

AGENDA: COUNCIL OF GOVERNORS

To be held 01 February 2024 at 14:00
In BICS Rooms 1&2, Musgrave House
Royal Bolton Hospital

Ref N°	Agenda Item	Process	Lead	Time
	<i>Welcome and refreshments: Members of the Council of Governors and all attendees</i>		<i>All</i>	14:00
PRELIMINARY BUSINESS				
CG001/24	Chair's welcome and note of apologies	<i>Verbal</i>	Niruban Ratnarajah <i>Chair</i>	
	<i>Purpose: To record apologies for absence and confirm quoracy</i>			
CG002/24	Declaration of Interests concerning agenda items	<i>Verbal</i>	Chair	
	<i>Purpose: To record any interests relating to items on the agenda.</i>			
CG003/24	Minutes of the previous meeting held on 07 December 2023	<i>Report</i>	Chair	14:30 05 mins
	<i>Purpose: To approve the minutes of the meeting held on 07 December 2023</i>			
CG004/24	Matters Arising	<i>Presentation</i>	Chair	
	<ul style="list-style-type: none"> Auditor Panel Update 			
	<i>Purpose: To consider any matters arising not included anywhere on agenda.</i>			
CORE BUSINESS				
CG005/24	Integrated Performance Report	<i>Presentation</i>	Executives	14:35 20 mins
	<i>Purpose: to receive the Integrated Performance Report</i>			
CG006/24	RAAC Update	<i>Presentation</i>	Annette Walker	14:55 15 mins
	<i>Purpose: to receive an update on RAAC</i>			
CG007/24	Board Committee Chair Updates	<i>Report</i>	Tyrone Roberts and Martin North	15:10 10 mins
	<ul style="list-style-type: none"> Quality Assurance Committee Charitable Funds Committee 			

*Purpose: To **receive** the Board Committee Chair Updates*

CG008/24	Charitable Funds Annual Report	<i>Report</i>	DOSDT	15:20 10 mins
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*Purpose: To **receive** the Charitable Funds Annual Report*

CG009/24	Engagement Plan	<i>Presentation</i>	DGC	15:30 20 mins
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*Purpose: To **discuss** the Governor Engagement Plan*

CG010/24	Council of Governors Workplan 2024 and Committee Terms of Reference	<i>Report</i>	DCG	15:50 20 mins
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- **Governor Strategy Committee**
- **Governor Quality Committee**
- **Governor Nomination and Remuneration Committee**

*Purpose: To **approve** the Council of Governors and subcommittee Workplan 2024 and committee Terms of Reference*

CG011/24	Governor Strategy Committee Chair Update	<i>Verbal</i>	Cttee Chair	16:10 05 mins
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*Purpose: To **receive** the Governor Strategy Committee Update*

CG012/24	Governor Feedback	<i>Verbal</i>	All	16:15 10 mins
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- NHS Providers Governor Virtual Workshop
- BoSCA

*Purpose: To **receive** feedback from governors*

Proposed resolution :

That representatives of the press and other members of the public be excluded from the remainder of this meeting having regard to the confidential nature of the business to be transacted.

Chair

CONCLUDING BUSINESS

CG013/24	Any Other Business	<i>Verbal</i>	Chair	16:25 05 mins
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*Purpose: To **receive** urgent business not included on the agenda*

Date and time of next meeting: **16:30 CLOSE**

Thursday 18 April 2024 at 2pm in BICS Room 1&2

Chair: Niruban Ratnarajah

Draft Council of Governors Notes of the Meeting

Held on Microsoft Teams

07 December 2023 at 14:00

(Notes to be shared for information as meeting as not quorate)

Present

Name	Initials	Title
Niruban Ratnarajah	NR	Chair
Adele Nightingale	AN	Appointed Governor
Cara Burns	CB	Staff Governor
Dave Bagley	DB	Appointed Governor
David Barnes	DB	Public Elected Governor
Gary Burke	GB	Public Elected Governor
Grace Hopps	GH	Public Elected Governor
Jack Ramsay	JR	Public Elected Governor
Jean Cummings	JC	Staff Governor
Kayonda Ngamaba	KN	Public Elected Governor
Malcolm Bristow	MB	Public Elected Governor
Melanie Rushton	MR	Appointed Governor
Oboh Achioyamen	OA	Public Elected Governor
Pauline Lee	PL	Public Elected Governor

In Attendance

Name	Initials	Title
Fiona Noden	FN	Chief Executive
Alan Stuttard	AS	Non-Executive Director
Annette Walker	AW	Chief Finance Officer
Fiona Taylor	FLT	Non-Executive Director
Francis Andrews	FA	Medical Director
Jackie Njoroge	JN	Non-Executive Director
James Mawrey	JM	Director of People
Martin North	MN	Non-Executive Director
Rae Wheatcroft	RW	Chief Operating Officer
Rebecca Ganz	RG	Non-Executive Director
Sean Harriss	SH	Non-Executive Director
Seth Crofts	SC	Associate Non-Executive Director
Sharon Katema	SK	Director of Corporate Governance
Sharon White	SW	Director of Strategy, Digital and Transformation
Tyrone Roberts	TR	Chief Nurse
Victoria Crompton	VC	Corporate Governance Manager

Apologies

Name	Initials	Title
Dawn Yates-Obe	DY	Appointed Governor
Catherine Binns	CB	Staff Governor
Sue Moss	SM	Staff Governor
Edward Gorman	EG	Public Elected Governor
Champak Mistry	CM	Public Elected Governor
Deborah Parker	DP	Public Elected Governor
Samm Cusick	SC	Public Elected Governor
Dalton Thompson	DT	Public Elected Governor
Dorothy Kenworthy	DK	Public Elected Governor
Ann Schenk	AS	Appointed Governor
Tosca Fairchild	TF	Non-Executive Director

AGENDA ITEM	DESCRIPTION	Action Lead
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PRELIMINARY BUSINESS

CG062/23	Chair’s Welcome and Note of Apologies	
	The Chair welcomed Governors and attendees to the meeting.	
CG063/23	Declaration of interests concerning agenda items	
	There were no declarations of interests in relation to the agenda items.	
CG064/23	Minutes of the previous meetings	
	The Council of Governors reviewed the minutes of the meetings held on 03 August and 17 October 2023 which were approved a correct and accurate record of proceedings.	
CG065/23	Matters Arising	
	There were no matters arising.	

CORE BUSINESS

CG066/23	Our Voice Change Programme	
	<p>The Director of Workforce delivered a presentation on the Our Voice Change Programme advising that the principles of the programme linked to the four pillars of the People Plan and aimed to ensure a good staff experience. The programme had brought together existing listening mechanisms to focus on the things which staff had highlighted matter to them the most. The programme of themes included:</p> <ul style="list-style-type: none"> • Digital systems and equipment • Flexible working • Working environments • Car parking • Living the Trust values <p>Each programme of work had an Executive Director Lead.</p> <p>It was noted that focus groups were held with staff on 05 and 25 September and two “Our Voice” events took place in November which over 80 staff attended, many of which signed up to become involved and become part of the change team.</p> <p>The repository tool is live and pages were available on the staff intranet site with colleagues able to click on any theme tile to start a discussion, raise questions, praise or poll. The feedback and ideas shared via the online repository would be overseen by the Staff Experience Team and be communicated to the Change Teams.</p> <p>OA queried how progress on the themes would be measured. JM confirmed the qualitative information taken from various sources would be used to measure</p>	

performance. The challenges which were being faced by the Trust are difficult and it would not be possible to complete all of the suggestions made by staff, but it is recognised it is important to feedback even when actions cannot be taken.

AN commented staff were expert users and it was important to celebrate their ideas and suggestions. JM advised that any ideas from colleagues were collected and feedback was provided as to whether they could be progressed.

DB asked what role the governors could undertake in the programme. JM advised it was important that Governors share their understanding and knowledge of the programme in order to promote and celebrate the work which was being completed. JM also confirmed Governors were welcome to attend the sessions which were taking place in the New Year.

GB queried what actions were being taken to improve car parking. AW advised a number of options were being considered adding that the building work which was taking place on the hospital site had significantly impacted on the number of car parking spaces available. However, as these schemes were nearing completion, the car parking provision was expected to improve. JM added that some of the programme schemes were interlinked for example if digital and flexible working for staff were improved this would in turn improve the car parking situation.

RESOLVED:

The Council of Governors **received** the Our Voice Change Programme

CG067/23 Our Charity Video

The Our Charity Video was presented and the link would be circulated to the Council of Governors. SW asked governors to share the video which was available on You Tube and to promote the charity when possible.

RESOLVED:

The Council of Governors **received** the Our Charity Video

CG068/23 Governor Quality Committee Chair Update

The Governor Strategy Committee was held on Tuesday 07 November 2023 and Chaired by Grace Hopps. Agenda items included:

- Outcome Improvement Update
- Maternity Services
- Virtual Wards/Hospital at Home

The next meeting is due to take place on Tuesday 07 March 2024 at 5pm on Microsoft Teams.

RESOLVED:

The Council of Governors **received** the Governor Quality Committee Chair update.

CG069/23 Governor Elections 2023

The Director of Corporate Governance provided an update on the Governor elections 2023 advising that Cara Burns and Jean Cummings had been elected as new Staff Governors. Edward Gorman, Dalton Thompson, Malcolm Bristow, David Thomas and Elaine Catterall were all newly elected public governors. Oboh Achioyamen, Jack Ramsay and Grace Hopps had all been re-elected to their constituencies.

Samantha Connor and Abdul Atcha had been appointed from Bolton Council. Dawn Yates-Obe and Dave Bagley had been appointed from Bolton Council for Voluntary Services. Melanie Rushton had been appointed from Salford University and Adele Nightingale from the University of Bolton.

RESOLVED:

The Council of Governors **received** the Governor Elections update.

CG070/23 Governor Feedback

GH provided feedback from a recent BoSCA visit to an elderly care ward and advised there were a number of issues on the ward which she had previously feedback to the Chief Nurse and Chief Operating Officer. TR commented the ward was on an improvement journey and he had completed a shift on the ward and felt more assured that their journey was continuing. There were no immediate safety concerns. It was noted the issue around entertainment on wards is a challenging one and an enhanced care lounge had been opened for patients able to visit and there were a range of activities available. The teams are providing what they can in a challenging estate.

GH added that she would be returning to the ward to complete the next BoSCA assessment to monitor the improvements being made.

PL asked whether volunteers were utilised to engage with patients in activities. TR confirmed in the first instance volunteers were used as dining champions to support patients with eating and drinking. As this had been completed successfully the Trust could explore further opportunities for volunteers.

DB stated he had completed two BoSCA assessments and they were a good way for governors to be involved in the system. The training was very inclusive and well organisation and was interactive.

Resolved:

The Council of Governors **received** the Governor feedback

Proposed resolution: that representatives of the press and other members of the public be excluded from the remainder of this meeting having regard for the confidential nature of the business to be transacted

CONCLUDING BUSINESS

CG073/23 Any Other Business

Appointment of External Auditor

AS advised that the Trust was due to appoint new External Auditors in 2024 and asked Governors if they would be interested in sitting on an appointment panel to let VC know. A training session would be arranged for January/February for this appointment process.

Quoracy of Council of Governor Meetings

The Chair raised the issue of quoracy at Council of Governor meetings and asked what actions could be undertaken to improve attendance. Governors agreed they preferred face to face Council of Governors Meetings and suggested it may be beneficial for the Trust to set out the requirements to becoming a governor during the nomination stage of the elections.

The next Council of Governors meeting would be held on 01 February 2024 at 2pm in BICs Rooms 1&2, Musgrave House.

Name	Role	Feb	Mar	Apr	July	Aug	Oct	Dec
Present								
Donna Hall	Chair	✓	A					
Niruban Ratnarajah	Chair				✓	✓	✓	✓
Oboh Achioyamen	Public Governor	-	-	✓	A	✓	✓	✓
Imteyaz Ali	Public Governor	-	A	A	A	-	-	-
Abdul Atcha	Appointed Governor						-	-
Martin Anderson	Staff Governor	A	A	✓	A	A		
Dave Bagley	Appointed Governor						✓	✓
Susan Baines	Appointed Governor	✓	-	-				
David Barnes	Public Governor	✓	A	✓	A	✓	✓	✓
Catherine Binns	Staff Governor	✓	-	✓	A	✓	✓	A
Malcolm Bristow	Public Governor						✓	✓
Cara Burns	Staff Governor						✓	✓
Elaine Catterall	Public Governor						A	A
Samantha Connor	Appointed Governor						-	-
Jean Cummings	Staff Governor						A	✓
Sumirna Cusick	Public Governor	✓	A	✓	✓	✓	A	A
Gary Burke	Public Governor	✓	✓	✓		A	✓	✓
Janice Drake	Public Governor	✓	✓	✓	A	✓		

David Edwards	Public Governor	✓	✓	A	A			
Mohammed Iqbal Essa	Public Governor	✓	✓	✓	A			
Edward Gorman	Public Governor						A	A
Dawn Hennefer	Appointed Governor	✓	A	A	A	A		
Tracey Holliday	Staff Governor	✓	A	✓	A	A		
Grace Hopps	Public Governor	✓	✓	✓	A	✓	✓	✓
Jane Howarth	Appointed Governor	-	-	A		✓		
Dorothy Kenworthy	Public Governor	-	A	-	A	✓	-	A
Pauline Lee	Public Governor	✓	✓	✓	A	✓	A	✓
Lindiwe Mashangombe	Staff Governor	A	✓	✓	✓	✓	✓	A
Kevin McKeon	Appointed Governor	✓	✓	-				
Champak Mistry	Public Governor	-	-	✓		✓	✓	A
Susan Moss	Staff Governor	A	A	✓	A	A	✓	A
Samir Naseef	Appointed Governor	A	A	A	A	A	A	A
Kayonda Hubert Ngamaba	Public Governor	-	✓	✓	✓	✓	✓	✓
Adele Nightingale	Appointed Governor						A	✓
Deborah Parker	Public Governor	✓	✓	✓	A	✓	✓	A
Jack Ramsay	Public Governor	✓	-	-	A	✓	A	✓
Melanie Rushton	Appointed Governor						A	✓
Ann Schenk	Public Governor	✓	✓	A	A	✓	✓	A
Jim Sherrington	Public Governor	A	A	✓				
David Thomas	Public Governor						✓	-
Dalton Thompson	Public Governor						✓	A
Leigh Vallance	Appointed Governor	✓	✓	✓	✓	✓		
Janet Whitehouse	Public Governor	✓	✓	✓	A	A		
Alan Yates	Public Governor	-	✓	A	A	A	A	A
Dawn Yates-Obe	Appointed Governor						A	A
In Attendance		Feb	Mar	April	July	Aug		
Zada Ali Shah	NED	A	*					
Francis Andrews	Medical Director	A	*	✓	A	A	*	✓
Malcom Brown	NED	A	A	✓	A	✓	*	
Seth Crofts	Associate NED							✓
Victoria Crompton	Corporate Governance Manager	✓	✓	✓	✓	✓	✓	✓
Tosca Fairchild	NED							A
Rebecca Ganz	NED	✓	*	A	✓	✓	*	✓
Sean Harriss	NED							✓
Bilkis Ismail	NED	✓	✓	A	A	A		
Sharon Katema	Director of Corporate Governance	✓	✓	✓	✓	✓	✓	✓
James Mawrey	Deputy CEO / Director of People	✓	*	✓	✓	✓	*	✓
Jackie Njoroge	NED / Deputy Chair	A	✓	✓	✓	A	*	✓
Fiona Noden	Chief Executive	✓	✓	✓	✓	✓	*	✓
Martin North	NED	A	*	✓	✓	✓	*	✓
Alan Stuttard	NED	✓	*	✓	✓	A	*	✓
Tyrone Roberts	Chief Nurse	✓	*	✓	✓	A	*	✓
Fiona Taylor	NED							✓
Annette Walker	Chief Finance Officer	✓	*	✓	✓	A	*	✓




Rae Wheatcroft	Chief Operating Officer	A	*	✓	A	✓	*	✓
Sharon White	Director of Strategy, Digital and Transformation	✓	*	✓	✓	✓	*	✓

*Attendance not required

Charitable Funds Committee Chair's Report




Name of Committee/Group:	Charitable Funds Committee	Report to:	Board of Directors
Date of Meeting:	04 December 2023	Date of next meeting:	04 March 2024
Chair:	Martin North, Non-Executive Director	Parent Committee:	Board of Directors
Members Present:	Sharon White, Francis Andrews, Alan Stuttard, Sharon Katema, Rachel Noble, Catherine Hulme (deputising for Annette Walker), Rachel Carter, Sarah Skinner and Abdul Goni	Quorate (Yes/No):	Yes (with deputies)
		Apologies received from:	Annette Walker

Key Agenda Items:	RAG	Lead	Key Points	Action/decision
Screening of Our Bolton NHS Charity video		SS	SS introduced the new Our Bolton NHS Charity video , which was funded by the NHS Charities Together development grant. https://www.youtube.com/watch?v=OAcKtH9jvQg	Charitable Funds Committee noted the video. Action: Explore feasibility of incorporating the video into corporate induction and on digital screens across the Trust footprint.
Finance report		CH	The charity's fund balances totalled £1,098k at 31 October 2023. There was a net decrease in funds of £101k for the seven months to 31 October 2023. The charity had received £81k in legacies to date in 2023/24, with just five legacies outstanding (totalling £2.6k). Work continued to streamline the call on funds, which stood at £209k (down from £360k as at 31 July 2023).	The Charitable Funds Committee noted the finance report.
Update on the draft annual report and accounts 2022/23		CH	The Committee received an update on the annual report and accounts for 2022/23. The Finance team had received the draft ISA260 and were reviewing the content. The Associate Director of Financial Accounts advised that the auditors had recommended some funds – currently deemed unrestricted – should be reclassified as restricted. The deadline for filing the accounts with the Charity Commission was 31 January 2024.	The Charitable Funds Committee noted the update.
Risk register deep dive		RN	The Committee received the Q3 review of the risk register with key changes to the register outlined. The charity continues to monitor ten live risks, with two risks scoring 12 or above (before mitigation).	The Charitable Funds Committee noted the risk register. Action: Update risk register based on discussion.

	No assurance – WILL have a significant impact on quality, operational or financial performance of the organisation if left unaddressed within 1 month;
	Moderate assurance – potential moderate impact on quality, operational or financial performance of the organisation if left unaddressed within 3 months
	Assured – no or minor impact on quality, operational or financial performance which can be managed through well documented controls/mitigation

Charitable Funds Committee Chair's Report

Key Agenda Items:	RAG	Lead	Key Points	Action/decision
Management fee review		RN	<p>The Committee received an overview of the work programme to review the Charity management fee, setting out:</p> <ul style="list-style-type: none"> Confirmed costs for 2023/24 The scope of the review for 2024/25 Work undertaken to date Progress reporting mechanism through the monthly Charity Senior Management Team meetings Timescales and next steps 	<p>The Charitable Funds Committee noted the presentation and scope of the management fee review.</p> <p>Action: Bring forward the management fee proposal to the Committee in March 2024.</p>
Our Bolton NHS Charity Q3 2023/24 highlight report		SS	<p>The Committee received the Q3 2023/24 highlight report noting:</p> <ul style="list-style-type: none"> Fundraising and grants Communications, marketing and media Charity-funded schemes Events Risks 	<p>The Charitable Funds Committee noted the highlight report.</p>
Our Bolton NHS Charity Q4 2023/24 outlook report		RN SS	<p>The Committee received:</p> <ul style="list-style-type: none"> A 'state of the sector' update An overview of work underway to align the investment of charitable funds with the Trust's capital plan Confirmation of the introduction of grant round for charitable funding applications Information on plans for networking through Greater Manchester Chambers of Commerce A summary of key fundraising dates in Q4 	<p>The Charitable Funds Committee noted the outlook report.</p>
Comments				
Risks escalated				
There are no risks to be escalated to the Board of Directors.				

	No assurance – WILL have a significant impact on quality, operational or financial performance of the organisation if left unaddressed within 1 month;
	Moderate assurance – potential moderate impact on quality, operational or financial performance of the organisation if left unaddressed within 3 months
	Assured – no or minor impact on quality, operational or financial performance which can be managed through well documented controls/mitigation

ALERT ADVISE ASSURE (AAA) Key Issues Highlight Report			
Name of Committee:	Quality Assurance Committee	Report to:	Board of Directors
Date of Meeting:	20 December 2023	Date of next meeting:	28 February 2024
Chair:	Fiona Taylor, NED	Meeting Quoracy: (Y/N)	Yes
Attendees:	Francis Andrews, Jackie Njoroge, Lianne Robinson, Martin North, Seth Crofts, Nicola Caffrey, Niruban Ratnarajah, Rae Wheatcroft, Sharon Katema, Sharon White, Sophie Kimber-Craig, Tyrone Roberts,	Apologies received:	Fiona Noden Carol Sheard Stuart Bates Harni Bharaj Sean Harriss.

AGENDA ITEMS DISCUSSED AT THE MEETING
<ul style="list-style-type: none"> • Annual Terms of Reference and Work-plan • Integrated Performance Report • Clinical Governance & Quality Committee Chairs Report • Quality Improvement Plan • Safeguarding Adult, Children and Looked After Children Annual Report 2022/23 • CQC Improvement Plan • Quarter 2 Learning Report • Maternity Incentive Scheme Year 5 Progress Update (CNST) • Serious Incident Report – SI 223575 • Serious Incident Report – SI 226376 • Risk Management Committee Chairs Report • Safeguarding Committee Chairs Report • Mortality Reduction Group Chairs Report • Group Health & Safety Chairs Report
ALERT
<ul style="list-style-type: none"> • Safeguarding Adult, Children and Looked After Children Annual Report 2022/23 – Report received and challenges noted by Committee in particular with lack of some statutory posts and increased demand noted. Requested interim report every six months for assurance and opportunity to ask for additional support. Re-looking into shared posts with ICB and LAC but not applicable to all vacancies.
ADVISE
<ul style="list-style-type: none"> • Integrated Performance Report – Noted the key points highlighted by Chief Nurse and Medical Director with lengthy discussion regarding Clinical Correspondence for which an assurance paper is being presented in February 2024. • Clinical Governance & Quality Committee Chairs Report – Received and noted the comments around Sepsis/NEWS mitigations in place and report for BoSCA being deferred to evidence the areas of concern and plans to address them.

- CQC Improvement Plan – Report received and noted some recommendations are outstanding but action plans are in place.
- Quarter 2 Learning Report – Report was received and detailed narrative was noted with an ask to evidence in future reports what progress is being made and next steps.

ASSURE

- Annual Terms of Reference and Work-plan – Approved the revised Terms of Reference and proposed work-plan for 2024. Revision to the Terms of Reference included a streamlined membership of Directors and Non-Executive Directors in order to improve governance and provide assurance.
- Quality Improvement Plan – Approved by the Committee and will be shared with Board of Directors. Committee to receive update on implementation of methodology in other areas.
- Maternity Incentive Scheme Year 5 Progress Update (CNST) – All 10 Safety Actions are on track for completion in Year 5. Submission date is 1st February 2024 and J Cotton is confident evidence will meet compliance threshold.
- Serious Incident Report SI 223575 – Received and action plan noted. No further comments.
- Serious Incident Report SI 226376 - Received and action plan noted. No further comments.
- Chairs Reports from Risk Management, Mortality Reduction and Group Health & Safety – These were received and taken as read with no further comments. Going forward these will no longer be received by the Committee as will be monitored through Clinical Governance & Quality Committee.

New risks identified at the meeting:

None.

Review of the Risk Register:

Not reviewed.

Report Title:	Our Bolton NHS Charity's Annual Report and Accounts for year ending 31 March 2023
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Meeting:	Council of Governors	Purpose	Assurance	✓
Date:	01 February 2024		Discussion	
Exec Sponsor	Sharon White, Director of Strategy, Digital and Transformation		Decision	✓

Purpose	To provide the Council of Governors with a copy of Our Bolton NHS Charity's annual report and accounts and the letter of representation.
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Summary:	<p>The annual report and financial statements describe the structure, governance and management of the Charity; provide a breakdown of income and expenditure; outline some of our key priorities for 2023/24 and set out the financial position for the year ending 31 March 2023.</p> <p>The annual report and accounts will be submitted to the Charity Commission by the deadline of 31 January 2024.</p>
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Previously considered by:	Charitable Funds Committee
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Proposed Resolution	The Council of Governors is asked to receive the Our Bolton NHS Charity's annual report and accounts to 31 March 2023
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This issue impacts on the following Trust ambitions			
<i>To provide safe, high quality and compassionate care to every person every time</i>		<i>Our Estate will be sustainable and developed in a way that supports staff and community Health and Wellbeing</i>	✓
<i>To be a great place to work, where all staff feel valued and can reach their full potential</i>	✓	<i>To integrate care to prevent ill health, improve wellbeing and meet the needs of the people of Bolton</i>	
<i>To continue to use our resources wisely so that we can invest in and improve our services</i>	✓	<i>To develop partnerships that will improve services and support education, research and innovation</i>	✓

Prepared by:	Sarah Skinner, Charity Manager and Karen Sharples, Finance Manager	Presented by:	Sharon White, Director of Strategy, Digital and Transformation Annette Walker, Director of Finance
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Glossary – definitions for technical terms and acronyms used within this document

BMCC	Bolton Masjids Chanda Committee
CIC	Community Interest Company
FICare	Family Integrated Care
FRS	Financial Reporting Standard
ISA	International Standard on Auditing
LED	Light-Emitting Diode
NICU	Neonatal Intensive Care Unit
RBH	Royal Bolton Hospital
RBS	Royal Bank of Scotland
SIBA	Specialist Interest Bearing Account
SORP	Statement of Recommended Practice
UK GAAP	UK Generally Accepted Accounting Practice
VAT	Value-Added Tax



Registered as a charity number: 1050488

Annual Report and Financial Statements

Year ending 31st March 2023

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Chair's statement



It is my pleasure to present the annual report and audited financial statements for Our Bolton NHS Charity for the year ending 31st March 2023.

As the official NHS charity partner of Bolton NHS Foundation Trust, we go over and above what the NHS is expected to provide to make a lasting and meaningful difference to the people of Bolton. Our mission is to invest in the latest technology and research; make improvements to the care environment and experience so patients feel comfortable and at ease, and fund specialist training and wellbeing support so our staff provide the highest standard of care to our patients.

Throughout 2022/23, we continued to receive valued support from the local Bolton community with £556,000 in legacy donations and £19,000 from gifts in kind. In this first year without Covid-19 restrictions, we were delighted to see the return of community fundraising, which contributed to £141,000 in donations, and continue to be humbled by the reasons our supporters fundraise in aid of Our Bolton NHS Charity.

Acting on behalf of the Corporate Trustee, we have a legal duty to ensure that money received is used appropriately and responsibly. In 2022/23, we invested £669,000 in a range of schemes designed to improve staff wellbeing and the patient experience at Bolton NHS Foundation Trust. A full breakdown of direct charitable expenditure can be found on page 12, but a particular highlight is the complete refurbishment of the faith facilities at Royal Bolton Hospital.

The revamped faith facilities include a bright and spacious mosque, temple and community hub, which offers a versatile space for communities to come together as well as a place to host staff network and support events. The project – costing £426,000 – was funded through donations to Our Bolton NHS Charity and a grant from NHS Charities Together. The facilities are intended to support the spiritual wellbeing of staff, patients and visitors, and were officially opened by the Mayor of Bolton in March 2023, coinciding with the start of Ramadan.

“This charitable investment is a really unique and impressive way of improving staff and patient experience through spiritual wellbeing and valuing cultural diversity. We’re really proud to have been a part of this, and having listened to staff and various community groups in Bolton, there is no doubt this will be a very special space for years to come.”

Ellie Orton OBE, CEO at NHS Charities Together

Looking ahead to 2023/24, the NHS’ 75th birthday will provide a special opportunity to reflect on our achievements, but we will continue to build on our progress with the launch of our three-year strategy (delayed from 2021/22) and plans for investment in Our Bolton NHS Charity thanks to further grant-funding from NHS Charities Together.

On behalf of the Charitable Funds Committee, I would like to take this opportunity to thank our incredible donors, volunteers and supporters, without whom, none of the above would have been possible. We have exciting and ambitious plans for 2023/24, but we cannot deliver them on our own so please get involved and help us make a lasting and meaningful difference to the people of Bolton.

Martin North
Chair of the Charitable Funds Committee

Reference and administrative details

Our Bolton NHS Charity, registered charity number 1050488, is administered and managed by the corporate trustee – Bolton NHS Foundation Trust. The Bolton NHS Foundation Trust Board of Directors has delegated responsibility for the on-going management of funds to the Charitable Funds Committee, which administers the funds on behalf of the corporate trustee.

The Charity's annual accounts for the year ended 31st March 2023 have been prepared by the Corporate Trustee in accordance with the Charities Act 2022 and Statement of Recommended Practice (SORP): Accounting and Reporting by Charities published in 2015. The Charity's accounts include all the separately established funds for which the Bolton NHS Foundation Trust is the sole beneficiary.

The main charity, Our Bolton NHS Charity, was entered on the central register of charities on 20th October 1995, as Bolton Hospitals NHS Trust Endowment Fund and renamed by supplemental deeds on 5th October 2005, 5th June 2009, 13th September 2011 and 27th July 2021.

Charitable funds received by the Charity are accepted, held and administered as funds and property held on trust for purposes relating to the health service in accordance with the National Health Service Act 1977 and the National Health Service and Community Care Act 1990 and these funds are held on trust by the corporate body.

The principal office for the Charity is:

Bolton NHS Foundation Trust,
Trust Headquarters,
Royal Bolton Hospital,
Minerva Road,
Farnworth,
Bolton,
BL4 0JR

Principal staff (employed by Bolton NHS Foundation Trust):

- Sharon White, Director of Strategy, Digital and Transformation
- Rachel Noble, Deputy Director of Strategy
- Sarah Skinner, Charity Manager
- Karen Sharples, Finance Manager
- Abdul Goni, Charity Engagement Coordinator

The following services were retained by the Charity during 2020/21:

Bankers

Royal Bank of Scotland,
Bolton Central Branch,
46-48 Deansgate,
Bolton,
BL1 1BH

Solicitors

Hempsons Solicitors
City Tower,
Piccadilly Plaza,
Manchester,
M1 4BT

External Auditor

KPMG
One St Peter's Square
Manchester
M2 3AE

Structure, governance and management

Structure of funds

The Charity currently has three special purpose trusts/funds.

As at March 2023, the Trust had 61 individual funds relating to individual wards and departments. Ward Managers and Heads of Department manage funds at a local level and all expenditure is authorised in accordance with the Trust's standing financial instructions, standing orders and charitable fund procedures.

Charitable Funds Committee

The Charitable Funds Committee acts on behalf of the Corporate Trustee and is responsible for the overall management of the Charity. Key duties of the Charitable Funds Committee include:

- Controlling, managing and monitoring the use of funds
- Providing support, guidance and encouragement for fundraising activities
- Ensuring that 'best practice' is followed in the conduct of all its affairs
- Providing updates to the Board of Directors on the activity, performance and risks of the charity

Risk management

The major risks to which the Charity is exposed have been identified and considered. Internal audit reviews will continue to take place on a cyclical basis to ensure controls are appropriate. The Corporate Trustee is satisfied that systems are in place to mitigate exposure to identified risks and will review on an annual basis as per the Charitable Funds Committee terms of reference.

Investment policy

The majority of funds are held in the Specialist Interest Bearing Account (SIBA).

Reserves policy

The policy of the Corporate Trustee is to apply, wherever possible and without delay, all funds to charitable purposes within the Trust. Expenditure is approved only where sufficient funds are available.

Our objectives and activities

Objective

Our objective is not to fund patient care, but to enhance and improve it, providing funding for projects that are over and above those served by NHS funding.

We aim to increase both income and expenditure of funds for the primary purpose of enhancing the patient experience within the Trust, which includes:

- Improvements to the internal and external environments
- Providing additional services
- Enhanced staff training and development
- Purchasing new equipment
- Research and development

In setting the objectives and activities of the Charity, the Corporate Trustee has given due consideration to the Charity Commission's published guidance on public benefit.

Mission statement

Through the receipt of donations, legacies, fundraising activities and appeals, Our Bolton NHS Charity will further improve the provision of high quality patient care, specialist training and education for staff and the provision of amenities for both patients and staff, which are not fully covered or supported by central NHS funds.

Activities

We continue to be supported by individuals, community groups, charities and institutions. A range of individuals and groups have held events to raise funds for their chosen cause.

Where our funds came from

In 2022/23, the Charity received £141,000 from donations, £556,000 from legacies, and £19,000 from gifts in kind.

The year in review

Following two incredibly challenging years at the hands of the Covid-19 pandemic, 2022/23 marked the start of the post-pandemic era with the cessation of all Covid-19 restrictions and a firm focus on recovery and future resilience. However, while the pandemic has undoubtedly heightened public awareness of the contribution that charities (including NHS charities) make to society, optimism for income generation and financial stability has been tempered by rising inflation, resulting in a cost of living crisis that has seen demand for charities increase significantly but financial support from some donors and funders decrease.

Charity strategy and development

We are delighted to have written our first charity strategy, which sets out our objectives for 2023 to 2026 and describes how we will:

- Raise our profile and become the charity of choice for the people of Bolton
- Increase our charitable income and make the best use of our resources
- Make a lasting and meaningful difference to the people of Bolton

2022/23 has been a foundational year ahead of the launch of the strategy in April 2023 and – as such – our focus has been on building relationships within Bolton NHS Foundation Trust, across our community and nationally with our charity partners, including NHS Charities Together.

NHS Charities Together development grant

A one-off grant of up to £30,000 per NHS member charity is available through NHS Charities Together development grants programme. The objective of the development grant programme is to empower the NHS charity sector to be high performing, effective and impactful and grants awarded must:

- Be used on the charity itself, not the wider NHS Trust
- Build capacity, not fund existing resources
- Demonstrate impact, sustainability and value for money

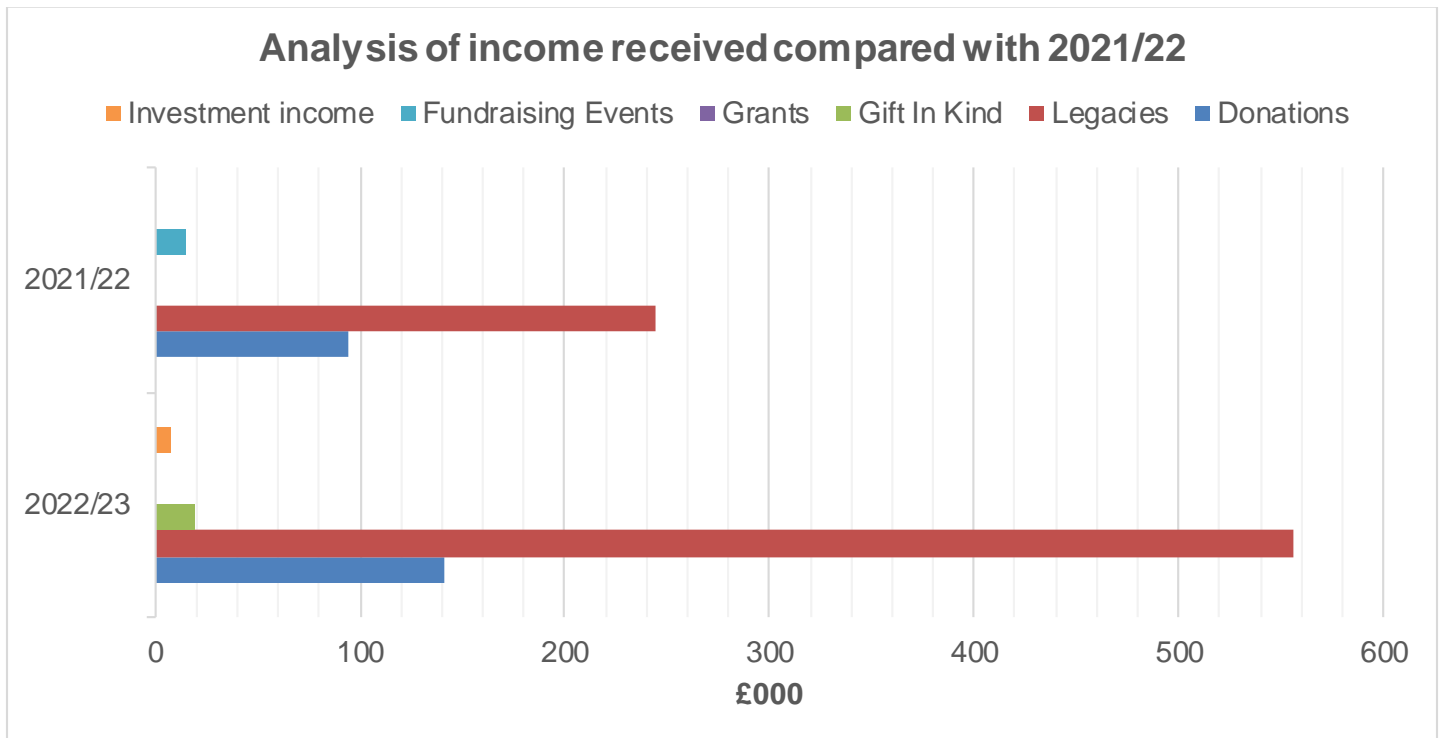
Following appropriate consultation with key stakeholders, we submitted our application for the £30k grant in December 2022, which focused on three key areas: operations, fundraising and influencing. Assuming we are successful, the development grant will equip the charity team with the knowledge, skills and materials required to deliver the three-year strategy.

Award nominations

Our Bolton NHS Charity's winter appeal: The Small Things was shortlisted in the 'Best Charity Campaign' category of the NHS Communicate 2022 awards. The award – sponsored by NHS Charities Together – recognises charitable campaigns that have delivered exceptional engagement and impact across the NHS, galvanising stakeholders and communities to create tangible and lasting benefits for staff, patients and carers. Unfortunately, Our Bolton NHS Charity did not win; however, it was wonderful to be recognised amongst much larger, independent NHS charities, including the Royal Free Charity and the Addenbrook Charitable Trust.

Income analysis

The total income for 2022/23 was £724,000 compared with £353,000 in 2021/22. The majority of income came from donations (including funds raised through 'in aid of' events) and legacies, which increased by 50% and 127% respectively when compared with 2021/22.



Fundraising highlights

Fundraising by Bolton NHS Foundation Trust employees



Bolton NHS Foundation Trust employees raised more than £10,880 for Our Bolton NHS Charity across three separate fundraising events during May and June 2022. The Breast Services team organised a glitter ball, which raised £7,930 and helped to fund mastectomy bras so women who undergo a mastectomy can leave hospital with a greater degree of confidence. The Health Improvement Nursing team cycled the 218.4 virtual miles between the Royal Bolton Hospital and the Florence Nightingale Statue in London in under 12 hours, raising £2,060 to enhance patient and relatives' facilities on the children's ward. And members of the Strategy and Transformation team took on the Yorkshire Three Peaks and completed the 24 miles (including 1,585 metres of ascent) in 13.5 hours, raising £790 for the Small Things appeal.

Fundraising by former patients and their families

The mother and grandmother of twins, who were cared for by staff on Bolton Neonatal Unit back in 2019, organised their third World Prematurity Day charity ball and raised over £19,000 split equally between Our Bolton NHS Charity, Bliss Charity and Ronald McDonald House Charity. Funds raised will contribute towards Bolton Neonatal Unit's efforts to become an accredited FICare provider and empower parents to become confident in caring for their baby, through staff education and support; parent education, NICU environment and psychosocial support.



Fundraising by the local business community



In September 2022, Gareth Price took on the Italian Alps and Dolomites in recognition of the care his partner received from maternity staff when she gave birth to their daughter at Royal Bolton Hospital in 2018. Gareth – Director of Bolton Spin Studio and Founder of Tunity CIC – set himself the ambitious target of cycling 10,000 metres elevation in six days. Despite challenging weather conditions, Gareth finished with half a day to spare and raised more than £600. Gareth has since pledged to support Our Bolton NHS Charity for the next 12 months with another three endurance challenges planned, including the Yorkshire 3 Peaks.

Fundraising by the local school community

Kings Leadership Academy approached us with a proposal to raise £2,000 to buy presents for children in hospital over Christmas. Following discussion with the Charity Manager about the sustainable impact of one-off gifts versus equipment that could distract and entertain hundreds of paediatric patients every year, the organisers agreed to donate the £2,800 raised and create a lasting legacy at Royal Bolton Hospital. The funds will be used to purchase the children's ward's first medical gaming cart, which is anticipated to benefit more than 2,000 young patients each year.



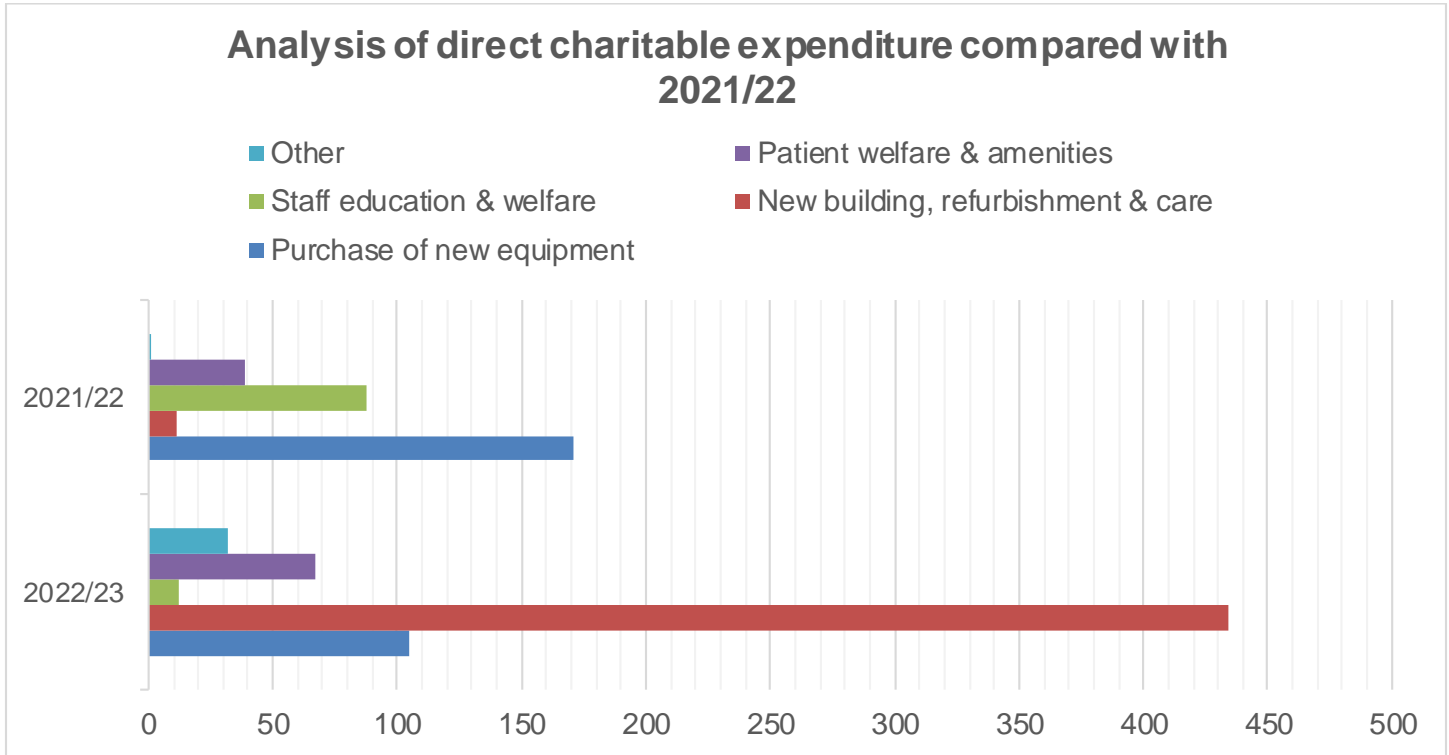
Fundraising by the local faith communities



Bolton Masjids Chanda Committee and Bolton Council of Mosques invited donations from the local Muslim community during Ramadan 2022 and raised £38,240.34, which contributed towards the relocation and refurbishment of faith facilities at the Royal Bolton Hospital. The aim of this project is to increase the footprint and capacity of the existing Mosque and Temple so they better meet the needs of our Muslim and Hindu colleagues, volunteers and patients, as well as providing a multi-functional community space that can be used for bereavement support as well as meetings, conferences and events.

Expenditure analysis

Of the £753,000 total expenditure (£387,000 in 2021/22), £650,000 (£310,000 in 2021/22) was on direct charitable activities across a range of programmes, for the benefit of patients, service-users and the local health community. The remaining £103,000 is attributed to gifts in kind (£19,000) for the benefit of patients, and governance costs (£84,000), which relate to statutory external audit and staffing costs.



Charity-funded schemes and expenditure highlights

Improvements to staff, patient and visitors' facilities

Thanks to grant-funding from NHS Charities Together and the support of the local Muslim and Hindu community, Our Bolton NHS Charity funded the complete refurbishment of the faith facilities at the Royal Bolton Hospital. The enhanced facilities (including a new community hub) supports the Trust to better meet the religious, spiritual and pastoral needs of patients and service-users, which is understood to improve health outcomes. Similarly, the quality of staff rest facilities (including faith and prayer rooms) is a strong contributor to employee health and well-being, which – in turn – contributes to the provision of high-quality patient care.



Purchasing new equipment and supporting research



We have funded a CMAC video laryngoscope, which has been used with great success to facilitate neonatal intubation in babies from 500g up to 4kg. The video laryngoscope also facilitates a process called 'less invasive surfactant administration' (LISA) in pre-term infants with respiratory distress syndrome, without the need for mechanical ventilation, which can reduce the risk of death or chronic lung disease. The video laryngoscope is also supporting Bolton NHS Foundation Trust's participation in SurfON, which is a multicentre, randomised controlled trial, designed to determine how best to treat babies born two to six weeks prematurely with breathing problems. To date, 20 patients from Royal Bolton Hospital have been recruited to participate in the national trial, which has just received a 26-month extension and will now run until 2025.

Supporting staff wellbeing, training and development

Thanks to a legacy bequeathed to Our Bolton NHS Charity in support of staff training and development, we have funded a range of resources to facilitate restorative supervision sessions for colleagues at Bolton NHS Foundation Trust. Restorative supervision is a form of psychological support that helps colleagues manage the emotional demands of their role, while encouraging innovation to shape and improve services for the benefit of patients. Evaluation of the model shows professionals who engage with restorative supervision are more clinically effective, are less likely to be off sick, and develop better workplace relationships (Wallbank, 2012).



The small things that make a big difference



As part of our ongoing commitment to equality, diversity and inclusion, we funded Ramadan packs (including organic dates, Miswak and prayer beads) and Eid cards for Muslim patients, and Lakshmi shadowdiyas, LED tea lights and Diwali cards for Hindu patients, so those of faith can continue to observe and celebrate religious festivals even though they are in hospital or recuperating in intermediate care. This items are in addition to the Christmas presents we fund every year and will complement the new faith facilities that are now open at Royal Bolton Hospital.

Looking ahead to 2023/24

2023/24 will be another important year for Bolton NHS Foundation Trust as it will see the launch of a refreshed corporate strategy and the new clinical strategy. We know the Trust is focused on becoming a truly impactful 'anchor institution' in Bolton, supporting people to stay healthy and well for as long as possible; to be a fantastic employer and educational partner, and – over the long term – to reduce the health and societal inequalities that are sadly faced by many people in Bolton. As the Trust broadens its focus to improve health and outcomes across Bolton, Our Bolton NHS Charity will be a key partner in delivery of the Trust's vision.

Launch of Our Bolton NHS Charity's three-year strategy

2023/24 will see the launch of our three-year strategy. We will be focussing on 'high-return' activities that will raise the profile of Our Bolton NHS Charity while driving fundraising income so we can continue to improve the NHS experience for patients:

- Developing our staff (through the NHS Charities development grant) to ensure we have the knowledge and skills to deliver the strategy
- Developing a visual presence for the charity across all of the organisations buildings, livery and into Bolton
- Telling the story of Our Bolton NHS Charity through human interest pieces on all of our channels
- Engaging with staff through the corporate induction process and informal drop-ins so colleagues can learn more about Our Bolton NHS Charity and share their ideas
- Automating our processes to offer a frictionless giving experience for our donors and fundraisers
- Recruiting internal Charity Champions to act as advocates for our work
- Engaging and networking with the local businesses, education organisations and community groups
- Developing a donor stewardship programme with the aim of increasing the volume of regular donors

NHS 75 celebrations and leveraging support for Our Bolton NHS Charity



5 July 2023 marks the 75th anniversary of the NHS, and NHS 75 will provide a year-long opportunity to thank all NHS staff and volunteers, past and present, who have made the organisation what it is.

NHS England is encouraging members of the public to get involved with NHS 75 in a number of ways, including supporting their local NHS charity. We believe there is a lovely synergy between the local community working in partnership with Our Bolton NHS Charity, given many residents are born at the Royal Bolton Hospital; work for Bolton NHS Foundation Trust, or access the many services we provide across the conurbation. As such, NHS 75 presents a very special opportunity to raise the profile and leverage support for Our Bolton NHS Charity with local businesses, education organisations and local community groups.

Statement of the Corporate Trustee's responsibilities

Under the Trust deed of the charity and charity law, the Corporate Trustee is responsible for preparing a Trustees' Annual Report and the financial statements in accordance with applicable law and regulations. The Corporate Trustee is required to prepare the financial statements in accordance with UK Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

The financial statements are required by law to give a true and fair view of the state of affairs of the charity and of the incoming resources and application of resources for that period.

In preparing these financial statements, generally accepted accounting practice entails that the trustees: select suitable accounting policies and then apply them consistently:

- make judgements and estimates that are reasonable and prudent
- state whether applicable UK Accounting Standards and the Statement of Recommended Practice have been followed, subject to any material departures disclosed and explained in the financial statements
- state whether the financial statements comply with the trust deed, subject to any material departures disclosed and explained in the financial statements
- assess the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern
- use the going concern basis of accounting unless they either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so

The Corporate Trustee is required to act in accordance with the trust deed of the charity, within the framework of trust law. It is responsible for keeping accounting records which are sufficient to show and explain the charity's transactions and disclose at any time, with reasonable accuracy, the financial position of the charity at that time, and to enable the Corporate Trustee to ensure that, where any statements of accounts are prepared by them under section 132(1) of the Charities Act 2022, those statements of accounts comply with the requirements of regulations under that provision.

It is responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the charity and to prevent and detect fraud and other irregularities. These financial statements were approved by the Corporate Trustee on 25th January 2024 and were signed on its behalf by:

Martin North
Chair of the Charitable Funds
Committee

Annette Walker
Director of Finance

Sharon White
Director of Strategy, Digital and
Transformation

Statement of financial activities for the year ended 31st March 2023

	Note	Restricted Funds	Un-Restricted Funds	Endowment Funds	Total Funds 2023	Total Funds 2022
		£000	£000	£000	£000	£000
Incoming Resources:						
Incoming resources from generated funds:						
Voluntary income:	3					
Donations		60	81	0	141	94
Legacies		0	556	0	556	244
Gift In Kind		0	19	0	19	0
Grants		0	0	0	0	0
Sub total voluntary income		60	656	0	716	338
Activities for generating funds:						
Fundraising Events	9	0	0	0	0	15
Investment income	4	1	7	0	8	0
Total incoming resources		61	663	0	724	353
Resources Expended						
Costs of generating funds:						
Fundraising Cost	9	0	0	0	0	1
Sub total cost of generating funds		0	0	0	0	1
Charitable activities:						
Purchase of new equipment		32	92	0	124	171
New building, refurbishment & care		167	267	0	434	11
Staff education & welfare		9	3	0	12	88
Patient welfare & amenities		2	45	0	47	39
Other		0	32	0	32	1
Sub total direct charitable expenditure		210	439	0	650	310
Other resources expended						
Gift In Kind	5	0	19	0	19	0
Governance Costs	6	7	77	0	84	76
Total resources expended		217	535	0	753	387
Net incoming/(outgoing) resources before transfers		(156)	127	0	(29)	(34)
Net incoming/(outgoing) resources before other recognised gains and losses		(156)	127	0	(29)	(34)
Net movement in funds		(156)	127	0	(29)	(34)
Reconciliation of Funds						
Total Funds brought forward		610	785	42	1,437	1,471
Total Funds carried forward		454	912	42	1,408	1,437

Balance sheet for the year ended 31st March 2023

	Note	Restricted Funds	Un-Restricted Funds	Endowment Funds	Total Funds 2023 £000	Total Funds 2022 £000
		£000		£000		
Current assets:	10					
Debtors		0	6	0	6	8
Cash and Cash Equivalents		458	952	42	1,452	1,464
Total current assets		<u>458</u>	<u>958</u>	<u>42</u>	<u>1,458</u>	<u>1,472</u>
Liabilities	11					
Creditors falling due within one year		(3)	(47)	0	(50)	(35)
Net current assets or liabilities		<u>455</u>	<u>911</u>	<u>42</u>	<u>1,408</u>	<u>1,437</u>
Total assets less current liabilities		455	911	42	1,408	1,437
Net assets or liabilities		<u>455</u>	<u>911</u>	<u>42</u>	<u>1,408</u>	<u>1,437</u>
The funds of the charity:						
Endowment funds		0	0	42	42	42
Restricted Income Funds		455	0	0	455	610
Un-Restricted income funds		0	911	0	911	785
Total charity funds		<u>455</u>	<u>911</u>	<u>42</u>	<u>1,408</u>	<u>1,437</u>

The notes at pages 19 to 27 form part of these accounts.

Signed:

Name: Annette Walker

Date:

Statement of cash flow for the year ended 31st March 2023

	2023 £000	2022 £000
Net movement in funds for the reporting period (as per the statement of financial activities)	(29)	(34)
Adjustments for:		
(Increase)/decrease in debtors	2	(4)
Increase/(decrease) in creditors	15	2
Net Cash provided by (used in) operating activities	<u>(12)</u>	<u>(36)</u>
Cash Flows from investing activities:		
Dividends, interest and rents from investments	<u>0</u>	<u>0</u>
Net cash provided by (used in) investing activities	<u>0</u>	<u>0</u>
Change in Cash and cash equivalents in the reporting period	(12)	(36)
Cash and cash equivalents at the beginning of the reporting period	1,464	1,500
Cash and cash equivalents at the end of the reporting period	<u>1,452</u>	<u>1,464</u>

Notes on the accounts

1. Accounting Policies

a) Basis of preparation

The financial statements have been prepared under the historic cost convention, with the exception of investments which are included at market value. The financial statements have been prepared in accordance with Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Charities Act 2011.

The trust constitutes a public benefit entity as defined by FRS 102.

Going Concern

The financial statements have been prepared on a going concern basis, which the Corporate Trustee considers to be appropriate for the following reasons. The business model of the charity is such that its charitable activities are limited to those which it has sufficient funds to support from the excess of funding received over the cost of administering the charity. The charity therefore has no specific commitments and no committed costs beyond its fixed costs of operation, which are detailed in note 6.

The Corporate Trustee has reviewed the cash flow forecasts for a period of 12 months from the date of approval of these financial statements, which indicate that the charity will have sufficient funds to meet its liabilities as they fall due for that period.

b) Income and Endowments

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably.

Donations, are recognised when the Charity has been notified in writing of both the amount and settlement date. In the event that a donation is subject to conditions that require a level of performance before the charity is entitled to the funds, the income is deferred and not recognised until either those conditions are fully met, or the fulfilment of those conditions is wholly within the control of the charity and it is probable that those conditions will be fulfilled in the reporting period.

Gifts in kind are valued at estimated fair market value at the time of receipt.

Legacy gifts are recognised on a case-by-case basis following the granting of probate when the administrator/executor for the estate has communicated in writing both the amount and settlement date. In the event that the gift is in the form of an asset other than cash or a financial asset traded on a recognised stock exchange, recognition is subject to the value of the gift being reliably measurable with a degree of

reasonable accuracy and the title to the asset having been transferred to the charity.

Interest on funds held on deposit is included when receivable and the amount can be measured reliably by the charity; this is normally upon notification of the interest paid or payable by the bank. Dividends are recognised once the dividend has been declared and notification has been received of the dividend due. This is normally upon notification by our investment advisor of the dividend yield of the investment portfolio.

c) Expenditure Recognition

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

All expenditure is accounted for on an accruals basis. All expenses including support costs and governance costs are allocated or apportioned to the applicable expenditure headings. For more information on this attribution refer to note (e) below.

Grants payable are payments made to third parties in the furtherance of the charitable objects of the Charity. In the case of an unconditional grant offer this is accrued once the recipient has been notified of the grant award. The notification gives the recipient a reasonable expectation that they will receive the one-year or multi-year grant. Grants awards that are subject to the recipient fulfilling performance conditions are only accrued when the recipient has been notified of the grant and any remaining unfulfilled condition attaching to that grant is outside of the control of the Charity.

Provisions for grants are made when the intention to make a grant has been communicated to the recipient but there is uncertainty as to the timing of the grant or the amount of grant payable.

The provision for a multi-year grant is recognised at its present value where settlement is due over more than one year from the date of the award, there are no unfulfilled performance conditions under the control of the Charity that would permit the Charity to avoid making the future payment(s), settlement is probable and the effect of discounting is material. The discount rate used is the average rate of investment yield in the year in which the grant award is made. This discount rate is regarded by the trustees as providing the most current available estimate of the opportunity cost of money reflecting the time value of money to the Charity.

Grants are only made to related or third party NHS bodies and non-NHS bodies in furtherance of the charitable objects of the funds. A liability for such grants is recognised when approval has been given by the Trustee. The NHS Foundation Trust has full knowledge of the plans of the Trustee, therefore a grant approval is taken to constitute a firm intention of payment, which has been communicated to the NHS Foundation Trust, and so a liability is recognised.

d) Allocation of overhead, support and governance costs

Overhead and support costs have been allocated as a direct cost or apportioned on an appropriate basis (see note 6) between Charitable Activities and Governance Costs. Once allocation and/or apportionment of overhead and support costs has been made the remainder is apportioned to funds on a transactional basis.

Governance costs comprise of all costs incurred in the governance of the Charity. These costs include costs related to statutory audit together with an apportionment of overhead and support costs.

e) Expenditure on raising funds

The costs of raising funds are those costs attributable to generating income for the Charity, other than those costs incurred in undertaking charitable activities or the costs incurred in undertaking trading activities in furtherance of the Charity's objects. The expenditure on raising funds represent fundraising costs together with investment management fees. Fundraising costs include expenses for events and the costs for the fundraiser's salary, this is recharged to the Charity by the Foundation Trust.

f) Expenditure on charitable activities

Costs of charitable activities include grants made, governance costs and an apportionment of overhead and support costs as shown in note 6.

g) Irrecoverable VAT

Irrecoverable VAT is charged against the category of resources expended for which it is incurred.

h) Funds structure

Where there is a legal restriction on the purpose to which a fund may be put, the fund is classified as an endowment fund, where the donor has expressly provided that only the income of the fund may be applied, or as a restricted income fund where the donor has provided for the donation to be spent in furtherance of a specified charitable purpose. The major funds held within these categories are disclosed in note 14.

i) Realised gains and losses

All gains and losses are taken to the Statement of Financial Activities as they arise. Realised gains and losses on investments are calculated as the difference between sales proceeds and opening market value (purchase date if later). Unrealised gains and losses are calculated as the difference between the market value at the year end and opening market value (or purchase date if later). Realised and unrealised gains and losses are combined in the Statement of Financial Activities.

j) Going concern

In preparing these accounts the Corporate Trustee has considered the future activities of the Charity and consider it to be a going concern.

k) Transfer of Funds from NHS Bodies

There have been no transfers in 22/23 from NHS bodies.

2. Related party transactions

The Bolton NHS Foundation Trust receives grants from Our Bolton NHS Charity; the Foundation Trust is the Corporate Trustee of the Charity (note 7). During the year, the following were members of the Foundation Trust Board of Directors:

Fiona Noden, Chief Executive
Annette Walker, Chief Finance Officer
Rae Wheatcroft, Chief Operating Officer
Francis Andrews, Medical Director
Sharon White, Director of Strategy
James Mawrey, Director of Workforce and OD
Donna Hall, Chair of Bolton NHS Foundation Trust
Tyrone Roberts, Chief Nurse
Malcolm Brown, Non-Executive Director
Bilkis Ismail, Non-Executive Director
Jackie Njoroge, Non-Executive Director
Martin North, Non-Executive Director
Alan Stuttard, Non-Executive Director
Zada Ali Shah Non-Executive Director
Rebecca Ganz, Non-Executive Director
Sharon Katema, Director of Corporate Governance

None of the above has received honoraria, emoluments or expenses from the Charity for the year ended 31st March 2023.

During the year, no member of the key management staff or parties related to them has undertaken any material transactions with Our Bolton NHS Charity.

3. Analysis of voluntary income

	Restricted Funds £000	Un-Restricted Funds £000	Total Funds 2023 £000	Total Funds 2022 £000
<u>Donations</u>				
Breast Fund	8	10	18	10
Neonatal & Paediatric Services Fund	8	20	28	15
General Purposes Fund	42	24	66	39
Cancer Services	0	3	3	4
Critical Care Fund	0	4	4	4
Special Care for Special Babies	1	0	1	0
Other Funds (55)	1	20	21	22
Sub total	60	81	141	94
<u>Gift In Kind</u>				
General Purpose Fund	0	19	19	0
Sub total	0	19	19	0
<u>Legacies</u>				
General Purpose Fund	0	258	258	242
Cardiology	0	283	283	1
Ophthalmology	0	14	14	1
Stroke	0	1	1	0
Sub total	0	556	556	244
Total	60	656	716	338

4. Analysis of investment income

Gross income earned from:	2023 Held in UK £000	2022 Held in UK £000
Interest from Bank Account	8	0
Total	8	0

5. Analysis of charitable expenditure

The charity undertook direct charitable activities and made available grant support to Bolton NHS Foundation Trust in support of physical and cash donated assets.

	Activities undertaken directly £'000	Grant Funded activity £'000	Support Costs £'000	Gift In Kind £'000	2023 Total £'000	2022 Total £'000
Purchase of new equipment	100	24	16	0	140	212
New building, refurbishment & care	0	434	54	0	488	15
Staff education & welfare	12	0	1	0	13	110
Patient welfare & amenities	48	0	8	19	75	48
Other	32	0	4	0	36	2
Total	192	458	84	19	753	387

6. Allocation of support costs and overheads

Allocation and apportionment to Governance Costs	Allocated to Governance £'000	Residual for Apportionment £'000	2023 Total £'000	2022 Total	Basis of Apportionment
Salaries & related costs	77	106	183	158	Fixed and transactional
Statutory External Audit (inc VAT)	7	0	7	7	Governance
Total	84	106	190	165	

7. Analysis of grants

The Charity does not make grants to individuals. All grants are made to Bolton NHS Foundation Trust in the form of donated assets.

During the year, a cash grant of £425k was made to Bolton NHS Foundation Trust for the new Multi-Faith Centre on RBH site.

	Restricted £'000	Unrestricted £'000	Total 2023 £'000
Grant made available to Bolton NHS Foundation Trust in the form of cash	167	258	425
Total	167	258	425

8. Transfers between funds

There have been no transfer between funds during the year.

9. Analysis of fundraising events

There have been no fundraising events during the year.

10. Analysis of current assets

Debtors under 1 year	2023 Total £000	2022 Total £000
Accrued Income and Aged Debt	6	8
Total	6	8

Analysis of cash and deposits	2023 Total £000	2022 Total £000
R.B.S. Special Interest Bearing Account	1,442	1,454
R.B.S. Current Account	10	10
Total	1,452	1,464
Total Current Assets	1,458	1,472

11. Analysis of current liabilities and long term creditors

Creditors under 1 year	2023	2022
	Total £000	Total £000
Other creditors	19	15
Accruals	31	20
Total	50	35

12. Contingencies

The Trust has no contingent liabilities or assets.

13. Commitments

The Corporate Trustee recognises that it has commitments for goods or services that have yet to be received for £283,152.66.

14. Analysis of charitable funds

Material Funds	Balance b/fwd £000	Income £000	Resources Expended £000	Gains & Losses £000	Fund c/fwd £000
RBH General Purposes	696	343	(550)	0	489
Cancer Services	78	4	(6)	0	76
Cardiology	101	289	(81)	0	309
Elderly Medicine	13	0	(2)	0	11
Special Care for Special Babies	66	1	(23)	0	44
Community Funds	97	1	(12)	0	86
Breast Unit	52	19	(8)	0	63
Eye Unit	31	15	(7)	0	39
Other Funds	261	52	(64)	0	249
Total	1,395	724	(753)	0	1,366

The General Purposes Fund receives donations from donors who have not expressed a preference as to how the funds should be spent, these funds are used by the Corporate Trustee for any charitable purpose(s) related to Bolton Hospital.

During the year, the General Purposes fund has received donations in the form of a legacy and general donations. The General purpose fund has funded the Multi Faith Centre in the form of a grant to Bolton NHS Foundation Trust.

The Cancer Services Department receives many donations from grateful patients, funds are mainly used to purchase equipment for the department.

The Cardiology Department receives many donations from grateful patients and also from legacies, funds are mainly used to purchase equipment for the department. This year the department has purchased a stress test system with treadmill.

The Elderly Medicine Department receives many donations from grateful patients and also from legacies, funds are mainly used to purchase equipment for the department.

The Special Care for Special Babies campaign was launched in 2017 and the funds will be used to create a spacious and calm environment for families to be with their babies. This year the department has purchased furniture for the parental accommodation.

The Community Services Department receives many donations from grateful patients and also from legacies, funds are mainly used to purchase medical equipment for community services.

The Breast Unit receives many donations from grateful patients and also from legacies, funds are mainly used to purchase equipment for the department. Funds are used mainly used to purchase medical equipment and post op kits.

15. Post balance sheet events

There have been no post balance sheet events that require disclosure.

Debra Chamberlain
Director
KPMG LLP
15 Canada Square
London
E14 5GL

25th January 2024

Dear Debra,

This representation letter is provided in connection with your audit of the financial statements of Our Bolton NHS Charity ("the Charity") for the year ended 31 March 2023, for the purpose of expressing an opinion:

- i. as to whether these financial statements give a true and fair view of the state of the Charity's affairs as at year end and of its surplus or deficit for the financial year then ended;
- ii. whether the financial statements have been properly prepared in accordance with UK Generally Accepted Accounting Practice (including Charities SORP FRS 102: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)); and
- iii. whether the financial statements have been prepared in accordance with the Charities Act 2011.

These financial statements comprise the Balance Sheet, the Statement of Financial Activities, the Statement of Cash Flow and notes, comprising a summary of significant accounting policies and other explanatory notes.

The Corporate Trustee confirms that the Charity meets the definition of a qualifying entity and meets the criteria for applying the disclosure exemptions with FRS 102.

The Corporate Trustee confirms that the Charity is exempt from the requirement to prepare consolidated financial statements.

The Corporate Trustee confirms that the representations made in this letter are in accordance with the definitions set out in the Appendix to this letter.

The Corporate Trustee confirms that, to the best of its knowledge and belief, having made such inquiries as it considered necessary for the purpose of appropriately informing themselves:

Financial statements

1. The Trustee has fulfilled its responsibilities, as set out in the terms of the audit engagement dated 15th March 2022, for the preparation of financial statements that:
 - i. give a true and fair view of the state of the Charity's affairs as at the end of its financial year and of its surplus or deficit for that financial year;
 - ii. have been properly prepared in accordance with UK Generally Accepted Accounting Practice ("UK GAAP") (including Charities SORP FRS 102: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)); and
 - iii. have been prepared in accordance with the Charities Act 2011. The financial statements have been prepared on a going concern basis.
2. The methods, the data and the significant assumptions used in making accounting estimates and their related disclosures are appropriate to achieve recognition, measurement or disclosure that is reasonable in the context of the applicable financial reporting framework.
3. All events subsequent to the date of the financial statements and for which section 32 of FRS 102 requires adjustment or disclosure have been adjusted or disclosed.
4. The effects of uncorrected misstatements are immaterial, both individually and in aggregate, to the financial statements as a whole. A list of the uncorrected misstatements is attached to this representation letter.

Information provided

5. The Corporate Trustee has provided you with:
 - access to all information of which it is aware, that is relevant to the preparation of the financial statements, such as records, documentation and other matters;
 - additional information that you have requested from the Trustee for the purpose of the audit; and
 - unrestricted access to persons within the Charity from whom you determined it necessary to obtain audit evidence.
6. All transactions have been recorded in the accounting records and are reflected in the financial statements.
7. The Corporate Trustee confirms the following:
 - i. The Corporate Trustee has disclosed to you the results of its assessment of the risk that the financial statements may be materially misstated as a result of fraud.

Included in the Appendix to this letter are the definitions of fraud, including misstatements arising from fraudulent financial reporting and from misappropriation of assets.

- ii. The Corporate Trustee has disclosed to you all information in relation to:
 - a) Fraud or suspected fraud that it is aware of and that affects the Charity and involves:
 - management;
 - employees who have significant roles in internal control; or
 - others where the fraud could have a material effect on the financial statements; and
 - b) allegations of fraud, or suspected fraud, affecting the Charity's financial statements communicated by employees, former employees, analysts, regulators, or others.

In respect of the above, the Corporate Trustee acknowledges its responsibility for such internal control as it determines necessary for the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In particular, the Corporate Trustee acknowledges its responsibility for the design, implementation and maintenance of internal control to prevent and detect fraud and error, and we believe we have appropriately fulfilled those responsibilities.

8. The Corporate Trustee has disclosed to you all known instances of non-compliance or suspected non-compliance with laws and regulations whose effects should be considered when preparing the financial statements.
9. The Trustee has disclosed to you and has appropriately accounted for and/or disclosed in the financial statements, in accordance with section 21 of FRS 102, all known actual or possible litigation and claims whose effects should be considered when preparing the financial statements.
10. The Trustee has disclosed to you the identity of the Charity's related parties and all the related party relationships and transactions of which it is aware. All related party relationships and transactions have been appropriately accounted for and disclosed in accordance with section 33 of FRS 102.

Included in the Appendix to this letter are the definitions of both a related party and a related party transaction as we understand them and as defined in FRS 102.

11. The Corporate Trustee confirms that:
 - a) The financial statements disclose all of the matters that are relevant to the Charity's ability to continue as a going concern, including the key risk factors, assumptions made and uncertainties surrounding the Charity's ability to continue as a going concern as required to provide a true and fair view and to comply with FRS 102.
 - b) No material uncertainties related to events or conditions exist that may cast significant doubt upon the ability of the Charity to continue as a going concern.

This letter was shared with the Corporate Trustee on Thursday 25th January 2024.

Yours faithfully,

Martin North
Chair of Charitable Funds Committee

Appendix to the Board Representation Letter of Our Bolton NHS Charity: Uncorrected audit differences

The following uncorrected audit differences have been presented as part of the Audit Report to those charged with governance and are considered by management to be immaterial to the Charity's financial statements:

Uncorrected audit differences (£m)				
No	Detail	SOCI Dr/(Cr)	SOFP Dr/(Cr)	Comments
1	Dr Cash Cr Other Payables	£1,294.15 -	- £(1,294.15)	We noted that the charity had not cancelled the cheques older than 6 months and had been carrying forward the same reconciling item every month.
2	Dr Debtors Cr Expenditure	£8,750 -	- £(8,750)	An invoice was overpaid during year 22-23. (Refund received in 23-24). As a result expense was overstated and debtors/cash was understated at the year end.

Appendix to the Trustee's Representation Letter of Our Bolton NHS Charity: Definitions

Criteria for applying the disclosure exemptions within FRS 102

- The Charity discloses in the notes to its financial statements:
 - a) A brief narrative summary of the disclosure exemptions adopted; and
 - b) The name of the parent of the group in whose consolidated financial statements its financial statements are consolidated, and from where those financial statements may be obtained

Financial Statements

A complete set of financial statements (before taking advantage of any of the FRS 102 exemptions) comprises:

- a Balance Sheet as at the end of the period;
- a statement of financial activities for the period;
- a statement of cash flows for the period; and
- notes, comprising a summary of significant accounting policies and other explanatory information.

Material Matters

Certain representations in this letter are described as being limited to matters that are material. FRS 102 states that:

Omissions or misstatements of items are material if they could, individually or collectively, influence the economic decisions of users taken on the basis of the financial statements. Materiality depends on the size and nature of the omission or misstatement judged in the surrounding circumstances. The size or nature of the item, or combination of both, could be the determining factor.

Fraud

Fraudulent financial reporting involves intentional misstatements including omissions of amounts or disclosures in financial statements to deceive financial statement users.

Misappropriation of assets involves the theft of an entity's assets. It is often accompanied by false or misleading records or documents in order to conceal the fact that the assets are missing or have been pledged without proper authorisation.

Error

An error is an unintentional misstatement in financial statements, including the omission of an amount or a disclosure.

Prior period errors are omissions from, and misstatements in, the entity's financial statements for one or more prior periods arising from a failure to use, or misuse of, reliable information that:

- a) was available when financial statements for those periods were authorised for issue; and

- b) could reasonably be expected to have been obtained and taken into account in the preparation and presentation of those financial statements.

Such errors include the effects of mathematical mistakes, mistakes in applying accounting policies, oversights or misinterpretations of facts, and fraud.

Management

For the purposes of this letter, references to “management” should be read as “management and, where appropriate, those charged with governance”.

Qualifying Entity

A member of a group where the parent of that group prepares publicly available consolidated financial statements which are intended to give a true and fair view (of the assets, liabilities, financial position and surplus or deficit) and that member is included in the consolidation by means of full consolidation.

Related Party and Related Party Transaction

Related party:

A related party is a person or entity that is related to the entity that is preparing its financial statements (referred to in FRS 102 as the “reporting entity”).

- a) A person or a close member of that person’s family is related to a reporting entity if that person:
 - i. has control or joint control over the reporting entity;
 - ii. has significant influence over the reporting entity; or
 - iii. is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

- b) An entity is related to a reporting entity if any of the following conditions apply:
 - i. has control or joint control over the reporting entity;
 - ii. One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - iii. Both entities are joint ventures of the same third party.
 - iv. One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - v. The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
 - vi. The entity is controlled, or jointly controlled by a person identified in (a).
 - vii. A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
 - viii. The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

Related party transaction:

A transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged.

Report Title:	Council of Governors Workplan 2024 and Committee Terms of Reference
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Meeting:	Council of Governors	Purpose	Assurance	
Date:	01 February 2024		Discussion	✓
Exec Sponsor	Sharon Katema, Director of Corporate Governance		Decision	✓

Purpose	The purpose of this report is to present the Council of Governors Workplan 2024 and Committee Terms of Reference for approval following annual review.
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Summary:	<p>The Council of Governors has three main committees namely Quality, Strategy and Nomination Committee. The attached Terms of Reference provide an overview of the work of those committees.</p> <p>The proposed work plan for 2024 is also appended to this paper. This is intended as a guide for the routine business of the Council of Governors and its committees, additional reports will be added to the programme at the discretion of the Chair and members of the executive</p>
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Previously considered by:	N/A
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Proposed Resolution	The Council of Governors is asked to receive and approve its Terms of Reference and proposed Workplan for 2024.
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This issue impacts on the following Trust ambitions			
<i>To provide safe, high quality and compassionate care to every person every time</i>	✓	<i>Our Estate will be sustainable and developed in a way that supports staff and community Health and Wellbeing</i>	✓
<i>To be a great place to work, where all staff feel valued and can reach their full potential</i>	✓	<i>To integrate care to prevent ill health, improve wellbeing and meet the needs of the people of Bolton</i>	✓
<i>To continue to use our resources wisely so that we can invest in and improve our services</i>	✓	<i>To develop partnerships that will improve services and support education, research and innovation</i>	✓

Prepared by:	Sharon Katema Director of Corporate Governance	Presented by:	Sharon Katema Director of Corporate Governance
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Council of Governors Annual Workplan 2024

Agenda Item/Report	Purpose	Presented by	Feb	Apr	Jun	Aug	Oct	Dec	
Council of Governors Core Business									
Welcome, apologies of absence	To Receive	Chair							
Declaration of Interests	To Approve	Chair							
Minutes, matters arising and action log	To Approve	Chair							
Chair's Board Update	To Receive	Chair							
CoG Annual Workplan	To Approve	Director of Corporate Governance					Annual Members Meeting		
CoG Review of Effectiveness	To Receive	Director of Corporate Governance							
CoG Elections Update	To Receive	Director of Corporate Governance							
CoG Committee Terms of reference	To Approve	Director of Corporate Governance							
Constitution Update	To Approve	Director of Corporate Governance							
Quality Account Update	To Receive	Chief Nurse / Medical Director							
Quality Committee Update	To Receive	Governor Quality Committee Chair							
Governor Strategy Update	To Receive	Governor Strategy Committee Chair							
Engagement									
Governor Feedback	To Receive	All Governors						Annual Members Meeting	
Governor Communications Update	To Receive	Director of Strategy, Digital and Transformation							
CoG Calendar of Events	To Receive	Director of Corporate Governance							
Membership Engagement Update	To Receive	Director of Corporate Governance							
Inpatient Survey	To Receive	Chief Nurse							
Annual Staff Survey Report	To Receive	Chief People Officer							
Annual Freedom to Speak Up Report	To Receive	FTSUG							
Board and Committee Updates			Feb	Apr	Jun	Aug	Oct	Dec	
Trust Performance Updates	To Receive	Executive Directors					Annual Members Meeting		
Audit Committee Report	To Receive	Audit Committee Chair							
Charitable Funds Committee	To Receive	CFC Chair							
Finance and Investment Report	To Receive	F&I Chair							
People Committee Reports	To Receive	People Committee Chair							
Quality Assurance Committee Reports	To Receive	QAC Chair							
Strategy and Operations Report	To Receive	SOC Chair							
Closed Session			Feb	Apr	Jun	Aug	Oct	Dec	
NRC report	To Receive	Chair / DCG					Annual Members Meeting		
Chair Appraisal Outcome	To Approve	Senior Independent Director							
NED Appraisal and remuneration	To Receive	Chair / DCG							
NED Succession Planning	To Approve	Chair / DCG							
NED Fit and Proper Persons Report	To Receive	Director of Corporate Governance							
NED Reappointments	To Approve	Chair / DCG							
Governor Quality Committee				Mar		Jul		Nov	
Quality Account Objectives Update	To Receive	Chief Nurse / Medical Director							
Quality Account	To Receive	Chief Nurse /Medical Director							
Inpatient Survey	To Receive	Chief Nurse							
BoSCA Updates	To Receive	Chief Nurse							
Governor Strategy Committee			Jan		May		Sep		
Clinical Strategy	To Receive	Director of Strategy, Digital and Transformation							
Operational Plan Update	To Receive	Director of Strategy, Digital and Transformation							
Charitable Funds Update	To Receive	Director of Strategy, Digital and Transformation							
Corporate Strategy	To Receive	Director of Strategy, Digital and Transformation							
Strategy Review	To Receive	Director of Strategy, Digital and Transformation							
ANNUAL MEMBERS MEETING									
Ambitions Update - Forward Look	To Receive	Executive Directors							
Annual Report and Accounts	To Receive	Chief Finance Officer / DCG							
External Audit Letter	To Receive	Audit Committee Chair / DCG							
Governor Elections Results	To Receive	Director of Corporate Governance							

Council of Governors Strategy Committee

Terms of Reference

1. Authority

- 1.1. The Strategy Committee (Committee) is a Committee of the Council of Governors, established in accordance with the Constitution for Bolton Hospital NHS Foundation Trust and the Code of Governance for NHS Foundation.
- 1.2. The Committee is not a decision making committee and is authorised by the Council of Governors to undertake the work specified in its aims and objectives.

2. Aims

- 2.1. The purpose of the Committee is to support the governors in achieving their role with regard to forward planning and setting the longer-term vision for the Trust.

3. Objectives

- 3.1. The objectives of the group are:

- To be kept up to date about current issues
- On behalf of the Council of Governors provide a Governor and member perspective on the strategic priorities of the Trust.
- To comment on the Annual Plan and annual objectives, representing public, staff and stakeholders' views on the work and future plans of the Trust.
- To advise the Council in support of the board's presentation on the Annual Plan and strategy to the Council
- To receive updates on progress against the delivery of the Trust's strategic vision and forward plans, including details of benefits, risks and mitigations.
- Act as the advisory body for the Council of Governors in the consideration of any significant transactions being considered by the Board and report to the Council of Governors the views of the Group on the appropriateness of the proposed transaction.
- To receive updates on progress on service developments and innovation within the Trust, including information management and technology.
- Consider any issues regarding communication and engagement with members, colleagues, patients, carers or the public regarding the Trust's strategy and operational plans and make recommendations to the Council of Governors lead to address these
- To consider any other issue referred to the committee by the Council
- To act as a conduit for information and feedback from members

4. Membership

4.1. The membership of the Committee shall comprise:

- The Chair of the Committee
- At least six governors of which one should be a staff governor
- One appointed governor
- Director of Corporate Governance
- Director of Strategy and Transformation

4.2. The Committee may extend an invitation to others dependent on the agenda and on key work streams to be initiated.

5. Chair

5.1. The Committee will be chaired by a Governor elected by the full Council of Governors to serve for two years. A vice chair will also be elected to deputise in the absence of the chair.

5.2. Expressions of Interest will be sought and if more than one nomination is received, the Committee Chair will be elected by secret ballot and a simple majority.

5.3. The appointment as Chair of the Committee shall be effective for two years or:

- Until that person resigns the position of Committee Chairman by giving notice to the Trust Chair in writing;
- Until that person is removed from the position of Committee Chair by a resolution passed by three quarters of the remaining governors on the Committee or
- Until that person ceases to be a member of the Council of Governors

5.4. A governor may serve two consecutive two year terms as Committee Chair, following which a period of two years must elapse before that Governor is eligible for re-election as Chair of this Committee.

5.5. Time served as Chair of another of the Council's Committees will not count towards a governor's term of office as Chair of this Committee

6. Quorum

6.1. The quorum necessary for business to be transacted shall be four, including at least one Public Governor, one Staff Governor and the Chair.

6.2. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and duties vested in or exercisable by the Committee.

7. Frequency of Meetings

7.1. Meetings will be held at least once every four months for a maximum duration of two hours

8. Reporting Mechanisms

8.1. Minutes of each Committee will be formally recorded and submitted to the Council of Governors

9. Review and Assessment of Performance and Effectiveness

9.1. These Terms of Reference shall be reviewed annually or in light of changes in practice or legislation.

Approved by: **Council of Governors**

Date of approval:

Date for review:

Terms of Reference Document Control Sheet

MEETING	Governor Strategy Committee
ESTABLISHED BY/REPORTING TO:	Council of Governors
REVIEWER:	Director of Corporate Governance
REVIEW:	January 2024
ASSOCIATED DOCUMENTS:	Bolton NHS FT Constitution FT Governance Code
RELATED FORA /COMMITTEES	Council of Governors Governor Quality Committee Governor Nominations and Remuneration Committee
Version/Revision Number:	
Document Name and Location: <i>(internal use only)</i>	

Council of Governors Quality Committee

Terms of Reference

1. Authority

- 1.1. The Quality Committee (Committee) is a Committee of the Council of Governors, established in accordance with the Constitution for Bolton Hospital NHS Foundation Trust and the Code of Governance for NHS Foundation.
- 1.2. The Committee is not a decision making committee and is authorised by the Council of Governors to undertake the work specified in its aims and objectives.

2. Aims

- 2.1. The purpose of the Committee is to contribute to the assessment and improvement of the overall patient staff and visitor experience

3. Objectives

- 3.1. The objectives of the group are:

- To be kept up to date about current issues
- To be involved as appropriate in interpreting and responding to the findings of national and local regulatory reports and surveys
- To discuss and respond to National and local concerns regarding patient staff and visitor experiences.
- To understand the actions plans in place to improve the patient staff and visitor experience
- To be involved in discussions on ways in which improvements can be made to services as a result of feedback from patients and visitors.
- To act as a conduit for information and feedback from members
- To participate in patient environment assessments and visits, including Bolton System of Care Accreditation (BOSCA)

4. Membership

- 4.1. The membership of the Committee shall comprise:

- The Chair of the Committee
- At least six governors of which one should be a staff governor
- One appointed governor
- Director of Corporate Governance

- 4.2. The Committee may extend an invitation to others dependent on the agenda and on key work streams to be initiated.

5. Chair

- 5.1. The Committee will be chaired by a Governor elected by the full Council of Governors to serve for two years. A vice chair will also be elected to deputise in the absence of the chair.
- 5.2. Expressions of Interest will sought and if more than one nomination is received, the Committee Chair will be elected by secret ballot and a simple majority.
- 5.3. The appointment as Chair of the Committee shall be effective for two years or:
- Until that person resigns the position of Committee Chairman by giving notice to the Trust Chair in writing;
 - Until that person is removed from the position of Committee Chair by a resolution passed by three quarters of the remaining governors on the Committee or
 - Until that person ceases to be a member of the Council of Governors
- 5.4. A governor may serve two consecutive two year terms as Committee Chair, following which a period of two years must elapse before that Governor is eligible for re-election as Chair of this Committee.
- 5.5. Time served as Chair of another of the Council's Committees will not count towards a governor's term of office as Chair of this Committee

6. Quorum

- 6.1. The quorum necessary for business to be transacted shall be four, including at least one Public Governor, one Staff Governor and the Chair.
- 6.2. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and duties vested in or exercisable by the Committee.

7. Frequency of Meetings

- 7.1. Meetings will be held at least once every four months for a maximum duration of two hours

8. Reporting Mechanisms

- 8.1. Minutes of each Committee will be formally recorded and submitted to the Council of Governors

9. Review and Assessment of Performance and Effectiveness

- 9.1. These Terms of Reference shall be reviewed annually or in light of changes in practice or legislation.

Approved by: **Council of Governors**

Date of approval:

Date for review:

Terms of Reference Document Control Sheet

MEETING	Governor Quality Committee
ESTABLISHED BY/REPORTING TO:	Council of Governors
REVIEWER:	Director of Corporate Governance
REVIEW:	January 2024
ASSOCIATED DOCUMENTS:	Bolton NHS FT Constitution FT Governance Code
RELATED FORA /COMMITTEES	Council of Governors Governor Strategy Committee Governor Nominations and Remuneration Committee
Version/Revision Number:	
Document Name and Location: <i>(internal use only)</i>	

Council of Governors Nominations and Remuneration Committee

Terms of Reference

1. Authority

- 1.1. The Nomination and Remuneration Committee (Committee) is a formal Committee of the Council of Governors, established in accordance with the Constitution for Bolton Hospital NHS Foundation Trust and the Code of Governance for NHS Foundation Trusts.
- 1.2. The Committee is not a decision making committee and it will make recommendations to the Council of Governors.
- 1.3. The Committee is authorised by the Council of Governors to act within its terms of reference and:
 - to seek any information that it requires from an employee of the Trust in order to perform its duties
 - to require any employee to attend a meeting of the Committee to present information or answer questions on a matter under discussion;
 - to develop procedures on matters concerning its duties, for approval by the Council of Governors;
 - to take advice from external advisors wherever it is appropriate to do so.

2. Purpose

- 2.1. The purpose of the Committee is to maintain a process for the appointment of the Chair and other non-executive directors and to make recommendations to the full Council of Governors.
- 2.2. The Committee will have regard to the principles of the NHS Foundation Trust Code of Governance regarding terms of office and the process of appointments;
- 2.3. The Committee will give full consideration to succession planning and will also review the process from time to time and not less than every three years.

3. Principal Duties

- 3.1. In order to achieve its purpose, the Committee will be responsible for advising and making recommendations to the Council of Governors relating to:
 - Job descriptions and person specifications detailing the skills, knowledge, time commitment and experience required for Non-Executive Directors and the Chair.
 - Short list appropriate candidates in accordance with good recruitment practice.
 - The recruitment process for the selection of candidates for the office of Chair or other Non-Executive Directors.
 - The remuneration, allowances and other terms and conditions of office for the Chair and Non-Executive Directors.
 - The evaluation of the performance of the Chair and other Non-Executive Directors
 - The process for the reappointment of the Chair and the other Non-Executive Directors.

4. Membership

4.1. The membership of the Committee shall comprise:

- The Chair or Senior Independent Director for the appointment of a new Chair
- Three Public governors including the two Sub-Group Chairs
- One staff governor
- One appointed governor

4.2. Other governors may be co-opted to the Committee dependent on key work streams to be initiated.

5. Chair

5.1. The Committee will be chaired by Chair of the Trust and in their absence by the Deputy Chair. The Senior Independent Director of the Trust will assume the chair on matters relating to the Chair appointment/reappointment and appraisal.

6. Quorum

6.1. The quorum necessary for business to be transacted shall be three, including at least one Public Governor, one Staff Governor and the Chair.

6.2. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and duties vested in or exercisable by the Committee.

7. Frequency of meetings and attendance

7.1. All meetings of the Committee will be called as required, but at least twice in each calendar year.

7.2. Only members of the Committee have a right to attend meetings, with the exception of the Senior Independent Director who shall act as an adviser to the Committee, as required.

7.3. If a member fails to attend two consecutive meetings the Chair of the Committee will speak to the individual and will inform the Council of Governors if they feel that lack of attendance has not enabled adequate discussion.

7.4. The Committee may seek the views and input of relevant partners, such as ICB leaders with regards to the appointment process.

7.5. The Director of Corporate Governance shall provide secretariat support to the Committee.

7.6. The Committee will require the attendance of other representatives of the Trust at its meetings as appropriate, such as the Director of People for appointments and determination of salary arrangements, and

the Chief Executive and Senior Independent Director for issues related to whole Board development, evaluation and succession planning.

7.7. The committee may work with an external organisation recognised as expert at appointments to identify the skills and experience required.

8. Reporting Mechanisms

8.1. Minutes of each Committee will be formally recorded and submitted to the Council of Governors

9. Review and Assessment of Performance and Effectiveness

9.1. These Terms of Reference shall be reviewed annually or in light of changes in practice or legislation.

Approved by: **Council of Governors**

Date of approval:

Date for review:

Terms of Reference Document Control Sheet

MEETING	Nomination and Remuneration Committee
ESTABLISHED BY/REPORTING TO:	Council of Governors
REVIEWER:	Director of Corporate Governance
REVIEW:	January 2024
ASSOCIATED DOCUMENTS:	Bolton NHS FT Constitution FT Governance Code
RELATED FORA /COMMITTEES	Council of Governors Governor Quality Committee Governor Strategy Committee
Version/Revision Number:	
Document Name and Location: <i>(internal use only)</i>	