I write as Secretary of the Scottish Health Campaigns Network, but must stress that in view of the short notice of this consultation, leaving me no time to consult with SHCN, these remarks are my own and do not necessarily reflect the views of the Network.

The UK Corporate Governance Code was designed as guidance to the corporate business sector, often from a financial angle, and does not seem to take into account the different constraints under which the public sector must operate, but it is possible to make these general points on NHS Boards’ adherence to the key principles:

**Leadership:**
1. While Boards may try to provide leadership, in some cases at least they may struggle to do so while under the control of their political masters.
2. Leadership may not be as appropriate in what is inevitably a more collegiate context than in a business organisation. Chairmen, administrators and lay members faced with the complexity of health issues and their treatment often have to be guided by their clinical colleagues, yet decisions still have to be made by a largely lay group.
3. In the case of Health and Social Care Integration, there is still conflict between Boards and Councils, and there is a case for more leadership from Government.

**Effectiveness:**
1. The range of political and local interests represented on Boards inevitably make it difficult to make informed and fair decisions: particularly when many of the members are not medics.
2. For this reason more should be done to integrate non executive directors into the process.
3. Time may be wasted on reports and updates with no timetable attached to them.

**Accountability:**
1. In a strictly financial sense, to the layman it appears that large amounts of public money are handed to Boards with only the vaguest indication of what they are for, and there is no apparent reconciliation of monies disbursed during the year (e.g. for winter pressures).
2. In a management sense, projects are embarked on without adequate planning, costing and monitoring. What should be management data may not be collected and processed “because ISD do not ask for it”.

3. In the light of the Carillion debacle it is not impertinent to ask if Auditors should not take a more hands-on role.

Relations with stakeholders: 1. Communications are a difficulty for most large organisations, and I would like to see a greater effort made to broadcast the not-so-good along with the good news. They used to say you judge a company/manager etc as much on how they handle mistakes as on what they get right first time.

2. Annual Reviews should reflect this, rather than be used as a vehicle to highlight the good bits and ignore the challenges.

James Sandeman
Secretary, Scottish Health Campaigns Network