

Health and Social Care Information Centre
Minutes of Board Meeting – Wednesday 02 April 2014

Public Session

Present:

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| Chair | Kingsley Manning |
| Non-Executive Directors: | Sir Ian Andrews Sir John Chisholm Prof. Marie Goddard Jan Ormondroyd Sir Nick Partridge |
| CEO | Andy Williams |
| Executive Directors: | |
| Director of Human Resources | Rachael Allsop |
| Director of Information and Analytics | Max Jones |
| Director of Operations and Assurance Services | Rob Shaw |
| Director of Finance and Corporate Services | Carl Vincent |
| In attendance¹: | |
| National Director of LSP Delivery | Tom Denwood |
| Director of Programmes | James Hawkins |
| Secretary to the Board | Annabelle McGuire |

¹ The Secretary to the Board maintains a separate record of members of the public and those representing stakeholder organisations attending the public session of the Board as observers.

- 1 **Chair's Introduction and Apologies** (HSCIC 14 01 01)
- 1.1 The Chair convened a meeting of the HSCIC Board.
- 1.2 Apologies were received from the Martin Severs, Caldicott Guardian and Lead Clinician.
- 2 **Governance/Appointments** (HSCIC 14 01 02)
- 2.1 (a) Confirmation of appointment of CEO: HSCIC 14 01 02 (a)
The Board noted the appointment of Andy Williams to the position of HSCIC Chief Executive Officer, with effect from 01 April 2014.
- 2.2 (b) Confirmation of appointment of Non-Executive Directors: HSCIC 14 01 02 (b)
The Board noted the appointment of the five independent non-executive directors to the HSCIC Board, with effect from 01 April 2014.
- Sir Ian Andrews
 - Sir John Chisholm
 - Professor Maria Goddard
 - Jan Ormondroyd
 - Sir Nick Partridge
- 2.3 (c) Appointment of vice-Chair: HSCIC 14 01 02 (c)
The Board approved the appointment of Sir Nick Partridge as vice-Chair to the Board.
- 2.4 (d) Appointment of the HSCIC Senior Independent Director (SID): HSCIC 14 01 02 (d)
The Board approved the appointment of Sir Ian Andrews as the Board Senior Independent Director.
- 2.5 (e) Appointment of (interim) Assurance and Risk Committee Chair: HSCIC 14 01 02 (e)
The Board endorsed the appointment of Sir Ian Andrews as the interim Chair of the Assurance and Risk Committee.
- 2.6 (f) Appointment of Non-Executive Directors to sub-committees: HSCIC 14 01 02 (f)
- 2.6.1 The Board approved the appointment of the following non-executive directors to the Assurance and Risk Committee:
- Sir John Chisholm
 - Sir Nick Partridge
 - Jan Ormondroyd
- 2.6.2 The Board approved the appointment of the following non-executive directors to the Remuneration Committee.
- Professor Maria Goddard
 - Sir Nick Partridge
 - Jan Ormondroyd
- 2.7 (g) Appointment of (interim) Executive Directors: HSCIC 14 01 02 (g)
The Board approved the interim appointment of the following four executive directors:
- Director of Finance and Corporate Services
 - Director of Information and Analytics
 - Director of Operations and Assurance Services
 - Director of Human Resources
- 2.8 h) Appointment of HSCIC Caldicott Guardian: HSCIC 14 01 02 (h)
The Board approved the appointment of Professor Martin Severs at Caldicott Guardian and Lead Clinician for the HSCIC. The Chair asked the Board to note that Professor Severs would be invited to all Board meetings, however to maintain the independence of his advice he would not be an executive member of the Board.

3 **Declaration of Interests and Minutes** (HSCIC 14 01 03)

- 3.1 (a) Register of Interests (paper): HSCIC 14 01 03 (a) The Board Register of Interests was confirmed as correct with one amendment from Sir John Chisholm to note that where it was stated he had Director status this should state Executive Chair.

Action: Secretary to the Board

- 3.2 (b) Minutes of Board meeting on 05 March 2014 (paper): HSCIC 14 01 03 (b)
The Board ratified the minutes of the meeting on 05 March 2014 as correct.

- 3.3 (c) Progress on action points (paper): HSCIC 14 01 03 (c)
The Board noted the progress on action points arising from the previous meeting.

- 3.4 (d) Matters Arising: HSCIC 14 01 03 (d)

The Board noted the following matters arising:

- The Director of Information and Analytics stated he had been in discussions with the HSCIC Statistical Head of Profession with regard to identifying where it was appropriate to introduce peer review into the statistical publication process. A number of areas in the current process had been identified which would benefit from increased external scrutiny whilst maintaining organisational statistical independence.
- The Director of Operations and Assurance Services provided an update on the Microsoft XP support issue. He stated that the health and social care system was not ready to migrate and the issue had been raised to the Department of Health. An agreement had now been signed with Microsoft to provide cross government funded support for a period of twelve months. He reported that the HSCIC were working with the Department of Health to look at the options to extend beyond this period, to allow enough time for system wide migration to complete. The Board requested that a paper be tabled at the May or subsequent Board, which set out the options for addressing internal HSCIC and external system wide risks in respect to this issue.

Action: Director of Operations and Assurance Services

- Sir Nick Partridge provided an update on the review of all data releases made by the former NHS Information Centre. PwC had been commissioned to undertake the review, which included all data releases from April 2005 to March 2013. He reported that lessons would be learned from the findings. The review was scheduled to complete at the end of April 2014, with a report to be tabled at the May Board (private session); the report would subsequently be published at the end of May 2014.
- The Chair reported that the HSCIC Register of Approved Data Releases was to be published on 03 April 2014. The register would include data released by the HSCIC from 01 April 2013.

4 **Governance/Accountability** (HSCIC 14 01 04)

- 4.1 (a) Board Forward Business Schedule for 2014-15 (paper): HSCIC 14 01 04 (a)
The Board noted the Board Forward Business Schedule for 2014-15. The Chair informed the Board that he intended to discuss with the non-executive directors the nature, timing and format of future Board meetings.

5 **Committee Reports** (HSCIC 14 01 05)

- 5.1 (a) Assurance and Risk Committee 12 March 2014: HSCIC 14 01 05 (a)
In the absence of the former Chair of the Committee, the Director of Finance and Corporate Services provided a verbal update from the Assurance and Risk Committee. The committee was preparing for the Annual Report and the Annual Accounts. The National Audit Office second visit had identified that the organisation was now on the right trajectory, and had emphasised that the momentum of work should be sustained. As it was the financial year-end he informed the Board that a number of internal audit reports had been presented. The committee felt the recommendations did not adequately realise the urgent and important nature of the risks facing the HSCIC.

The Board requested the proposals for the future management of the Internal Auditors be presented at the May Board.

Action: Director of Finance and Corporate Services

The Board requested that the Director of Strategy undertook a review of activity relating to the HSCIC's obligations and responsibilities under the Health and Social Care Act 2012 during 2013-14, and presented this to the July Board.

Action: Director of Strategy

5.2 (b) Remuneration Committee 05 March 2014: HSCIC 14 01 05 (b)

The Chair gave a verbal update from the Remuneration Committee. He informed the Board that the following items had been discussed:

- TUPE² redundancy payment
- HSCIC Director Appointments
- NHS Choices Bonus Payments
- Local Service Provider (LSP) directorate redundancies

6 **Business/Performance Reporting** (HSCIC 14 01 06)

6.1 (a) Board Performance Pack (paper): HSCIC 14 01 06 (a)

The Director of Finance and Corporate Services presented this item, the purpose of which was to present the Board with progress on measuring, managing and reporting performance in February 2014, along with other management information. He asked the Board to note the pack remained a work in progress after having undergone significant development in 2013-14. He acknowledged there might be aspects of the pack that new Board members may want to change.

Director Reporting by exception:

- The Director of Programmes provided the Board with an update on Programme Achievement. He updated the Board in respect to a number of complex and challenging programmes.
- The Director of Operations and Assurance Services provided an update on service performance and high severity incidents. He covered the outages of note and fix times that had occurred since the last reporting period. He informed the Board that the report was inclusive of all incidents, with the exception of data quality incidents.
- The Director of Finance and Corporate Services provided an update on Finance. He provided background information describing the genesis of the HSCIC. He highlighted the main issues remained, which were organisational underspend and high vacancy numbers. He stated a top priority was to ensure the organisation improved its financial reporting which included raising awareness across the organisation, and directorates starting the new financial year with tighter budgets.
- The Director of Human Resources reported on Organisational Health. She explained the current position regarding organisational workforce capacity and capability. She informed the Board the recruitment position was improving and work on staff turnover was on-going.
- The Director of Information and Analytics reported that there had been no high severity incidents to report in the period.

The non-executive directors stated that the Board performance Pack was challenging in its current format. The CEO stated he would review the pack and advise on steps to be taken to ensure the information met the needs of the Board.

Action: CEO

6.2 (b) i. Corporate Risk and Issue Management (paper): HSCIC 14 01 06 (b) i.
ii. Corporate Risks and Issues Register (paper): HSCIC 14 01 06 (b) ii.

The Director of Finance and Corporate Services presented this item. The objective was to provide the Board with a progress update on the work being undertaken to strengthen the

² The Transfer of Undertakings (Protection of Employment)

organisations risk management activity. The Board were asked to note the distinction of roles in respect to risk management between the Board and the Assurance and Risk Committee. The Board noted the contents of the paper. He stated that he intended to bring a paper to the July Board in respect to determining the organisations risk appetite.

Action: Director of Finance and Corporate Services

He stated that the detail of corporate risks and issues would be worked through in the Assurance and Risk Committee in May and June, with the aim of subsequently bringing to the Board the risks and issues the committee wished to bring to the Board's attention.

Action: Director of Finance and Corporate Services

- 6.3 (c) Care.data Programme update (papers): HSCIC 14 01 06 (c)
The Director of Information and Analytics presented this paper. The purpose was to provide an update on the status of the programme. He asked the Board to note the details of the actions taken since the announcement by NHS England to extend the public awareness campaign. He informed the Board he and the Chair would be attending the Health Select Committee on the 08 April 2014 to discuss Hospital Episode Statistics and data sharing. The Board noted this remained a challenging programme of work and noted the contents of the paper.

7 Strategic/Policy Items (HSCIC 14 01 07)

- 7.1 (a) Information Assurance and Cyber Security Committee Proposal (paper): HSCIC 14 01 07 (a)
The Director of Operations and Assurance Services presented this item. The objective was to propose the implementation of an Information Assurance and Cyber Security Committee (IACSC) directly reporting to the Board. The proposal was a recommendation that had arisen from the Interim Cyber Security Review undertaken in 2013. The Board approved the proposal. In addition, the Board approved the appointment of Sir Ian Andrews as Chair of the IACSC, and approved the appointment Jan Ormondroyd and Sir Nick Partridge as non-executive members of the committee.
- 7.2 (b) Care Bill proposed changes update (paper): HSCIC 14 01 07 (b)
The Director of Information and Analytics presented this paper, the purpose of which was to make the Board aware of recent measures announced by the Secretary of State for Health in response to public debate around the Care.data programme. He reported on the details of the proposed amendments to the Care Bill and the implications for the HSCIC. In addition, he informed the Board of a number of measures designed to help give the public confidence that their data are safe. The Board noted the contents of the paper and agreed there was a need to keep the Board informed of progress.

8 Any Other Business (HSCIC 14 01 08)

- 8.1 There were no items of any other business discussed.

9 Background Paper(s) (HSCIC 14 01 09)

- 9.1 (a) Forthcoming Statistical Publications (paper): HSCIC 14 01 09 (a)
The Board noted the paper for information, which described the HSCIC Official Statistics publications planned for the forthcoming three-month period. The paper also included media coverage for press released Official Statistics publications and web activity for publications in February 2014.

10 Board Resolution on Private Session

- 10.1 The HSCIC Board passed a resolution pursuant to the Public Bodies (Admissions to Meetings) Act 1960 representatives of the press and other members of the public be excluded from the remainder of the meeting having regard to the confidential nature of the business to be transacted, publicity on which would be prejudicial to the public interest (Section 1(2) (Admissions to Meetings) Act 1960).

10.2 The date of the next meeting was arranged to be 14 May 2014.

Table of Actions:

| Action | Action Owner |
|---|---|
| The Board Register of Interests was confirmed as correct with one amendment from Sir John Chisholm to note that where it was stated he had Director status this should state Executive Chair. | Secretary to the Board |
| The Director of Operations and Assurance Services provided an update on the Microsoft XP support issue. The Board requested that a paper be tabled at the May or subsequent Board, which set out the options for addressing internal HSCIC and external system wide risks in respect to this issue. | Director of Operations and Assurance Services |
| The Board requested the proposals for the future management of the Internal Auditors be presented at the May Board. | Director of Finance and Corporate Services |
| The Board requested that the Director of Strategy undertook a review of activity relating to the HSCIC's obligations and responsibilities under the Health and Social Care Act 2012 during 2013-14, and presented this to the July Board. | Director of Strategy/ Assistant Director for Strategy and Policy |
| The non-executive directors stated that the Board performance Pack was challenging in its current format. The CEO stated he would review the pack and advise on steps to be taken to ensure the information met the needs of the Board. | CEO |
| He stated that he intended to bring a paper to the July Board in respect to determining the organisations risk appetite. | Director of Finance and Corporate Services |
| He stated that the detail of corporate risks and issues would be worked through in the Assurance and Risk Committee in May and June, with the aim of subsequently bringing to the Board the risks and issues the committee wished to bring to the Board's attention. | Director of Finance and Corporate Services |