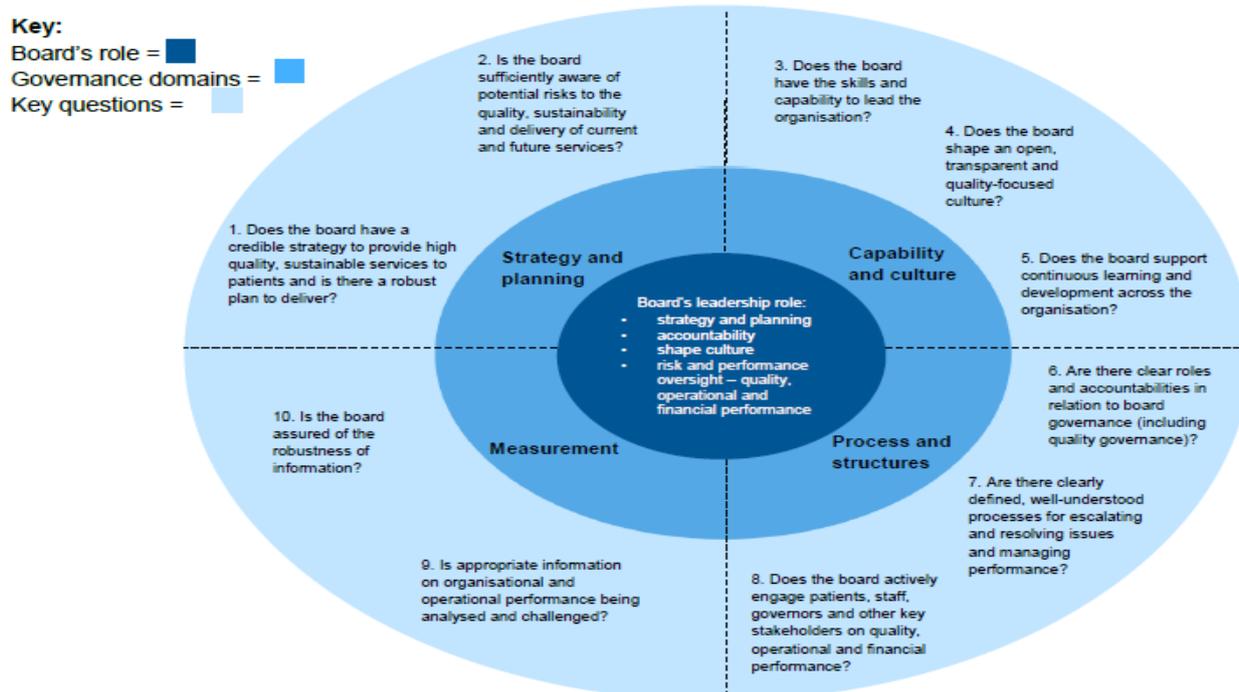
3. **Delivery against TME Terms of Reference**

3.1. The purpose of the TME is specified in its Terms of Reference (ToR). In summary, it is to:

- Provide the Board with assurance concerning all aspects of setting and delivering the strategic direction for the Trust, and its associated clinical strategies;
- Ensure that there is appropriate integration, connection and liaison between individual clinical services, between clinical and corporate functions and between strategic and operational matters;
- Support individual directors to deliver their delegated responsibilities by providing a forum for briefing and exchange of information;
- Assure the Board through consultation with appropriate other subcommittees as necessary that the structures, systems and processes are in place and functioning to support the Committee's work;
- Assure the Board that, where there are risks and issues related to the role of the Committee that may jeopardise the Trust's ability to deliver its objectives, these are being managed in a controlled way.

3.2. Since Dr Bruno Holthof took up post as Chief Executive in October 2015, the way in which the Committee conducts its business has been reviewed, to ensure that it meets its key objectives. In particular, the structure, composition and overall length of the agenda have been reformed, with the aim of ensuring that the opportunity is provided for genuine debate in relation to key matters. Each item on the agenda is designated for discussion, decision or information.

3.3. A review of agendas and papers over the past eight months of the current financial year identified that overall the Committee has delivered against its responsibilities as set out in section 6 of the Terms of Reference.

3.4. Areas in which it is suggested that further measures should be taken to enhance the workings of the Committee are outlined at Appendix 1, and these are being addressed by TME.

3.5. The review of the ToR did reveal a drafting error, which it was submitted should be corrected, to clarify that the TME's remit cannot realistically extend to include responsibility to "agree all policies – other than those retained by the Board"[1]. It was submitted that, to achieve the desired objective, TME's remit should be limited to the "approval of policies *relevant to* the delivery of external and internal governance and best practice requirements and compliance".

4. **Attendance and Quorum**

4.1. During the period from April to November 2015, TME has met 15 times. Attendance at each meeting was logged, and upon review it can be confirmed that all meetings were quorate.

4.2. In the majority of cases where a member gave his or her apologies for absence, a nominated deputy attended to represent the absent member. Some Divisions have used more than one nominated deputy. TME is considering whether this practice should continue, balancing the benefit of enabling more individuals to participate, against the need for consistency/continuity in the communication of messages.

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[1] s6.11, TME Terms of Reference approved July 2015

4.3. Taking into account the attendance of nominated deputies, most members had attended almost all meetings. The Head of the Division of Medical Sciences of the University of Oxford has had an open invitation to attend to participate in the discussion of items of specific relevance, and he has agreed to nominate a formal alternate for instances where he is unable to attend.

5. Reporting Requirements

5.1. The Committee reported to the Trust Board after each meeting during the year to date. Reports included a description of the business conducted, risks identified and issues for escalation, where necessary.

5.2. The reports from the Committee effectively covered all the key points of discussion at each meeting.

6. Conclusion

6.1. The TME has a key role in the governance of the Trust as the executive decision making body. In order to be effective it must be supported by accurate and timely flows of information, and by sub-committees which are functioning effectively.

6.2. This review of the arrangements put in place since the approval of the current ToR supports compliance with the ToR, highlighting some specific points for further consideration by TME.

7. Recommendation

7.1. The Trust Board is asked to:

- Note the report and the additional work to be undertaken by TME;

- Agree to correction of the drafting error, to clarify that TME's remit should be limited to the "approval of policies *relevant to* the delivery of external and internal governance and best practice requirements and compliance"

Eileen Walsh
Director of Assurance

Prepared by:
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January 2016

Specific areas being addressed by TME:

	Responsibilities from Terms of Reference	**Review of business conducted April to November 2015 and recommended action**
6.6	Develop, agree and monitor implementation of plans to improve the efficiency, effectiveness and quality of the Trust's services	Plans have been submitted to TME specifically in relation to Urgent Care, Cancer and Elective Care, upon which the trajectory for operational performance has been kept under review. Actions Plans in relation to specific services have also been considered. Proposals to identify key quality initiatives which will have a positive impact on operational performance, and realise financial savings are under on-going consideration. **To enhance the effectiveness of the Committee's workings,** *TME is to consider further how best to discharge its responsibility for on-going monitoring of operational implementation.*
6.8	Monitor and ensure the delivery of all specific actions agreed by the Trust Board, by the Trust Management Executive and by committees of both.	The Action Logs of the Trust Board, of its sub-committees, and of TME, are each monitored separately, through the Committee at which the action was agreed. **To enhance the effectiveness of the Committee's workings,** *a mechanism for following up on cross-committee business is to be considered further, as part of a full review of the Trust Board and its sub-committees.*
6.9	Monitor the delivery of the Trust's enabling strategies as advised by the Trust Management Executive's sub-committees.	Between April and November 2015, key strategies presented to TME have included those in relation to Risk Management, Assurance, Public Health and Learning & Education. **To enhance the effectiveness of the Committee's workings,** *in refreshing the Cycle of Business for 2016/17 and beyond, provision will be made for reporting on the delivery of key enabling strategies.*
6.10	To devise the Trust's annual and longer term capital programme and monitor its delivery.	The financial plan considered in May 2015 covered capital planning. **To enhance the effectiveness of the Committee's workings,** *TME is to consider how best to discharge responsibility for monitoring delivery of the capital programme.*
6.13	Approve the Terms of Reference for all the sub-committees and groups of the Committee, delegate work as appropriate and hold the respective Chairs to account for compliance with their responsibilities.	TME has approved ToR for its sub-committees, and regularly receives reports from the sub-committees. It is recognised that some variation in the regularity and format of reporting from sub-committees may be appropriate, depending upon their remit*.* **To enhance the effectiveness of the Committee's workings,** *in refreshing the Cycle of Business for 2016/17 and beyond, provision will be made for reporting from all sub-committees, as appropriate.*