

**Minutes of the Meeting of the
General Dental Council
held at 09:30am on Thursday 23 September 2021
in Open Session held on MS Teams**

Council Members present:

William Moyes	Chair
Terry Babbs	
Catherine Brady	
Donald Burden	
Anne Heal	
Jeyanthi John	
Sheila Kumar	
Mike Lewis	
Caroline Logan	
Simon Morrow	
Crispin Passmore	
Laura Simons	

Executive Directors in attendance:

Ian Brack	Chief Executive and Registrar
Gurvinder Soomal	Chief Operating Officer
John Cullinane	Executive Director, Fitness to Practise
Stefan Czerniawski	Executive Director, Strategy
Sarah Keyes	Executive Director, Organisational Development
Lisa Marie Williams	Executive Director, Legal and Governance

Staff and Others in attendance:

Joanne Rewcastle	Head of Communications and Engagement
Samantha Bache	Head of Finance and Procurement (item 12 only)
Dave Criddle	Head of Business Intelligence, Delivery and PMO (item 12 only)
Katie Spears	Head of Governance
Lee Bird	Interim Deputy Head of Governance (Secretariat)

Others in Attendance:

Lord Harris	Incoming Chair of Council (observer – throughout the meeting)
Angie Heilmann MBE	Incoming Council Member (observer – throughout the meeting)
Sir Ross Cranston	Chair of the SPC (items 1 to 8 only)
Tyrell Wright	Incoming Interim Head of Governance

Members of the public and staff attended as observers.

Apologies:

None.

1. Welcome and apologies for absence

- 1.1 The Chair welcomed everyone to the meeting, including the incoming Chair, Council Member and the Chair of the SPC. He also noted that there were no apologies.

2. Declaration of interests

- 2.1 In relation to the substantive agenda, those present declared an interest in the following items:
- a. Council Committee Appointments (Item 9) – all Council Members.
 - b. Council Appointments Process (Items 10 and C1) – all Council Members
 - c. Council Reappointments Process (Item 11) – all Council Members. As this was a consideration of the proposed process only, it was appropriate for Simon Morrow to remain for discussion.
- 2.2 In relation to items considered via correspondence all Council Members declared an interest in the Governance Manual item.

3. Questions Submitted by Members of the Public

- 3.1 The Council **noted** that no questions had been received.

4. Approval of Minutes of Previous Meeting

- 4.1 The Council **noted** that the full minutes of the public meeting held on 24 June 2021 had been approved by correspondence, and published shortly thereafter, alongside abbreviated minutes of the closed meetings held on the same date.

5. Matters Arising and Rolling Actions List

- 5.1 The Council **noted** the actions list and was content with the progress of the other live actions.

6. Decision Log

- 6.1 The Council **noted** that it had considered four matters via correspondence:
- a. Board Recruitment – Review of Process – was noted.
 - b. Review of the Governance Manual – the manual, proposed amendments to the relevant policies and approval pathways were approved.
 - c. Public Affairs, Policy and Media Update and Stakeholder Engagement Report – the reports were noted.
 - d. Senior Independent Council Member Appointment – On 10 August 2021, Terry Babbs was appointed as SICM for a two-year term, expiring on 31 September 2023.

7. Assurance Reports from Committee Chairs

- 7.1 The Chair of the Audit and Risk Committee (ARC) updated the Council on the work of the ARC since the last Council meeting. The Committee had met once and had reviewed the organisation's strategic risk position, conducted a deep dive in relation to information governance and data security and was able to provide the Council with strong assurance

- as to the work that the organisation had undertaken in respect of moving out of the pandemic period. The Committee had recommended a re-basing of the strategic risk position to review the changing and uncertain landscape and had considered reports from the external auditors, Mazars, in respect of Equality, Diversity and Inclusion, Education Quality Assurance and on the in-house Internal Audit team. The Committee had noted that there was work that remained to be done surrounding the Associates workforce and had taken assurance that this was underway with the Effective Associates project.
- 7.2 The Chair of the Finance and Performance Committee (FPC) updated Council on the work of the FPC since the last Council meeting. The Committee had met three times and, at its last meeting, had met in person. The Committee had fully scrutinised the development of the Costed Corporate Plan (CCP) and Budget and was able to give assurance as to the iteration that was to be presented to the Council in the closed session of this meeting. The Council also heard that the Committee had scrutinised the performance reporting data and considered interdependencies between existing programmes of work and the regulatory reform agenda.
- 7.3 The Committee had reviewed and commented on the Fitness to Practise and Strategy Key Performance Indicator proposals that the Council had considered at the previous day's workshop. The Committee had also considered proposals around facilitating an insurance buy-out of pension liabilities and the attendant consequences of the Council taking that course on the CCP proposals and reserves position of the organisation. In relation to Fitness to Practise, the Committee had conducted an in-depth review of case work performance and could only give limited assurance to the Council at this time. There continued to be concerns about staffing levels and volatility which were adversely affecting performance. The Executive were addressing these issues at a corporate level and the Committee had urged that business cases for additional resource were progressed expeditiously.
- 7.4 The Chair of the Remuneration and Nomination Committee (RemNom) updated the Council on the work of the RemNom since the last meeting. The Committee had met once and had considered and recommended to the Council the reappointments and appointments processes which were on the Council's agenda at this meeting and discussed a 'lessons learned' paper on the most recent recruitment exercise. The Committee had reiterated the importance of efforts to attract as wide and diverse pool of candidates to the Council as possible.
- 7.5 The Chair of Council updated the Council on the work of the Chair's Strategy Group (CSG) since the last meeting. The Group had met once and discussed the legislative reform agenda and the progress on the separation of the Adjudications function from the presentation function of the organisation.
- 7.6 The new Chair of the Statutory Panellists Assurance Committee (SPC) updated the Council on the work of the SPC since the last meeting. The Committee had met once and had noted that there had been good progress from the Legal teams around case presentation and that there was ongoing work with the Hearings function around improvements to case management. The Committee had seen and noted a paper in respect of its Terms of Reference and was supportive of the approach. The Council heard that Committee members had attended panellist training days and were working with the Hearings team to progress suggestions around improvements to chairing, case progression and considerations around equality, diversity and inclusion. The Committee had also heard from the independent Chair of the Decision Scrutiny Group as part of its quality assurance remit.

7.7 The Council **noted** the updates.

8. Statutory Panellists Assurance Committee (SPC) Terms of Reference

8.1 The Head of Governance presented the paper outlining the proposed Terms of Reference (TORs) for the SPC. The TORs had been considered and noted by the SPC at its September meeting and had been considered and recommended to the Council by the Audit and Risk Committee at its September meeting. The Council heard that this work concluded the recommendation that the Council review and refresh the TORs of all of its assurance Committees and that the recommended approach was derived from both the legislative framework and the strategic direction given at the Council workshop in June 2021.

8.2 The Council heard that, whilst the statutory framework expressly provided a role for the SPC in respect of the appointment, discipline and oversight of the performance of statutory Committee Members, it did not do so in respect of legal, medical and professional advisers. It was proposed that the Council continue the delegation of this role to the SPC.

8.3 The Council discussed and **approved** the proposed TORs for the SPC and **agreed to continue the delegation** in respect of the appointment, discipline and oversight of the performance of legal, medical and professional advisers to the Committee.

The Chair of the SPC left the meeting.

9. Council Committee Appointments

9.1 The Chair of Council proposed the appointments to the Committees of the Council in line with the paper. The Council had had early consideration of the proposals via correspondence. The Council formally **approved** the appointments of Council Members to the following Committees, **for the period of one year (until 22 September 2023)**, as follows:

- a. Audit and Risk Committee – Sheila Kumar (Chair), Angie Heilmann MBE and Simon Morrow. Elizabeth Butler is the independent Committee Member.
- b. Finance and Performance Committee – Terry Babbs (Chair), Donald Burden and Anne Heal. The incoming lay Council Member would join this Committee.
- c. Remuneration and Nomination Committee – Anne Heal (Chair), Jeyanthi John, Caroline Logan and Laura Simons. Ann Brown is the independent Committee Member.

10. Council Appointments – Recruitment Process 2021-2022

10.1 The Head of Governance presented the paper outlining the proposed approach to the recruitment of a lay Council Member to replace Crispin Passmore once he stepped down from the Council in December 2021. The Remuneration and Nomination Committee had reviewed and recommended the proposed approach at its September meeting.

10.2 The Council was supportive of the approach to run a compressed, but fully compliant process, and **approved** the approach to the proposed process.

10.3 The Council noted that if it was required to run with a vacancy for a short period it would still be quorate and able to take decisions. The Governance team would continue to liaise with the external recruitment partner, the Professional Standards Authority and Privy Council to ensure that the timelines were run as leanly as possible.

11. Council Reappointments – Process 2021-2022

- 11.1 The Head of Governance presented the paper outlining the proposed approach to the reappointment of Simon Morrow in 2022. The Remuneration and Nomination Committee had reviewed and recommended the proposed approach at its September meeting. The process would involve an appraisal with the Chair and a confidential report (with the relevant due diligence and governance information) being presented to the Council in December 2021 for its recommendation to the Privy Council. The process mirrored that which had been used for the last round of reappointments – which had been assured by the PSA – and resulted in successful reappointments.
- 11.2 The Council **approved** the proposed process.

The Head of Finance and Procurement and the Head of Business Intelligence, Delivery and PMO joined the meeting.

12. Organisational Performance – Q2 of 2021

Part A: CCP Quarterly Performance Report – Q2 of 2021

- 12.1 The Chief Operating Officer, the Head of Business Intelligence, Delivery and PMO and the Head of Finance and Procurement presented the paper outlining the organisational performance reporting information for Q2 of 2021. The FPC had considered and recommended this reporting for presentation to the Council at its September meeting.
- 12.2 The Council **discussed** that the remote hearings implementation and improvements project had been completed and closed as expected and noted that the work to support patient-centred care had not been halted but had moved into the Strategy Team Work Package, as it was being delivered as ‘business as usual’ work, rather than via a project structure. The team agreed to review the presentation of the strategic aims data to ascertain if comparator data was straightforward to obtain.
- 12.3 The Council **noted** the update.

Part B: Finance Forecast

- 12.4 The Head of Finance and Procurement outlined the key financial performance information for the Council for Q2 of 2021 as contained within the paper and the Council noted that the budgeted operating surplus could £2.4m higher than forecasted by the end of 2021, but that this variance was due to timing differences in expenditures which might be resolved by Q4 in 2021. The Chair of FPC also noted that £1m of this surplus related to unrealised gains on investments in a volatile market. It was important to take account of this volatility when considering both the organisation’s reserves policy and the pensions liabilities.
- 12.5 The Council noted that the establishment of a managerial coaching network had been delayed due to resourcing issues, but it would be commenced once capacity allowed.
- 12.6 The Council **noted** the reports.

The Head of Finance and Procurement left the meeting.

13. EDI Strategy

- 13.1 The Executive Director, Organisational Development presented the paper which provided an update on the implementation of the organisation’s Strategy on Equality, Diversity and Inclusion (EDI). The implementation had been subject to an external audit by Mazars and the Executive had assurance that most actions were being delivered at an appropriate pace. The dissemination of the action plan to the wider organisation had been impacted

by staff absence but it was understood that this was an organisation-wide piece of work and actions were owned across all Directorates.

13.2 The Council **discussed** the following:

- a. It was vital that action owners across the business were aware of their responsibilities for delivery and that a prioritisation exercise should be undertaken to ensure that the measures which would make the most impact in the delivery of the strategy should be delivered first.
- b. As the Council had expressed its appetite for oversight of this area, as opposed to delegating it to a Committee within the assurance framework, it was important to ensure that it was clear about its own priorities and about how it wished to frame this oversight. This was a challenge for the Council to consider at a future meeting.
- c. There was an established reporting model used by the Audit teams to track audit recommendations. This included whether the recommendation was high, medium or low priority and whether the recommendations had been completed or delayed (with a rationale and explanation provided). This would be a useful model to adopt to give the Council appropriate assurance as the delivery of the strategy, without providing excessive operational detail. It should also allow for wider organisational work that was being undertaken to understand and address key EDI could be incorporated.
- d. Whilst it was clear that this was an area of work that required joint and collective responsibility across the EMT for delivery, a breakdown of delivery by Directorate would also be useful as it might highlight any business areas that required additional scrutiny. The wording of the risk that EDI responsibilities were not known or understood was passively worded and could benefit from review.

13.3 The Council noted that it was important for consideration to be given as to whether the work was being driven forward appropriately and, for it to take appropriate assurance that it was, it would need a clear understanding of which actions were highly sensitive and critical, whether they were being progressed appropriately and be assured that the Executive was working collaboratively to prioritise this work.

ACTION: The Executive Management Team to jointly review the reporting approach to this work before the next six-monthly implementation report.

14. Any Other Business

14.1 There was no other business.

15. Review of the Meeting

15.1 The Council noted that the meeting had been concluded more quickly than the planned agenda timings, but that well-presented papers and clear assurance given by the Committees had facilitated this and had allowed further time for the Council to discuss the EDI strategy implementation, which had been welcome. The Council thanked the outgoing Chair and Council Member for their service to the organisation.

The meeting was closed at 10:57am