

GOVERNANCE PROCEDURES

Healthwatch Hackney is a Community Interest Company limited by guarantee. Procedures in this document are complementary to and supplement the Articles of Association (Appendix iii).

The board

At any time HWH will be governed by a board composed of a Chair (Appendix iv) and no fewer than 8 and no more than 12 non-executive Directors (appendix v).

The board is responsible for governance and strategy. Any support that individual board members can give to operational delivery is welcomed but not expected.

Board composition and management

Board members must either be a resident of the Borough or must access their health and social care in the Borough. Board members are appointed to a 3-year term. It is recommended that the maximum number of terms any one board member can serve is 2 (cumulative or consecutive). Any board member who wishes to serve additional terms must present their case to the board for approval. Approval is by simple majority.

The roles of Chair and board members are unpaid. Reasonable expenses can be paid.

The Chair will undertake an annual appraisal with each board member (see Appendix v) and conduct an annual demographic and skills audit of the board. This will be compared with the demographics of the Borough and an assessment of the skills required from the board.

Recruitment of board members takes place at the beginning of each calendar year (January/February) to take account of annual board member renewal or in response to meeting a specific emerging need.

Upon a vacancy in the role of Chair, the Board Members may appoint one of their number to be Chair for such term of office as they determine. Should a candidate not be available from the existing board, a recruitment process will take place and an external appointment made.

It is recommended a Chair serves a 3-year term that can be repeated once. Board Members can remove the Chair from office at any time.

Sub-committees

The Finance Sub-Committee oversees the financial situation of the organisation and sits at the end of each quarter. The Finance Sub Committee is made up of the Chair, Executive Director and at least one additional designated Director and submits a Financial Update to the following board meeting.

The board can decide to establish additional sub-committees whenever appropriate.

Meetings

The board meets 4 times a year, usually in the early evening at a location in Hackney; the dates of the meetings follow the financial year calendar. Board meetings are not public meetings, but can be held in public with members of the public in attendance. The board can agree to Extraordinary General Meetings should they choose, which may, depending on the specific items for discussion, be closed to the public.

The quorum for board meetings is fixed at 3 board members plus the Executive Director and/or a designated staff member. Quorum may be changed by a decision of the board members but must never be fewer than 2 board members.

An **Away Day** is usually organised exclusively for the Board one Saturday (10am-4pm) in the Spring (March/April). The Away Day focuses on specific aspects of the organisation's governance and strategic direction.

An **Annual General Meeting (AGM)** is a public event, held in the summer (usually July) to celebrate the achievements of the previous twelve months and the launch of the Annual Report. Members of the Board are expected to attend the AGM.

Meeting dates are publicised across HWH communication channels along with the scheduled agenda. Minutes of previous meetings are available on the HWH website.

The Executive Director

The Executive Director (appendix vi) is a full time paid role and is responsible for day to day operations of the HWH, the delivery of all contracts and ensuring the organisation fulfils its statutory duties (appendix i)

APPENDICES

- I. Statutory duties
- II. Strategic aims and priority setting
- III. Healthwatch Hackney CIC Articles of Association
- IV. The Chair: job description, person specification and appraisal
- V. Board members: job description, person specification and appraisal
- VI. The Executive Director; job description, person specification and appraisal