



**NOT PROTECTIVELY MARKED**

**PUBLIC BOARD MEETING**

**26 March 2025**

**Item 20**

**THIS PAPER IS FOR NOTING**

**INTEGRATED GOVERNANCE COMMITTEE MINUTES OF 03 JUNE 2024 AND  
AGENDA OF MEETING HELD ON 05 FEBRUARY 2025**

<b>Lead Director Author</b>	Tom Steele, Chair Pippa Hamilton, Board Secretary
<b>Action required</b>	The Board is asked to <b>note</b> the minutes and agenda.
<b>Key points</b>	<p>In compliance with the Service's Standing Orders, the approved Committee minutes are submitted to the Board for information and consideration of any recommendations that have been made by the Committee.</p> <p>The minutes of the Integrated Governance Committee held on 03 June 2024 were approved by the Committee on 05 February 2025. The agenda from the meeting held on 05 February 2025 is also attached for the Boards information.</p>
<b>Timing</b>	Minutes are presented following approval by the Committee. The Board are also provided with the agenda of the most recent Committee meeting for information.
<b>Associated Corporate Risk Identification</b>	Aligns to all Corporate Risks.
<b>Link to Corporate Ambitions</b>	Aligned to all Corporate Ambitions.
<b>Link to NHS Scotland's Quality Ambitions</b>	This paper is aligned to and supports all three of NHS Scotland's quality ambitions to enable our workforce to provide safe, effective and person centred care.
<b>Benefits to Patients</b>	Good governance supports all aspects of patient care.
<b>Climate Change Impact Identification</b>	This paper has identified no impacts on climate change.



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**MINUTES OF THE INTEGRATED GOVERNANCE COMMITTEE**

**1400 HOURS ON MONDAY 03 JUNE 2024 ON MS TEAMS**

**Present:**

- Tom Steele, Chair (Chair)
- Julie Carter, Director of Finance, Logistics & Strategy
- Stuart Currie, Non Executive Director (Chair of Clinical Governance Committee)
- Michael Dickson, Chief Executive
- Carol Sinclair, Non Executive Director (Chair of Audit and Risk Committee)
- Madeline Smith, Non Executive Director (Chair of Staff Governance Committee)

**In Attendance:**

- Pippa Hamilton, Acting Board Secretary

**Apologies:**

- Irene Oldfather, Non Executive Director & Vice Chair.

**ITEM 01 WELCOME AND INTRODUCTION**

The Chair welcomed everyone to the first meeting of the Integrated Governance Committee. The Chair advised that the Committee was established to articulate the specific lenses of each governance committee on areas of mutual interest and ensure clarity of governance responsibility and that there are no gaps or areas of duplication. The Chair added that the Committee is scheduled to meet twice per year, with any additional meetings being arranged as deemed appropriate.

**ITEM 02 DECLARATION OF INTERESTS**

The following standing declarations were noted: -

- Stuart Currie - Non Executive Director, State Hospital.
- Irene Oldfather - Director of Scotland’s Health and Social Care Alliance and Member and Vice Chair, Domestic Advisory Group (DAG), Trade and Cooperation Agreement with the European Union.
- Madeline Smith – Board member, Construction Leadership Forum, Board member of Scottish Fire and Rescue Service
- Carol Sinclair – Strategic Data Adviser, Digital Health and Care, Scottish Government and Trustee, Scotland’s Charity Air Ambulance.

**ITEM 03 INTEGRATED GOVERNANCE TERMS OF REFERENCE**

Members reviewed and discussed the draft Term of Reference and proposed the undernoted changes:

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- Section 2(c) “to ensure clarity of governance responsibility and that there are no gaps or areas of duplication” to form new 2(d) rather than being part of 2(c).
- Consideration of future and emerging risks to be included within Committee remit at section 2 to ensure no overlap or underlap of emerging risks between different committees.

Madeline Smith queried what was meant by section 2(a) “Individual Committee development”. Julie Carter provided the example that this would be in relation to mapping of risk through the Board Assurance Framework and embedding this into individual Committees, such as the endorsement of the use of new tools for Committees and the opportunity to share good practice across all committees.

Julie Carter suggested that in relation to the meeting schedule for the Integrated Governance Committee (IGC), that the Committee meet in April and November rather than the proposed June and January which would align with the Annual Delivery Plan and areas such as winter planning. Members agreed to this revision and that the meeting planned for January 2025 would be rescheduled to November 2024.

Members also noted that the Terms of Reference for the Committee would be reviewed on an annual basis in April each year with any revisions being submitted to the Board for approval.

Madeline Smith suggested that each of the governance committees include a regular agenda item to ask members if there are any items that they consider should be escalated to the IGC as there have been a few examples recently such as the final internal audit reporting process and whistleblowing reporting.

Michael Dickson added in response to Madeline’s suggestion that he sees the IGC as a twice yearly check in meeting to ensure coordinated corporate governance is supported across all Committees ensuring that nothing was being done in isolation. Michael added that the agenda requires to be meaningful and focused.

The Chair agreed that the IGC agenda required to remain light and focused and that members required to be mindful of “scope creep” into the remits of the governance committees and the Board.

Subject to the above changes being made, the Group approved the Terms of Reference. It was agreed that an amended version of the ToR would be circulated to members in advance of this being presented to the June Board meeting for approval.

**Action:**

1. **Acting Board Secretary** to make agreed changes to the ToR and circulated this to IGC members prior to this being presented to the June Board for approval.
2. **Acting Board Secretary** to rescheduled January 2025 meeting to November 2024.

**ITEM 04 BLUEPRINT FOR GOOD GOVERNANCE DEVELOPMENT PLAN**

Members were presented with the final Development Plan which was submitted to the Scottish Government on 01 May 2024 following agreement by the Board at the Development Session on 24 April 2024. The Chair advised that formal monitoring of the plan will be undertaken by the Integrated Governance Committee, which in turn will report to the Board on a regular basis.

The Group discussed each of the action themes within the plan as below:

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## **Technical and Scientific Innovation**

The Chair asked how much of the work for the actions within this area would cross over into the newly developed Innovation Hub. Julie Carter advised that the first meeting of the Innovation Hub was in the process of being set up, with the first meeting focusing on the Terms of Reference, Julie added that the actions from the improvement plan can then be fed in to establish what areas will be picked up through the Hub.

Carol Sinclair added that there will require to be the ability to flex resources to deliver the actions. Carol asked in relation to the conditions of the setup of the Innovation Team and where would any request for additional resource be presented to.

Julie Carter advised that any further consideration for resourcing would be taken through the Board and not the IGC.

## **Culture**

Members discussed that culture spanned wider than the Staff Governance Committee and noted that there are currently various areas of work being undertaken within the Service which will require to be built upon. It was suggested that engaging with and learning from other blue light services work within this space would also be beneficial.

Julie Carter added that she has a session planned with Police Scotland that advised that she would extend the invite for this meeting to Madeline Smith.

It was agreed that action 5 should be amended to read “learn from other organisations including the AACE Review”.

Julie Carter suggested that a Culture Board Development Session take place covering a culture heat map, cultural assessment framework and operational framework. It was agreed that this would be added to the Board Workplan as a future development session topic.

## **Equality, Diversity and Inclusion**

Member noted the error within the Non Executive Director lead for this area which should read Maggie Watts. It was agreed that an email would be sent to Maggie to ensure that she was content to lead of these actions.

## **Integration and Collaboration with External Stakeholders**

Julie Carter advised that the Service had some really good stakeholder mapping toolkits currently in place and added that she would arrange a session with Stuart Currie as lead Non Executive Director for this area to show the workings of the mapping toolkit and suggested that this then be taken to the Board as a development session to highlight the stakeholders which require to be influenced with an action plan then developed.

The Group discussed linking with Community Planning Partnerships (CPPs) and noted that baseline work had already been carried out in this space with the next steps required to develop effective engagement mechanisms.

The Chair added that Cecil Meiklejohn may be helpful in relation to the CPP engagement work.

## **Continued Focus on Board Assurance Framework**

Julie Carter advised that an exercise required to be undertaken to map over this year’s Annual Delivery Plan, Corporate Objectives and Corporate Risks to the Board Assurance Framework, as has been done in previous years, which will highlight any gaps.

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**Action:**

3. **Director of Finance, Logistics and Strategy** to extend invite to Police Scotland session to Madeline Smith.
4. **Acting Board Secretary** to add Culture Board Development session to the Board Workplan as a future session topic.
5. **Acting Board Secretary** to amend wording within action 5 of culture section to read “learn from other organisations including the AACE Review”.
6. **Acting Board Secretary** to email Maggie Watts, Non Executive Director to ensure that she is content to lead of the EDI actions within the Improvement Plan.
7. **Director of Finance, Logistics and Strategy** to carry out mapping exercise for Board Assurance Framework with Annual Delivery Plan, Corporate Objectives and Corporate Risks.

**ITEM 05 GOVERNANCE COMMITTEE DISCUSSION**

Members noted the Board Assurance Framework update paper which was presented to the January 2024 Audit and Risk Committee and Julie Carter asked members to focus on the detailed assurance mapping table within the paper and advised that the same mapping exercise would be carried out with this year’s corporate objectives to align these with Board assurance committee and corporate risks as discussed above within agenda item 4.

**ITEM 06 ANY OTHER BUSINESS**

**Crossover Areas**

Members highlighted the undernoted crossover areas which may need Integrated Governance Committee discussion:

- Internal Audit management actions which are overdue and the lack of updating of high and very high risks.
- Culture requires to be wider than just within the remit of the Staff Governance Committee.
- Whistleblowing currently formally reports through Clinical Governance Committee however within other Boards formal reporting is through Staff Governance Committee.

It was agreed that the Chair would discuss with Scottish Fire and Rescue Service the working of their Integrated Governance Group and any lessons learned that can be taken forward by the Service in relation to the working of the Integrated Governance Committee.

**Action:**

8. **Board Chair** to discuss with Scottish Fire and Rescue Service the working of their Integrated Governance Group and any lessons learned that can be taken forward by the Service in relation to the working of the Integrated Governance Committee.

**DATE OF NEXT MEETING**

The next meeting will be held on 15 January 2025, however as agreed during the meeting this will be rescheduled to a date in November 2024.

The Chair thanked members for their participation and discussion.

The Chair closed the meeting.

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**MEETING OF THE INTEGRATED GOVERNANCE COMMITTEE  
05 FEBRUARY 2025, 10:00 – 12:00  
VIRTUAL MEETING VIA MICROSOFT TEAMS  
AGENDA**

Agenda Item		Brief Type	Lead
1. Welcome & Apologies	–	For Noting	T Steele, Chair
2. Declarations of Interest relevant to meeting	–	For Noting	T Steele, Chair
3. Minutes of Meeting held on 03 June 2024	(paper attached)	For Approval	T Steele, Chair
4. Matters Arising	(paper attached)	For Approval	P Hamilton, Board Secretary
5. Board Assurance Framework	(verbal)	For Discussion	J Carter, Director Finance, Logistics and Strategy
6. Board Blueprint for Good Governance Development Plan Action Update	(paper attached)	For Discussion	T Steele, Chair
7. Innovation Activity and Recommendations	(paper attached)	For Discussion	P Gowens/A Lloyd
8. (a) Continuous Improvement of Board Papers ( <i>Action from July 2024 Board</i> )	(verbal)	For Discussion	C Sinclair, Audit and Risk Committee Chair
(b) Balance of Clinical Data between Clinical Governance Committee and Public Board Reporting ( <i>Action from March 2024 Board</i> ).	(verbal)	For Discussion	S Currie, Clinical Governance Committee Chair/Jim Ward Medical Director
9. Formal appointment of Governance Committee Vice Chairs	(verbal)	For Discussion	T Steele, Chair
10. Patient Representatives	(verbal)	For Discussion	P Hamilton, Board Secretary
11. Any Other Business	–	For Discussion	T Steele, Chair

**Date of next meetings:**

- **Wednesday 23 April 2025**
- **Thursday 06 November 2025**