**NATIONAL INSTITUTE FOR HEALTH AND CARE EXCELLENCE**

Public Board Meeting and Annual General Meeting
held on 21 July 2021 via Zoom

\*These notes are a summary record of the main points discussed at the meeting and the decisions made. They are not intended to provide a verbatim record of the Board’s discussion. The agenda and the full documents considered are available in accordance with the NICE Publication Scheme.

## Board members present

Sharmila Nebhrajani Chairman

Dr Mark Chakravarty Non-Executive Director

Jackie Fielding Non-Executive Director

Dame Elaine Inglesby-Burke Non-Executive Director

Professor Tim Irish Non-Executive Director

Alina Lourie Non-Executive Director

Dr Rima Makarem Non-Executive Director

Dr Justin Whatling Non-Executive Director

Tom Wright Non-Executive Director

Professor Gillian Leng Chief Executive

Meindert Boysen Centre for Health Technology Evaluation Director

Dr Paul Chrisp Centre for Guidelines Director

Jennifer Howells Finance, Strategy and Transformation Director

Alexia Tonnel Digital, Information and Technology Director

## Directors in **attendance**

Dr Felix Greaves Science, Evidence and Analytics Director

## In attendance

Dr Hugh McIntyre Medical Adviser to the Board

Moya Alcock Interim Programme Director, Health and Social Care

Danielle Mason Associate Director, Brand and Marketing Communications

Rebecca Threlfall Chief of Staff

David Coombs Associate Director, Corporate Office (minutes)

Grace Marguerie Associate Director, HR (item 8)

Richard Diaz Senior Technical Adviser, Centre for Health Technology Evaluation (item 4)

Lori Farrar Associate Director, Topic Selection, Centre for Health Technology Evaluation (item 4)

Helen Knight Programme Director, Centre for Health Technology Evaluation (item 4)

Jenniffer Prescott Programme Director, Centre for Health Technology Evaluation (item 4)

Sheela Upadhyaya Accelerated Access Collaborative Relationship and Delivery Lead and HST Specialist, Centre for Health Technology Evaluation (item 4)

Pilar Pinilla-Dominguez Principal Scientific Adviser, NICE International (item 10

## Apologies for absence (item 1)

1. Apologies were received from Professor Gary Ford, Jane Gizbert and Dr Judith Richardson.

## Declarations of interest (item 2)

1. Sharmila Nebhrajani stated that she had recently been appointed as a trustee of Glyndebourne Productions Ltd, and had reached the end of her term office as a trustee of the Health Foundation. The register of interests would be updated accordingly. Justin Whatling highlighted his change in employer as detailed in the register of interests. These and the directors’ previously declared interests recorded on the register were noted and it was confirmed there were no conflicts of interest relevant to the meeting.

## Minutes of the last meeting (item 3)

1. The minutes of the Board meetings held on 19 May 2021 and 16 June 2021 were agreed as correct records.

## Action log (item 4)

1. The Board noted the progress with the actions arising from the Board meeting on 19 May 2021 and those open from preceding meetings. Those marked closed on the log were confirmed as complete.
2. Sharmila Nebhrajani referred to the workshop with the Non-Executive Directors to discuss NICE’s role in digital health and asked Felix Greaves to consider the appropriate timescale for providing the Board with a further update on NICE’s workplan in this area.

Action: Felix Greaves

## Report from the Executive Team (item 5)

1. Gill Leng presented the first Executive Team report to the Board, which replaced the previous separate reports from each director. The report covers key priorities and areas of progress since the last Board meeting, structured by the pillars of NICE’s new strategy and the business plan, as well as key emerging risks. Gill highlighted some points of note in the report, including the aim to increase capacity to assess digital technologies; the collaboration with Cochrane to support NICE’s plans for dynamic living guidelines; the forthcoming establishment of a new engagement forum with voluntary and community sector organisations; the development of an initial framework for the use of real-world data in guidance development; and a draft research governance framework for inclusion as an appendix to the health technology evaluation methods manual.
2. In response to questions from the Board, it was confirmed that NICE is currently engaged with NHSX on the draft national data strategy, with work underway to ensure the Institute has access to, and the infrastructure to safely use, real world data. It was noted that activity to update the implementation strategy is in progress, with the aim of sharing the draft strategy with the Board in late December 2021. The Board welcomed the recently launched joint NICE-London School of Economics Masters course on the evaluation of health care interventions and outcomes and requested further consideration of how NICE could support diversity amongst the participants.

Action: Meindert Boysen

1. The Board noted the highlighted risk in the report of insufficient capacity to deliver the demand for technology appraisals (TA) and asked about the communications to the affected companies about delays to the work programme. The importance of highlighting the impact of delays to the Board was highlighted. Meindert Boysen confirmed that affected companies have been informed of the length of any delays, and agreed to review the way the delivery of the TA work programme is reported to Board to ensure the impact of any capacity challenges is clear in terms of the extent individual appraisals have exceeded the usual timeline and the future risk to the delivery of planned outputs.

Action: Meindert Boysen

1. The Board welcomed the new report and the revised approach of reporting progress arranged by the pillars in the strategy rather than the individual centres and directorates. In addition to covering achievements in the most recent period, it was requested that the report is designed to find a way to offer updates and progress on issues and concerns raised in previous meetings. The Executive Team were asked to ensure the risk section provides a holistic view of the key risks.

Action: Gill Leng

## Integrated performance report (item 6)

1. Jennifer Howells presented the first of the new integrated performance reports for the Board’s review, which provided data on progress with the business plan objectives and deliverables, the status of key performance indicators, and the financial position at the end of May 2021.
2. The Board noted with concern the current year-end forecast underspend of £2m in the context of having received extra funding this year to progress the transformation programme. Jennifer Howells confirmed this remains an area of focus. The Executive Team review the financial position fortnightly, with a focus on vacancies and potential additional expenditure. Additional planned expenditure would reduce the forecast underspend to £0.8m which leaves a prudent contingency for potential cost pressures such as the Agenda for Change pay award. The Board asked to be kept abreast of how these additional spending plans were developing.

Action Jennifer Howells

1. Board members welcomed the format for the new report and highlighted the importance of a culture that uses feedback to improve performance. As such, the Board queried the lack of ‘red’ metrics in the report and highlighted the benefit of the report providing a candid assessment of performance. The report should include action orientated narrative to explain the current and planned action to address any areas of concern, and aim to identify the tangible outcomes towards delivering the business plan objectives rather than just the input progress against tasks. For example, while the Board welcomed the establishment of the Office for Digital Health as an important step, it is important for the Board to understand what will be different as a result of this. Following on from the previous discussion on TA capacity challenges and the significant transformation challenge the organisation had set for itself, it was requested that the report also provides an early warning of potential issues with the delivery of the planned outputs. Jennifer Howells thanked the Board for the feedback, which will be used to further refine the report. On the issue of tangible outcomes from the business plan objectives, Jennifer highlighted the metrics discussed with the Board in April that will be used to demonstrate the impact of delivering the strategy.

Action: Jennifer Howells

1. Subject to the above comments, the Board noted the report.

## Annual report and accounts (item 7)

1. Gill Leng presented the annual report and accounts 2021/22 which had been laid before Parliament following approval by the Board on 16 June.
2. The Board formally received the annual report and accounts.

## Annual people report (item 8)

1. Jennifer Howells and Grace Marguerie presented the annual people report that provided a summary of the workforce profile at 31 March 2021, an update on key workforce developments over the 2020/21 year, and an overview of future developments.
2. The Board welcomed the extensive report and planned workforce initiatives. In particular, Board members noted the importance of the skills mapping work and recommended taking this forward at pace. The work on equality, diversity, and inclusion was noted and welcomed, with encouragement to look beyond protected characteristics, and consider diversity of thought and perspectives. The vacancy and turnover rates were noted, and in the context of the buoyant labour market the Board highlighted the importance of NICE having a compelling employment offer. Grace Marguerie confirmed that known skills gaps will be addressed before the wider skills mapping exercise concludes, and Jennifer Howells highlighted the external expertise commissioned to advise on the future ways of working, which will help inform NICE’s employment offer. The Board welcomed this external input and highlighted the importance of ensuring the consultants that are eventually chosen to support this work can provide a perspective from beyond the healthcare sector.
3. Subject to the above comments, the Board noted the report.

## Health technology evaluation process and methods review: second consultation (item 9)

1. Meindert Boysen presented the report that outlined the arrangements for the second consultation for the health technology evaluation process and methods review. Work continues to develop the proposals for consultation; therefore this report focuses on the response to the first consultation, and the next steps for the second consultation, rather than outlining the proposed changes to the methods and process. Meindert outlined the proposed revised timetable for the consultation and confirmed that participants will be presented with papers describing key proposals for topic selection, process and methods in detail, along with the supporting rationale. A draft of the full manual will also be available to allow for a clear picture of how the proposals fit together. While a wide variety of stakeholders and organisations responded to the first consultation, NICE recognises there are wider stakeholders who need to be engaged, and there will be a targeted plan to bring these into the second consultation.
2. Board members noted the complexity and importance of this work, which is central to delivering the ambitions in NICE’s strategy. Sharmila Nebhrajani expressed the Board’s thanks to the staff involved in the review, and also to the stakeholders who contributed through membership of the task and finish groups. It was noted that NICE operates in a wider system and has an important role in managing the dynamics around enabling the health and care system to access innovative and cost effective technologies. The Board highlighted the importance of the consultation document setting out NICE’s ambitions, the extent the proposals subject to the second consultation achieve these, and how any outstanding ambitions could be met in the future when circumstances allow. Meindert Boysen confirmed that it will not be possible to fully address all ambitions in this review given the current fiscal constraints and highlighted the further planned modular updates in areas such as health inequalities, genomics, and advanced therapy medicinal products (ATMPs) - some of which will move forward in parallel to the current review. He confirmed that the consultation document will highlight NICE’s role in the system and the context for the review.
3. Board members confirmed the importance of a meaningful consultation and welcomed the intention to re-engage with stakeholders who had previously engaged with the review. In response to questions from the Board, Meindert Boysen confirmed that he felt the 8 week consultation would provide sufficient opportunity to comment and a longer period would further delay publication of the final unified manual. He also confirmed that the draft consultation document would be shared with stakeholders via the Task and Finish and Working Groups prior to publication.
4. The Board noted the progress made to date and approved the plans to launch the second consultation for the health technology evaluation process and methods, with an extended consultation period of 8 weeks and further opportunities for engagement in the autumn leading to final publication in January 2022.

Action: Meindert Boysen

## NICE International (item 10)

1. Meindert Boysen and Pilar Pinilla-Dominguez presented the report on NICE International’s progress in 2020/21 and the plans for 2021/22 following investment in additional capacity to support delivery of the business plan objective of increasing the programme’s income. Pilar Pinilla-Dominguez outlined the work underway to develop a new strategy for NICE International, which will consider how the programme can support delivery of NICE’s strategy and the government’s priorities, including acting as an ambassador for the UK life sciences ecosystem.
2. The Board noted the report and welcomed the range of activity delivered since the programme’s relaunch in November 2019. The Board looked forward to discussing the draft strategy later in the year and highlighted a number of issues to consider as part of this work, including: the level of income generation ambition; sources of funding; the priority areas of focus, both in terms of geography and topic; and the ‘customers’ for the programme’s work internationally. It was highlighted that the programme can also play an important role in bringing intelligence from the outside world back to NICE.

Action: Meindert Boysen

## Modern slavery and human trafficking statement (item 11)

1. Jennifer Howells presented the proposed modern slavery and human trafficking statement for the Board’s approval and highlighted the further planned actions in this area, including raising staff awareness of how to recognise and report modern slavery.
2. The Board approved the statement for publication on the NICE website and supported the planned actions.

Action: Jennifer Howells

## Non-executive roles (item 12)

1. Sharmila Nebhrajani presented the report that outlined proposed changes to the allocation of the additional non-executive board responsibilities following the changes to the Board’s membership between 1 April and 1 August 2021.
2. The Board:
* Approved the amendments to section 3 of the appeals process guide to decouple the appeals lead role from the Vice Chair position.
* Agreed that the Audit and Risk Committee Chair will automatically be designated as the Senior Independent Director given the synergies between these responsibilities.
* Approved the amendment to the Remuneration Committee’s terms of reference to state that it will include at least 3 non-executive directors in addition to the Chairman.

Action: David Coombs

## Audit and Risk Committee minutes (item 13)

1. Rima Makarem presented the confirmed minutes of the Audit and Risk Committee meeting held on 12 May 2021 and the unconfirmed minutes of the meeting held on 16 June 2021.
2. The Board received the minutes.

## Any other business (item 14)

1. Sharmila Nebhrajani noted this was Rima Makarem’s and Tim Irish’s last Board meeting as Non-Executive Directors and Hugh McIntyre’s last Board meeting as Medical Adviser, and on behalf of the Board, thanked them for their immense contributions. Sharmila noted that discussions are underway with the Department of Health and Social Care about a short extension to Tim Irish’s term of office to provide continuity of cover for her upcoming short period of absence.
2. The Board then passed the following resolution to move to a part 2 meeting to discuss confidential matters:

*"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, publicity on which would be prejudicial to the public interest".*

## Next meeting

1. The next public meeting of the Board will be held on 15 September 2021 at 1:30pm, location TBC.