

Agenda item:	12
Attachment:	A & B

HRA Board meeting Cover sheet

16 March 2022

Title of paper:	HRA Board effectiveness review January 2022 – summary actions
Submitted by:	Steve Tebbutt
Summary of paper:	<p>To set out a brief summary of the discussion from the Board seminar held on 19 January 2022 to consider the effectiveness of the HRA Board.</p> <p>To summarise recommendations from the review and to consider these further at the 16 March HRA Board meeting.</p>
Reason for submission:	For discussion
Further information:	See paper
Budget / cost implication:	To be confirmed depending on recommendations
Dissemination:	Published as part of Board papers
Time required:	10 mins

HRA Board Effectiveness Review 2022

Summary Actions

Introduction

The Board undertook a review of its effectiveness at the Board seminar held on 19 January 2022. This is in line with the principles within the [UK Corporate Governance Code](#) which recommends there should be an annual evaluation of the Board, with this being externally facilitated every three years. The review this year was internally facilitated, with an externally facilitated effectiveness review last conducted in March 2020.

The purpose of the review was for the Board to reflect upon its effectiveness, considering areas of strength and any areas where improvement or further clarity is required. To support the review, a questionnaire, based on the Financial Reporting Council's (FRC) Guidance on Board Effectiveness (July 2018) and the FRC's UK Corporate Governance Code (July 2018), was issued to all members, and regular attendees, of the Board to complete. The survey focused on the following topic areas:

- Board information and format,
- Board performance, and
- Board culture

The findings from the survey were discussed at the Board seminar, with particular focus on Board strengths, any future areas for learning or training and any obstacles interfering with Board performance.

Findings

The findings from the questionnaire are detailed in Appendix 1. In general, the feedback received via the questionnaire, and through discussion at the seminar, was largely positive and demonstrated an effective Board with open and honest communication, robust challenge and appropriate consideration of relevant matters.

The Board, in particular, made the following observations:

Board attendees

The Board noted staff frequently observe the Board, noting it was a useful mechanism to support staff in understanding the strategic direction, governance and decision-making process of the organisation. The Board welcomed attendance of observers, both those internally and also external observers, noting the importance of the distinction between those who were attending to present an item versus those observing. The Board noted the use of videoconference sometimes made it harder to distinguish between members, attendees and observers

Board transparency

The Board discussed whether further measures to make Board meetings more accessible would be appropriate. The Board noted virtual attendance at Board meetings was possible but considered whether the use of live stream / a recording of the Board meeting should be explored.

The Board noted Board papers were published on the HRA website, with the exception of part two session – confidential papers. The Board discussed whether further clarity of what is / isn't confidential should be made clear to individuals.

Topics covered at Board

The Board agreed the topics discussed at the Board were largely appropriate and allowed the Board to discharge its statutory duties however further consideration of the following topics, either at the Board meeting or at a Board seminar, would be beneficial:

- Further input from external stakeholders with regard to particular strategic items e.g. life sciences vision.
- Greater input from the Research Ethics Service (RES) / Research Ethics Committee (REC) members at Board meetings. The Board noted the Confidentiality Advisory Group (CAG) Chair was invited to attend the Board on an annual basis and discussed whether it was possible to facilitate attendance by a REC Chair(s) in a similar fashion.
- Further consideration of performance monitoring and ways to improve this.

Risk management

The Board agreed the organisation's approach to risk management was strengthening however discussed the potential impact of unknown risks.

Culture

The Board agreed there was largely a positive culture at Board meetings with mutual respect between attendees and open, honest and transparent communication.

Board membership / representation

The Board acknowledged the membership was limited in terms of diversity, noting certain protected characteristics may not be openly shared. The Board discussed representation at Board meetings and questioned whether wider representation, for example from a patient and public representative, and / or from the community insight group, and / or a researcher representative would be beneficial.

The Board discussed the importance of having an appropriate mix of individuals with different skills and experience. The Board noted the different roles Non-Executive Directors can bring to the Board include the public / patient perspective and considered the differences between lived experiences versus professional experiences. The Board discussed the challenge in obtaining appropriate patient representation which portrays a diverse range of voices.

The Board discussed whether a regular report from the Patient Involvement Network might also be useful.

Recommendations and next steps

The following are recommendations to be discussed and agreed by the Board:

1. Further distinction to be made between members, attendees and observers at meetings.
2. Consideration of wider representation / attendance at Board meetings. To potentially include patient and public representatives, research representatives.
3. To update the Board forward planner to include:
 - a. Addition of topics considering the external / strategic environment with more frequent attendance by external stakeholders.
 - b. Annual attendance by REC Chair(s) at a RES focused Board seminar, noting the annual seminar attended by the CAG chair was welcomed.
 - c. Consideration of further improvements to performance reporting.
 - d. Consideration of a regular Patient Involvement Network report.

4. Exploring further ways to improve the transparency and accessibility of Board papers and decision making at Board meetings, specifically including providing clarity regarding what items are considered confidential at Board meetings and the reasoning behind this.
5. A review to be conducted to explore the suitability of recording / live streaming Board meetings including understanding the experiences of other Arm's Length Bodies.