

Healthwatch Oxfordshire Board of Directors

Date of Meeting: 23 rd March 2015	Paper No: 6
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Title of Presentation: Review of Board sub groups

This paper is for	Discussion		Decision	x	Information	
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<p>Purpose and Executive Summary (if paper longer than 3 pages):</p> <p>This paper sets out proposals for revising and updating the sub groups of the HWO Board. It proposes that we should have 4 permanent sub groups and one task and finish group:</p> <p>Permanent:</p> <ul style="list-style-type: none"> • Planning and Finance • HR • Projects • Marketing <p>And an organisational form task and finish group.</p>

Financial Implications of Paper: None

<p>Action Required: The Board is therefore asked to agree:</p> <ul style="list-style-type: none"> • To amend the TOR (terms of reference) for the Project sub group • To close down all other existing groups • To set up permanent new groups for Planning and finance, HR and Marketing • To set up a task and finish organisational form group • To agree Membership and Chairing arrangements for each group • To ask each of these groups to develop detailed TOR to bring back to the May meeting for approval.
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1. Introduction

At its meeting of August 26th 2014 the HWO Board reviewed its sub group structure and agreed to operate with the following sub groups:

- i. **Project Fund Working Group**- a permanent group with fully delegated powers to administer all aspects of the HWO Project Grant Fund.
- ii. **Board Recruitment Group** - a short life group set up specifically to complete a round of Board recruitment. The work of this group is now complete.
- iii. **Constitution and Governance Group** - a short life group established to oversee transition from a small form to a large form CIC (Community Interest Company). This group only met twice as a decision was subsequently taken not to proceed with this constitutional change.
- iv. **Meetings in Public Working Group** - a short life group established to undertake planning for moving HWO Board meetings from meetings in private to meetings in public. This group only met once as a decision was made to postpone holding meetings in public until the newly enlarged Board is comfortably established.
- v. **Training Working Group** - Immediate training needs were identified and delivered (anti bribery), and it was then agreed, in the light of the Board recruitment programme, that this group should become dormant until the new Board team was established.

The company has changed enormously since last August in terms of its organisational maturity, the makeup of its Board, the structure of its staff team and its operational strategy. Inevitably, its governance requirements have also therefore changed. This paper therefore proposes a set of substantial revisions to the sub group arrangements summarised above.

2. Proposal

2.1 Principles to agree in relation to existing sub groups:

- i. Amend the TOR for the Project Fund Group so that this group has full delegated powers not only to administer the project grant fund, but also to provide Board oversight of all the work to be undertaken by the Head of Projects and her team, renaming it the “Projects Group”. Minutes of this group would go the Board for ratification, but the group could take action and invest resources (up to an agreed limit) without needing to wait for a full Board meeting. The group would be required to report regularly to the Board on the work programme and its impact.
- ii. Formally close the other existing Board sub groups.

2.2 Proposals for new groups to be agreed in principle:

- i. Establish a permanent **Planning and Finance group** to:
 - a) Oversee production/annual refresh of a 3 year strategy and 1 year business plan to be brought each year to full Board for approval and adoption.

- b) Oversee drafting of an annual budget to be brought to full Board for approval and adoption.
 - c) Oversee preparation of bi monthly management accounts, and routine monitoring of plan delivery, and advise the full Board on any required variation in the business plan, forecast outturn and budget.
 - d) Oversee preparation of the year end financial statement and recommend approval by the full Board.
 - e) Ensure appropriate annual returns are submitted.
- ii. Establish a permanent **HR group** to:
- a) Revise and review staff contracts and all existing HR policies and procedures, making recommendations to the full Board on any changes required.
 - b) Develop a staff appraisal and personal development planning process for approval by the Board, and then to have full delegated powers to implement this.
 - c) Develop a Board member appraisal and personal development planning process for approval by the Board, and then to have full delegated powers to implement this.
 - d) Advise on any HR, training or personnel issues relating to volunteers (full delegated powers).
 - e) Oversee any future recruitment processes for staff, Board or volunteers (full delegated powers).
- iii. Establish a permanent **Marketing group** with full delegated powers to review and update the communications and PR strategy and to oversee its implementation.
- iv. Set up a short life **Organisational Form** group to:
- a) Undertake a detailed options appraisal on conversion from a CIC to a Charity, recommend a course of action to the full Board and oversee implementation of any decision made to change organisational form.

The Board is therefore asked to agree:

- To amend the TOR for the Project sub group
- To close down all other existing groups
- To set up permanent new groups for Planning and finance, HR and Marketing
- To set up task and finish Organisational Form group
- To agree Membership and Chairing arrangements for each group
- To ask each of these groups to develop detailed TOR to bring back to the May meeting for approval.