

Cover Sheet

Trust Board Meeting in Public: Wednesday 8 November 2023

TB2023.105

Title: Establishment of a Deputy Chief Executive Officer Role

Status: For Decision

History: R&A Committee; Council of Governors

Board Lead: Chief Executive Officer

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Confidential: Yes

Key Purpose: Strategy, Performance

Establishment of a Deputy Chief Executive Officer Role

1. Purpose

- 1.1. This paper details a proposal to establish a Deputy Chief Executive Officer (DCEO) post within the OUH Chief Officer team.
- 1.2. In the last two years there has been a radical shift in the role of the CEO, with a greater need to be outward facing. Additionally, there are a large number of partnerships that need executive time, authority and decision making. The supporting role of the DCEO will enable the CEO and the OUH to be key stakeholders and influencers.
- 1.3. Non-Executive Directors had previously recognised the burden on Chief Officer roles related to the increasing challenges in the current NHS climate and had discussed that the incoming CEO should be invited to propose an additional Chief Officer portfolio. The establishment of the DCEO role and portfolio will meet this need as well as contributing to building organisational resilience and increasing internal visibility across all sites.
- 1.4. The portfolio for the Deputy Chief Executive Officer (DCEO) will focus on strategy, planning, transformation (includes improvement and innovation), and delivery of the Annual Plan. The DCEO will focus on delivery against National standards. The portfolio will be reviewed at regular intervals throughout the first year of appointment.
- 1.5. The paper also outlines potential changes to the OUH Constitution that have been considered and agreed by the R&A Committee and the Council of Governors.

2. Background

Chief Officer Team

- 2.1. The Chief Officer team does not currently have a Deputy Chief Executive Officer post or portfolio. Since 2015, any absence of the Chief Executive Officer (CEO) has been covered from within the Chief Officer team by different Chief Officers.
- 2.2. Chief Officer portfolios are both broad and demanding and 2022-23 has seen a period of change - Interim Chief Medical Officer (July 2022 – October 2023), Joint Chief People Officer (August 2022 – March 2023), Acting Chief People Officer (March 2023 – June 2023), Acting Chief Assurance Officer (April 2022 – October 2022), and Interim Chief Nursing Officer (March 2023 – December 2023).

- 2.3. In 2023, three Chief Officer roles have been recruited: Chief Estates and Facilities Officer, Chief Medical Officer, and Interim Chief Nursing Officer. If the process for cover for the CEO is to remain unchanged, it would place a higher dependence on the remaining Chief Officers that have established experience in OUH Chief Officer roles. This being the case, the burden of work on four existing Chief Officers that undertake cover would increase. It would also slow down the progress that is required in increasing the focus on strategy, planning, transformation, and delivery.
- 2.4. The current Chief Officer team is made up as follows:
- Chief Executive Officer
 - Chief Finance Officer
 - Chief Medical Officer
 - Chief Nursing Officer (Interim)
 - Chief Operating Officer
 - Chief People Officer
 - Chief Assurance Officer
 - Chief Digital and Partnerships Officer
 - Chief Estates and Facilities Officer

Constitution of the OUH

- 2.5. The current Trust Constitution sets out the composition of the Board of Directors. This comprises: a Non-Executive Chair, between five and nine Non-Executive Directors (NEDs) and between five and nine Executive Directors. The Board of Directors shall at all times be constituted so that the number of NEDs (excluding the Chair) equals or exceeds the number of Executive Directors. (OUH Constitution paras 22.2, 22.9)
- 2.6. Prior to 2019, the composition of the Chief Officer element of the Trust Board included some non-voting roles (Director of Workforce, Director of Assurance and Director of Improvement and Culture). The decision to give all Chief Officers full Board membership was rooted in the successful application to become a Foundation Trust. This historical context is important, and members of both the Remuneration and Appointments Committee and Council of Governors committees support a future, broader review of the Board with a focus on what the Trust needs to operate effectively in the coming years. This includes considering whether the Board is too large for our needs.

3. Deputy Chief Executive Officer

Chief Officer Team

- 3.1. With the addition of a Deputy Chief Executive Officer role, the Chief Officer team would comprise of the following:
- Chief Executive Officer
 - **Deputy Chief Executive Officer**
 - Chief Finance Officer
 - Chief Medical Officer
 - Chief Nursing Officer
 - Chief Operating Officer
 - Chief People Officer
 - Chief Assurance Officer
 - Chief Digital and Partnerships Officer
 - Chief Estates and Facilities Officer
- 3.2. The following options for the creation of a DCEO role at OUH were considered by Chief Officers and at quorate meetings of the Remuneration and Appointments Committee (R&A) and Council of Governors:
- Option 1: Do nothing.
 - Option 2: Combine DCEO responsibility with one of current Chief Officer roles.
 - Option 3: Create a new DCEO post and portfolio.
- 3.3. Chief Officers and the R&A Committee approved Option 3: Create a new DCEO post and portfolio. In recognition of the fact that the expanded Trust Board will be large (21 members), approval was predicated on the CEO conducting a review of membership of the Trust Board in the coming year, with a clear expectation that the size of the Trust Board is likely to be reduced.

4. OUH Constitution

- 4.1. The establishment of a DCEO role and portfolio requires a corresponding change to the OUH constitution as follows:
- “22.2. The Board of Directors shall comprise:
- 22.2.1. a non-executive Chair;
- 22.2.2. between five and nine ten non-executive directors; and

22.2.3. between five and ~~nine~~ ten executive directors.”

4.2. The Council of Governors has approved this amendment.

5. Timeline

5.1. The following timeline has been followed regarding the consideration of options for the establishment of a Deputy Chief Executive Officer role and portfolio, and any corresponding change to the OUH constitution:

Proposal discussed with Chief Officers	7 September 2023, 19 September 2023
Proposal outlined at joint R&A and Remuneration, Nominations and Appointments Committee (RNAC) seminar	27 September 2023
Council of Governors	2 October 2023
Public Trust Board	8 November 2023

6. Conclusion

6.1. The options for the establishment of a DCEO post and portfolio have been considered within this paper. The option with regard to Chief Officer roles is Option 3 - to establish a new Deputy Chief Executive Officer post and portfolio and to amend the Constitution to as described in paragraph 4.1. This option will avoid delay to the recruitment process and, going forward, allow sufficient time to undertake extensive consultation around reducing the size of the Board.

6.2. With Council of Governors approval to amend the Constitution, Trust Board approval for the amendment is required.

7. Recommendations

7.1. The Trust Board is asked to:

- Approve the establishment of a Deputy Chief Executive Officer post;
- Approve the change to the OUH Constitution as follows:
 - “22.2. The Board of Directors shall comprise:
 - 22.2.1. a non-executive Chair;
 - 22.2.2. between five and ~~nine~~ ten non-executive directors; and
 - 22.2.3. between five and ~~nine~~ ten executive directors.”