

Healthwatch Cambridgeshire and Peterborough

Governance Document

1. Purpose

This document sets out the governance processes that have been approved by the Healthwatch Cambridgeshire and Peterborough Board to ensure best practice, effectiveness, efficiency and transparency. These processes are found in a range of other documents and policies and Healthwatch Cambridgeshire and Peterborough's Articles of Association. This document gives an opportunity to collate these for clarity, ease of reference and to support the organisation to operate at the highest standard of good governance.

2. The Role of Directors

Directors are responsible for the strategic oversight of the Company's business, for which purpose they may exercise all the powers of the Company. They ensure and assure compliance with Healthwatch statutory requirements and all legal requirements of the company.

2.1 Strategic Direction

The Directors are responsible for setting and reviewing the strategic plan for Healthwatch Cambridgeshire and Peterborough, prioritising its tasks and ensuring it is fulfilling its statutory function. They use their knowledge of local and national policy and local need and priorities to prioritise its activity. They ensure effective ways of working and seek and maintain partnerships that best enable the work. They plan to assure the viability and sustainability of the company.

2.2 Monitoring of performance

The Directors agree the annual workplan. The Directors use activity and outcomes monitoring to understand and ensure compliance with the requirements of commissioners¹ and the needs of the community. They ensure that Healthwatch Cambridgeshire and Peterborough is accountable to both funders and the community.

2.3 Listen to the public

The Directors will ensure there are robust systems for listening to the needs and experiences of all their communities and assure there are good systems for gathering intelligence. The responsibility for delivering Healthwatch Cambridgeshire and Peterborough services to local people will include:

- a) People who live in the Cambridgeshire County Council and Peterborough City Council areas
- b) People to whom care services are being delivered or may be provided in that area

¹ Cambridgeshire County Council, Peterborough City Council and Commissioners of ad hoc project work

- c) People from that area to whom care services are being provided in any place in England, and
- d) Who are (taken together) representative of the people mentioned in a) to c)

2.4 Employ and support staff and volunteers

Collectively, it is the Directors' responsibility to recruit and employ staff, and provide them with a safe and legally compliant working environment. They provide direct support to the CEO and ensure checks and balances in the line management system are in place. They become involved in recruitment, selection and review of staff as appropriate

2.5 Relationships with other bodies

The Directors identify, create and maintain relationships with key organisations that are relevant to the work of Healthwatch, including Healthwatch England, local authorities, NHS providers and other Healthwatch. In these relationships they work to promote the role of Healthwatch and act as ambassadors for Healthwatch Cambridgeshire and Peterborough, adhering to the Healthwatch Cambridgeshire and Peterborough Code of Conduct policy at all times.

2.6 Supporting the activities of Healthwatch Cambridgeshire and Peterborough

The Healthwatch Cambridgeshire and Peterborough Director role is expected to involve some hands on work and support in the activities of Healthwatch Cambridgeshire and Peterborough. Directors will be knowledgeable about the work of the company and have a demonstrable and visible commitment to the work.

2.7 Be informed about local and national policy

Directors will individually and collectively stay informed about current and upcoming social care and health policy locally and nationally, and use this knowledge in planning and overseeing the work of Healthwatch Cambridgeshire and Peterborough.

2.8 Financial oversight

The Directors are individually and collectively responsible for oversight of the financial viability and financial control of the company.

3. The Guarantor role

There are up to three Guarantors appointed by the Chief Executives of Cambridgeshire County Council and Peterborough City Council. Their appointment will require approval of the Board of Directors.

The role of the Healthwatch Cambridgeshire and Peterborough Guarantor is to give support and advice to the Board of Directors and act as a corporate guardian.

Examples of their input includes:

- Provide feedback and advice in the pursuit of good governance
- Participation in the recruitment and any possible removal of the Chair

- Provide a space for Directors to raise sensitive issues regarding the Chair and/or the CEO that they feel they cannot raise elsewhere
- Be available to listen to stakeholders particularly if there are issues that people do not feel they can take through other routes

4. Appointment and removal of Chair

Paragraph 10 of the Articles of Association state that the Chair of Directors of Healthwatch Cambridgeshire and Peterborough will be appointed by a competitive recruitment process. The appointment will be made by an external panel which will include a patient/service user/carer, a representative of the Commissioning Bodies and a Guarantor.

In the event of any action required to remove the Chair an investigation would be led by the CEO with reference to the Healthwatch Cambridgeshire and Peterborough Guarantors and provide the opportunity for response by the Chair. The decision would be made by an external panel which would include a patient/service user/carer, a representative of the Commissioning Body and a Guarantor.

5. Appointment of Deputy Chair

The Healthwatch Cambridgeshire and Peterborough Board of Directors will appoint a Deputy Chair. The role description for this role is attached as Appendix 1.

Nominations for this role from the existing Directors will be submitted to the CEO, within one month of a vacancy, with a decision to appoint a Deputy Chair taken by the Board of Directors. Should no appointment be made external recruitment to the role will be progressed.

6. Directors' terms, retirement and non-attendance

Healthwatch Cambridgeshire and Peterborough's Articles of Association state that the Members of the company are the Directors and that the Chair is a Director.

Directors will be appointed through an open and competitive process. A Guarantor may be involved in this process.

The Healthwatch Cambridgeshire and Peterborough Board of Directors agreed that the term of office of the Directors, including the Chair, will be three years with a maximum of two terms.

Progression to a second term as Director should be agreed mutually by the Director and Chair, and with the agreement of at least one Guarantor. In the case of the Chair agreement of the Commissioners and Guarantors will be required. A table of Directors' appointment dates and re-appointment dates will be maintained and made publicly available.

Healthwatch Cambridgeshire and Peterborough's Articles of Association state that a person ceases to be a Director if they fail to attend three consecutive meetings of the Directors and the Directors resolve that the Director be removed for this reason.

The Chief Executive Officer is an ex-officio member of the Board for the duration of their appointment.

7. Associate Director

The Board can appoint an Associate Director as a development opportunity. This role has been developed to allow the Healthwatch Cambridgeshire and Peterborough Board to benefit from the widest range of lived experience. The Associate Director will be supported by the Chair. The appointment will be reviewed after one year.

8. Specialist Roles

Where specialist roles may be required of Directors descriptions and remits will be approved by the Board. Such roles may include:

- Lead relationships, e.g. with trusts
- Lead roles in particular areas of health or social care
- Lead expertise, e.g. finance scrutiny
- Alignment to districts

9. Board sub-groups

Where groups or committees exist their delegated responsibilities are approved by the Board. Such groups may include:

- Advisory or similar local intelligence gathering group
- Function sub-groups, e.g. finance, staffing, all purposes

10. Meetings of Directors

Board meetings of Directors including the Chief Executive Officer will occur at least four times per year in public, at venues within the area of operation or online.

11. Relationship to other bodies

- Healthwatch are required by Statute to report intelligence relating to the provision and quality of Health and Social Care services to Healthwatch England
- The Chair, or delegate, is a statutory member of the Health and Wellbeing Board of each local authority
- Healthwatch have powers to escalate to the CQC, Overview and Scrutiny, Healthwatch England, Ofsted and Quality Surveillance Groups
- Healthwatch works closely with Cambridgeshire and Peterborough CCG/Integrated Care System (ICS), both Local Authorities, NHS England, NHS Improvement and all Trusts and other public, voluntary and independent provider organisations

Approved by Healthwatch Cambridgeshire and Peterborough Board of Directors
Date:

Responsible Officer
Chief Executive Officer

Role description: Deputy Chair

Role:	Deputy Chair Healthwatch Cambridgeshire and Peterborough Board
Accountable to:	The Chair
Salary:	This is a voluntary position. Reasonable expenses will be reimbursed. Although in any prolonged absence of the Chair temporary remuneration may be offered.

The Deputy Chair will be expected to:

- Provide leadership support to the Chair of the Healthwatch Cambridgeshire and Peterborough Board
- Act as a deputy to the Chair and undertake representation when the Chair is unavailable or requires support
- Chair the Healthwatch Cambridgeshire and Peterborough Board meetings in the Chair's absence
- Liaise with the CEO regarding preparation of the Board meeting agendas and supporting papers should the Chair be unavailable

As a Director the Deputy Chair will also be expected to:

- Contribute to the development of strategic plans to enable the organisation to fulfil its responsibilities
- Ensure that patient and public interest is always at the heart of decision making with specific reference to seldom heard groups
- Monitor and constructively challenge the performance of the organisation in meeting the agreed goals and improvement targets
- Act as a conduit for sensitive issues and raise with the CEO, Chair or Guarantor(s), as appropriate
- Ensure that financial controls and systems of risk management are robust, and that the Board is kept fully informed through timely and relevant information
- Assist with the development of a 'business' culture within the organisation which is consistent with the statutory requirements of Local Healthwatch
- Play an appropriate role in building external relationships with key stakeholders including the Clinical Commissioning Group (CCG), GPs, secondary care, the Local Authorities, the voluntary and community sector and other stakeholders

- Actively participate and/or chair relevant sub-committees of the Board as required
- Take part in the appointment of senior staff
- Ensure that the organisation values diversity and demonstrates equality of opportunity in its treatment of staff and patients and in all aspects of its business
- Drive the establishment and maintenance of a volunteer culture within the organisation
- Act as an Ambassador for Healthwatch Cambridgeshire and Peterborough
- Execute the responsibilities of a company director according to lawful and ethical standards, at all times.