

**GENERAL OPTICAL COUNCIL**

**Minutes of the 179th meeting of the Council held on 2 April 2009 at  
The Royal Society of Medicine, 1 Wimpole Street, London**

**Present:** Geoff Harris (in the Chair),  
Morag Alexander, Brian Coulter, Peter Douglas,  
Rob Hogan, Kevin Lewis, Liam Kite, Fiona Peel,  
Nicholas Rumney, James Russell

**In attendance:** Dian Taylor, Linda Kennaugh, Jon Levett,  
Clare Millington, Lesa Oakley, Kisha Punchihewa,  
Ami Samra, Maria Claridge

**Chair's opening remarks**

6870. The Chair welcomed guests to the first meeting of the Council, in its newly constituted form, concerned primarily with establishing the Council's business mechanisms and taking a number of initial decisions as to how the Council proposes to work in a more board-like way in response to the Government's directives in *Trust, Assurance & Safety*.

6871. The Chair reiterated comments he had previously made that the professions, regulated by the Council, had clearly been at the forefront of professional regulation for at least the last decade, particularly evidenced by the introduction of mandatory CET. Looking forward, the Chair commented he saw the capture of this as 'engagement with independence'. While essential that the Council's work is properly informed by the broad range of issues and concerns impacting the professions, patients, public and wider stakeholder community, the Council's work and decisions must continue to be unaffected by undue pressure and independent of influence, taken wholly in the interests of patient and public safety.

**Apologies for absence**

6872. Apologies for absence were received from Anna Bradley and Paul Carroll.

**Declarations of interest**

6873. Members were reminded that they must declare to the meeting any matter in which they had any actual or perceived personal or professional conflict of interest that might influence their judgement.

**Minutes of the 178th meeting held on 26 March 2009**

6874. The Minutes of the meeting held on 26 March 2009 were received for information.

**Matters arising from the 178th meeting: for information**

6875. The Registrar advised there were no further matters arising, other than those already on the agenda.

## ITEMS FOR DISCUSSION AND/OR DECISION

### The decision-making structure of Council

6876. The Council received **Paper C(01)09** containing the key governance documents of the previous Council, amended by the Senior Management Team (SMT) to reflect:

- The revised constitution of the Council;
- Requirements brought about by changes to legislation such as new provisions in the Standing Orders; and
- The incorporation of best practice in corporate governance in ensuring the proper distinction between the Council's governance role and the Executive's management responsibilities, allowing the Council to hold the Executive to account.

The Director of Standards spoke to each of the amended documents.

#### (i) Allocation of Roles and Responsibilities

6877. The Council were advised of two major amendments to the document:

- The removal of reference to the Finance & Procedure Committee whose responsibilities it was anticipated would be adopted by the Council or Executive as appropriate;
- The removal of the Remuneration Committee's responsibilities for the confirmation of appointment and remuneration for directors. While the Remuneration Committee would retain responsibility of the Registrar's appointment and remuneration, it was felt the responsibility for directors should lay with the Registrar.

6878. **RESOLVED:**

**To approve the revised Allocation of Roles and Responsibilities.**

#### (ii) Scheme of Delegation

6879. The Council were advised the Scheme of Delegation had been divided into two parts, and were asked to approve Part 1:

- Part 1 being an outline of the various functions of the Council, as outlined in the Opticians Act 1989, and detailing whether the responsibility for each matter is retained by the Council, delegated to a Committee, or delegated to the Registrar;
- Part 2 being a management document for the Registrar.

6880. **RESOLVED:**

**To approve Part 1 of the revised Scheme of Delegation.**

#### (iii) Standing Orders

6881. The Council were advised the Standing Orders had been amended to reflect the following:

- The removal of arrangements for the election of the Deputy Chair of Council, as a result of provisions made in the GOC Constitution Order;
- The removal of references to the role of Honorary Treasurer which was anticipated to no longer be required with the removal of the Finance & Procedure Committee;

- New provisions for the education and training of Council members, as a result of changes to legislation;
- New provisions for the suspension and removal of Council and committee members, as a result of changes to legislation.

6882. The Council were advised the wording of the new provisions was consistent with that of other healthcare regulators who had already incorporated the provisions into their standing orders.

6883. **RESOLVED:**

**To approve the revised Standing Orders.**

(iv) Code of Conduct

6884. The Council were advised the only substantial change made was the inclusion of more expansive guidance on how complex conflicts of interest are handled which was drafted in liaison with the Council for Healthcare Regulatory Excellence (CHRE).

6885. **RESOLVED:**

**To approve the revised Code of Conduct for members, advisers and visitors.**

(v) Appointment of Committees of Council

6886. The meeting was advised the following members had been appointed to the Audit Committee: Peter Douglas (Chair), Nicholas Rumney and James Russell. The Committee was to proceed with developing an Audit Plan.

**6887. (Note: subsequent to the meeting it was agreed by the Chair and Mr Douglas that Mr Douglas should delay taking up the Chair of the Audit Committee until after the completion of the audit of the GOC's 2008/09 financial report and accounts and that until this time Mr Lewis should take the chair of the Audit Committee. This was to avoid a conflict of interest with the Council's auditors, Baker Tilley who had been Mr Douglas' previous employer).**

6888. The meeting was advised the following members had been appointed to the Remuneration Committee: Geoff Harris (Chair), Brian Coulter, Fiona Peel, Kevin Lewis and Liam Kite.

### **Business Plan 2009/10**

6889. The Council received **Paper C(02)09** detailing the Business Plan for 2009/10 which had been commended by the former Council. The Council noted the proposed measures for success were listed in a separate paper to be considered under Paper C(06)09, with the detail to be delivered to the Council at its seminars to be held in May, June and July 2009.

### **Budget 2009/10**

6890. The Council received Paper **C(03)09** detailing the Budget for 2009/10 developed to support the delivery of the Business Plan; this was also commended by the former Council.

6891. The Registrar clarified that the change management provision concerned one-off costs associated with the reconstituted Council that will be drawn down throughout the current financial year from the allocation from reserves in the previous financial year.

6892. Concerning the provision for three part-time regional members, it was clarified that these roles were expected to be filled by non-registrants and their duty would be

to keep the Council informed of activities relevant to it in Scotland, Wales and Northern Ireland. The Executive were working to ensure resource requirements would be minimised through sharing resources with other regulators. The Registrar advised it was anticipated that the first of these appointments would be made in the 2009/10 financial year; most likely in Scotland. The proposal was welcomed by the Council, noting in particular the support these roles could provide to Council members who live in those areas. It was noted that there would of course be interaction with Optometry Scotland, Optometry Wales and Optometry Northern Ireland.

6893. It was commented that funding priority might need to be given to the area of Information Technology, which was a large area of expansion for the Council particularly with the introduction of online retention.

6894. The Council were advised that, in the week prior, the Department of Health (DH) had announced the GOC would receive £190,000 for specific projects identified for developing a revalidation scheme. The Council noted expenditure of these funds is limited to undertaking exploratory work and not available for the ongoing maintenance of the scheme. While a timeframe in which the funding must be expended has not been set, the GOC will be required to meet regularly with the DH in order to report back on developments of the scheme and expenditure of the funds. The Executive will undertake a review of whether a portion of the budgeted expenditure for revalidation can be released for use in other areas.

#### **Follow-up from induction of Council members held 1 April 2009**

6895. Building upon the one-day induction, new Council members were encouraged to take advantage of the opportunity to attend committee meetings and Fitness to Practise hearings in order to assist in building their knowledge of the work of the Council; the Executive will advise of suitable dates.

6896. In accordance with the new legislative requirement for the provision of education and training of Council members, a similar event will be held at the end of the Council's first year in office to determine what further information and training is required. It was proposed the Executive draft a schedule of suggested opportunities, to be undertaken by the end of their first year in office, for Council members to undertake in order to gain a robust knowledge of the optical sector.

#### **Mechanism for the development of a 5-year strategic plan**

6897. The Council received **Paper C(04)09** which set out the Executive's recommendations on a mechanism by which the Council will develop its next five-year strategic plan. It was recommended that the Council receive presentations from various stakeholder groups at its May, June and July seminars, with a view to developing a draft strategic plan in September 2009 and agreeing this at its meeting in November 2009. Consultation on the plan would then be undertaken November 2009-February 2010, the final plan agreed at Council meeting in February and implementation begun April 2010.

6898. The Council commented on the importance of undertaking 'horizon-scanning' to help inform its strategic planning, particularly looking to countries such as the United States where the majority of optometric developments have taken place in the last 30 years.

6899. The Council agreed it would be beneficial to meet with the DH and CHRE in order to gain an idea of their vision for the delivery of eye healthcare going forward.

6900. **RESOLVED:**

**To agree the proposed mechanisms by which it will receive information to enable it to produce a five-year strategic plan. In order to provide a structure for the presentations, the Executive will develop a series of key questions to be addressed in the presentations. These were to be circulated to the Council for consideration before invitations were issued.**

**Mechanism for stakeholder engagement**

6901. The Council received **Paper C(05)09** outlining the Executive's proposals as to the mechanisms by which the Council will fulfil its stakeholder engagement duties. The Council considered proposals that the statutory committees, with the exception of the Investigation Committee, be regarded as expert groups to be chaired by the directors in their respective areas. It was proposed also that two stakeholder reference groups be established: (i) representing patients and the public; and (ii) representing groups and interest within optics.

6902. The Council discussed concerns around the risks brought about with a sudden substantial change such as the proposed change to chairing of the committees. There was however general agreement that this was the correct direction of travel and it was recognised that this proposal would be an innovative approach within UK healthcare regulation. Consideration was given to phasing in the introduction of changes to the committee structure.

6903. The Chair commented that, as with all change, there is inevitably risk and the Council must find ways in which to mitigate those. He noted the Council itself would not be operating at arms-length but would be there to provide oversight, supervision and governance and will be in a position to monitor progress closely. He further commented the Executive must be given the confidence and opportunity to demonstrate their delivery against the obligations of the regulator; ensuring they are satisfied they have the tools and mechanisms to deliver and to be held to account effectively.

6904. **RESOLVED:**

**To agree the proposed mechanism that the statutory committees be regarded as expert groups to be chaired by the directors, with the exception of the Investigation Committee. The Executive will provide Council with regular updates at each meeting, beginning with the seminar in May, of the key outputs that the Council will be able to use as measures of success and performance parameters. This will be delivered in accordance with the Schedule of Performance Indicators discussed under the following agenda item.**

6905. With regards to the proposed stakeholder reference groups, the Council noted that provision had not been made in the 2009/10 budget to establish these. However preparatory work will be undertaken this year.

6906. **RESOLVED:**

**To establish two stakeholder reference groups: (i) representing patients and the public; and (ii) representing groups and interest within optics. The Executive will carry out an Equality and Diversity Impact Assessment for provision to the Council at a later date.**

**Mechanism for holding the Executive to account**

6908. The Council received **Paper C(06)09** being the Executive's recommendations on the mechanisms by which the Council will hold the Executive to account.

(i) Performance Management System

6909. The Council considered Annex 1 to the paper, being a schedule of the performance indicators (measures of success) by which the Executive will be held to account for the delivery of the 2009/10 Business Plan with an indication of when the detail of the performance indicators will be presented to Council.

6910. **RESOLVED:**

**For the Council's May, June and July 2009 seminars the Executive will prepare initial drafts of the project plans, for those tasks in the Business Plan where this has been identified as the appropriate performance indicator, detailing the milestones for each task. From September 2009, the Council will receive quarterly reports on its delivery of the annual Business Plan measured against the performance indicators.**

(ii) Financial Reporting System

6911. The Council noted the 2009/10 Business Plan and Budget had been commended by the former Council, rather than approved.

6912. **RESOLVED:**

**The Council agreed the Executive's recommended financial reporting system with the following Audit Committee Chair's amendments: items 7(i)–(iv) should be reported against budget figures. Once the second quarter results are known, a forecast year-end position column should be inserted and all quarterly results should be reported against both the budget and the forecast year-end position.**

(iii) Equality and Diversity

6913. **RESOLVED:**

**From its July 2009 meeting, the Council agenda will contain a standing item in which the Council will receive a report on the GOC's performance against delivery of the Equality & Diversity Scheme action plan.**

(iv) Council for Healthcare Regulatory Excellence

6914. **RESOLVED:**

**From its July 2009 meeting, the Council agenda will contain a standing item in which the Council will receive a report on the GOC's activity in maintaining and achieving satisfactory performance against the CHRE standards.**

**Meeting dates, committee membership and fees & allowances**

6915. The Council received **Paper C(07)09** (together with tabled annexes) concerning the proposed Council and committee meeting dates, membership of the committees, and the committee membership fees & allowances.

(i) Schedule of Council meeting dates

6916. It was noted the Council 2009 meeting and seminar dates were agreed at the Council's induction on 1 April. Members of the public were asked to note the September and November 2009 meetings will occur on a Wednesday, to accommodate existing diary commitments. However, in future Council meetings will usually occur on a Thursday.

6917. **RESOLVED:**

The 2009 meetings of Council will occur on the following dates:

- **Thursday, 2 July 2009 at 14.00. Venue: GOC, 41 Harley Street, London;**
- **Wednesday, 23 September 2009 at 09.30. Venue: To be confirmed;**
- **Wednesday, 18 November 2009 at 11.00. Venue: GOC, 41 Harley Street, London.**

The meeting dates for 2010 will be identified and circulated to the Council as soon as possible.

(ii) Membership of statutory committees

6918. The Registrar advised the previous Council had, at its meeting in March 2008, resolved that those members of the previously constituted Council, who were not appointed to the new Council, should be invited to continue as committee members from April 2009. This decision was taken in order to provide continuity in the interim period until such time as the Council had agreed both the mechanism for, and made the appointments to, the committees. Following the announcement of the Council appointees, those former members not appointed were asked to provide an indication of their willingness to serve on the committees and the Council received a schedule of those responses. Responses from two members were still awaited. Council noted that the schedule of committee membership was work in progress and directed that as far as was feasible the Registrar should attempt to fill any vacancies in committee membership from the pool of previous council members who had not been appointed to the reconstituted Council.

6919. The Council noted, the decision taken that the committees should be chaired by the Executive, the Council will be required to appoint the directors as lay members to the committees.

6920. **RESOLVED:**

**That:**

- **The Registrar will urgently proceed with additional recruitment to supplement the committee membership to ensure continuity;**
- **The Council will receive at its July 2009 meeting the Executive's recommendations as to the appropriate mechanism for future committee appointments;**
- **That Mr Donald Cameron, optometrist, be appointed to Chair the Investigation Committee to 31<sup>st</sup> December 2009.**

(iii) Schedule of committee meetings until 31 December 2009

6921. The Council received a schedule of proposed meeting dates for the Council's committees until 31 December 2009. It was noted the paper incorrectly stated this was to 31 March 2010. The Registrar recommended to the Council that no committee meetings take place until September 2009, other than those of the Investigation Committee, Audit Committee and Remuneration Committee (if required). This recommendation was made on the basis that it will allow the Council to develop its work and an understanding of both the Council's business, and the sector, in the intervening months. It was noted if there is a need to call a meeting of any working group of the committees it could be done outside of any published meeting schedule.

6922. **RESOLVED:**

**To approve the proposed committee meeting dates for 2009. At its July meeting, Council will receive proposals for the 2010 committee meeting dates.**

(iv) Committee members' fees and allowances

6923. **RESOLVED:**

**To agree the former Council's recommendation that committee members' fees and allowances remain at 2008/9 levels, as detailed in Annex 1 of the paper.**

## **ITEMS FOR INFORMATION**

### **CHRE Performance Review**

6924. The Registrar advised the healthcare regulators were each asked to undertake a self-assessment against the CHRE standards by 20 January. The GOC was then asked to respond to a number of supplementary questions prior to its face-to-face meeting with CHRE on 12 March. The Council were advised CHRE appeared to be satisfied with those responses. A draft of the report is expected by the end of April for factual correction, with a view to CHRE presenting its report on the performance review process to Parliament before the Summer Recess commences in July.

6925. The Chair commented that, from the meeting on 12 March, it had appeared there was a lack of understanding by CHRE as to how the GOC works as a regulator and there was some learning to be taken away from that in ensuring CHRE understands how we work.

6926. The Chair advised the previous Council had, at its last meeting, commented that there was scope to build a relationship with CHRE at Council level. It was felt this would be important in terms of strengthening CHRE's understanding of how the GOC works as a regulator, and ensuring relevance and proportionality in their requirements of us.

### **Date and time of next meeting**

6927. The next Council meeting will be held at **14.00** on **Thursday 2 July 2009** at the General Optical Council, 41 Harley Street, London W1G 8DJ