

Draft Minutes of the Human Tissue Authority Board

Date: 6 March 2025

Time: 10.00 – 12.30

Venue: Wandle 40/41, 2 Redman Place, London E20 1JQ

Meeting Number: 111

Attendees:

HTA Board Members

Lynne Berry, HTA Chair

Mhairi Anderson

Tom Chakraborti

Gary Crowe

Helen Dodds

Ellen Donovan

Andy Greenfield

Dave Lewis

David Lock

Jessica Watts

Observers

*Rowan Carbury, Quality and Nursing Directorate, Welsh Government *items 1-4*

*Remote attendance

HTA Senior Management Team

Colin Sullivan, Chief Executive

Louise Dineley, Director of Data, Technology and Development

Nicolette Harrison, Director of Regulation

John McDermott, Deputy Director of

Performance and Corporate Governance

Kate Towner, Director of Finance and Resources

HTA Staff

Victoria Askew, Policy Manager

Richard Mabbitt, Private Office Lead (minutes)

Debra Morgan, EA, Private Office

Chris Maile, Head of People Strategy Delivery

Department of Health and Social Care (DHSC)

Helena Youmans, Policy Adviser, Human Tissue Policy and Ethics of Consent

1. Opening Administration

Item 1.1 - Welcome and apologies for absence

1. Lynne Berry welcomed attendees. All Board members were present. Helena Youmans was representing the DHSC sponsor team and Rowan Carbury was observing part of meeting for the Welsh Government. Members' pre-meeting observations on the papers had been shared with staff who would seek to address the main points raised under appropriate agenda items.

Item 2.1 - Declarations of interest

2. Helen Dodds declared consultancy work for the British Institute of

International and Comparative Law on a project commissioned and funded by Government to produce a report and training outline on Commercial Dispute Resolution in Ukraine. She anticipated no conflict with HTA activity.

3. No other new interests were reported and no members reported a conflict of declared interests in relation to matters under discussion at the meeting.

Item 3.1 - Minutes of meeting of 5 December 2024

- 4 The Board agreed the minutes of the Board meeting of 5 December 2024 (paper HTA 01-25).

Item 1.4 - Actions Log

5. The Board was pleased with progress against actions logged (paper HTA 02-25). Further discussion of risk appetite relating to debt had been marked forward to the ARAC meeting of 10 June (action 3.1 from the meeting of 5 December 2024 refers). The timing of HTA's responses to Phase 2 of Sir Jonathan Michael's Inquiry remained dependent on the timing of the Inquiry report (Action 3.1 from the meeting of 19 September 2024 refers).

2. Assurance / Reporting items

Item 2.1 - Chair's Report

6. Lynne Berry reported that the proposed meeting of 5 March 2025 with Jeremy Miles MS, Welsh Health Secretary, had been postponed. She and Ellen Donovan, as the Wales representative on the Board, remained keen to discuss HTA's work with him. The Chair and Colin Sullivan were also due to meet Mike Nesbitt MLA, Northern Ireland Minister for Health on 2 April 2025 for a similar introductory meeting, at which they hoped to discuss appointing a Northern Ireland representative to the Board.
7. Lynne Berry reported that the DHSC-led process for appointing new members to the HTA Board had generated a strong shortlist of appointable candidates which would be put to Baroness Merron, on behalf of the Secretary of State, in the week commencing 10 March. DHSC officials were aware of the need for adequate coverage of the HTA's living organ donation casework load. She would keep the Board aware of developments.
8. Lynne Berry thanked members for their responses to Board Effectiveness Review Surveys, and to the parallel surveys of RemCo and ARAC Effectiveness. She would be working with Chairs, Colin Sullivan and Private

Office to work up a short report and effectiveness action plan to share with members in April.

Item 2.2 - DHSC SPONSOR TEAM REPORT

9. Helena Youmans provided an update on matters of interest to the Board.
 - a) Departmental focus on the NHS 10-year plan continued. With responses to the Change NHS website and wider stakeholder engagement ongoing, the second phase of developing the plan was under way, with publication anticipated later in Spring 2025. Amanda Pritchard would shortly be stepping down as NHS England CEO with Sir Jim Mackey taking on the role on an interim basis.
 - b) Phase 2 of the Government's Spending Review had commenced. DHSC finance staff were liaising with the HTA's Finance Team on preparatory work. The DHSC ALBs Senior Leaders meeting on 28 January 2025 had flagged budgetary pressures and a commitment to redirect resource to front line services, where possible. The Board noted that central communication on headcount would be issued shortly.
 - c) DHSC expected Sir Jonathan Michael's Inquiry to publish its Phase 2 report later in the year. The sponsor team would stay in close touch with HTA on any response to this.
 - d) DHSC was grateful to HTA staff for ongoing work to ensure the Authority's regulatory functions were undertaken effectively, and for reactive support, for example in respect of self-swabbing kits for survivors of sexual assault; and of the sale of human remains.
10. The Board noted that with Jacky Cooper and Ria Mukherji on continued deployment to priority work on the Terminally Ill (Adults) End of Life parliamentary bill, the DHSC Sponsorship Team currently comprised Helena Youmans and Helen McDaniel reporting to Amanda Davies. The Board and HTA staff felt that this change of responsibility had been effected smoothly and looked forward to a continued constructive working relationship with departmental officials.

Item 2.3 - CEO REPORT

11. Colin Sullivan introduced paper HTA 03-25. The Board discussed the following:
 - a) Current case workload under The Human Tissue Act 2004 (Supply of Information about Transplants) Regulations 2024. HTA staff would review the organisation's implementation of the Regulations during Quarter 1 of 2025/26.

- b) The programme of unannounced inspections in the Post Mortem sector in Q3 and into Q4 of 2024-25. The Board was pleased that the approach appeared to have been effective and had supported culture changes, for example elevation of concerns to licensees' Boards. The programme did not appear to have compromised the open and effective working relationship between the HTA and licensed establishments and had allowed HTA to obtain a better view of actual practice and identify some shortfalls that would otherwise have gone undetected.
 - c) The Board noted that the HTA was actively engaging with the PM sector, including contributing to the NHS England Mortuary Oversight Board, and the new self-organised PM Designated Individual Support Network. Rowan Carbury highlighted the Welsh Government's interest in strengthening oversight of NHS mortuaries, including improving organisational responses to incidents and shortfalls, and sharing learning and best practice, with HTA invited to a national learning event.
12. The Board noted that HTA's Business Plan for 2025/26 (to be discussed at item 3.2) would continue to prioritise frontline regulatory delivery. However, investment in IT development was also a priority on the basis of both risk management and generating efficiencies. The potential for using AI tools was under review. The Board noted that while DHSC had now agreed the HTA's 2025-26 budget (that budget being based on the revised fee rates for 2025/26 approved by the Board at its December meeting). additional work was anticipated on modelling both resource and capital spend in preparation for the Spending Review. Potential efficiency and effectiveness measures identified by staff were under consideration by SMT. The Board noted the proposed release of 25% of HTA desk space at Redman Place to other government users at an annual saving (subject to departmental confirmation) of around £50-60K. This would reduce costs without having any material impact on performance.

Item 2.4 - HTA performance report

13. The Board noted HTA's performance in Q3 of 24/25 against objectives and operational delivery targets, and the indicative report of performance in Q4.
14. The Board discussed the KPI to reach a decision on 90% of appropriately completed new licence applications by 90 days, which had not been met. It noted that for 2025/26, a more meaningful measure was proposed that better reflected the variability of licensing requirements and was less likely to be skewed by highly variable application numbers (to be discussed at item 3.2).
15. The Board noted an annualised (31 January 2025) staff turnover rate of 26.3% (above the 20% KPI). The Board was content that RemCo was sighted

on the variations beneath this headline figure, including the impact of Fixed Term contracts (FTCs) and the skewing effect of the few posts that had proven consistently hard to fill. It noted that the People Strategy (to be discussed at item 4.1) was a key response to this.

16. The Board noted that SMT was seeking to manage down the forecast year end 5% underspend. In 2025-26, profiling would build in a coefficient of absence, to reflect staff turnover. In the meantime, additional staff training (which reflected Staff Survey asks) had been commissioned in Q4.
17. On the unmet KPIs for responding to enquiries and Freedom of Information requests, the Board noted that a number of requests made via the HTA website had not been sent on to the enquiries team to action due to an unforeseen side-effect of cyber-threat mitigation works following significant levels of spamming. The Board was content that the website service has been restored (and lessons learned) and the backlog of contacts was being worked through.
18. On Change activities, the Board noted that 'must-do' projects were all on track to deliver or complete as expected by year-end. The Board noted progress on Horizon Scanning (to be discussed at item 4.2) Substances of Human Origin Regulations, and the development and updating of memoranda of understanding with partner bodies.
19. The Board noted the Strategic Risk Register and was content with the identification of keys risks and mitigations. It noted that Risk 4 (Financial) and Risk 5 (Digital) had reduced to below tolerance. Risk 3 (People) remained above tolerance. Board noted that operational risk registers were being maintained in respect of business plan activity and risks identified at this level will be escalated, if necessary, via ARAC.
20. The Board thanked officers who had contributed to the report and provided supplementary information and was content with progress as reported.

3. Decision Items

Item 3.1 - Proposed Changes to the Police Referral & Warrants Policy

21. Nicolette Harrison introduced paper HTA 06-25 summarising proposed changes to the HTA's Police Referral and Warrants Policy (HTA-POL-023) to permit some police referral considerations to be decided by the Director of Regulation rather than collectively by SMT. Updated references to human tissue legislation had also been included, to address changes made since the

policy was last updated in February 2022, notably the introduction of The Human Tissue Act 2004 (Supply of Information about Transplants) Regulations 2024. The precise textual amendments to the policy had been highlighted in a version sent separately to members. David Lock and David Lewis had also provided advice on earlier drafts outside the meeting.

22. The Board noted that at present the majority of referral decisions brought to SMT resulted in unanimous agreement to refer or to not refer in agreement with the recommendations made within each individual submission, with limited additional value from the SMT discussion of referral considerations. The Board agreed that general delegated authority to make such decisions within established criteria was a proportionate approach likely to increase efficiency and reduce unnecessary workload for the both the Director of Regulation and SMT colleagues. It felt that a mechanism for escalation was still necessary and noted that the revised Policy allowed the Director of Regulation discretion to refer for decision to SMT cases of particular doubt or difficulty (as amplified in the paper). It was content that the risk of SMT losing sight of decision-making in this area was mitigated by the proposals for quarterly reporting to SMT; and the risk of an overly narrow perspective in decision making (or “groupthink”) was mitigated by the controls built into the RDM process, including that this could involve non-Regulation Directorate colleagues, and consideration of potential wider impacts and actions arising.
23. The Board therefore **AGREED** the changes to the Policy as summarised in the paper with consequent changes to the HTA's Decision Making framework (HTA-POL-037)
24. The Board also noted the importance of effective support and relationship building with the police forces to which cases were referred.

Item 3.2 - Business Plan 2025/2026

25. John McDermott introduced the Business Plan and cover paper (HTA 07-25) The Board noted the business planning process for 2025/26 (year two of the HTA's three-year Strategy) and its emphasis on early engagement and co-design across the organisation around HTA's four strategic themes: approach to regulation; trust and confidence; use of information; and efficient and effective.
26. The Board noted that SMT was content that the HTA had the capacity and capability necessary to deliver the detail proposed for core operations and change activities. Active portfolio management would continue during the remainder of Q4 and into 2025-26. In terms of staff capability and capacity, Board members highlighted the need to manage Strategic Risk 3 (People).

27. The Board supported the thinking behind this iteration of the Business Plan. Rather than rolling forward from the previous year, it was pleased that a collaborative approach had been taken recognising the pressures on some parts of the organisation. It noted that some change activities had been downscaled, deprioritised or incorporated into core activity; and that internal performance indicators had been reviewed and modified to allow for further focus on key deliverables. The Board noted that an active change control process was in place that allowed items to start / stop / pause and so for the executive to manage the work in a dynamic way in-year.
28. The Board reviewed the updated Key Performance Indicators and was content with the proposals.
29. The Board therefore **APPROVED** the Narrative Business Plan for 2025/26 which would next progress to the Department of Health & Social Care.

4 Information Items

Item 4.1 - People Strategy

30. Colin Sullivan introduced HTA's new People Strategy (HTA 07-25). The Strategy set out HTA's vision for its staff and the changes to be made to improve their experience, with commitments and deliverables to be met over the period of the Strategy, and monitoring and review arrangements. The Board noted the process for developing the strategy and felt that it had balanced a timely response to staff concerns with a robust and inclusive methodology.
31. The Board noted that the Strategy reflected support and feedback from Remco and sought to address issues raised at Board and ARAC in relation to staff retention. Ellen Donovan, RemCo Chair, reported that RemCo had welcomed the accelerated development of the strategy and the opportunity to give feedback. It had broadly endorsed the draft Strategy and provided feedback on focus and prioritisation. Gary Crowe, ARAC Chair, noted that the strategy and its implementation plan would be an important part of addressing Strategic Risk 3 (People) which currently posed broader threats to the resilience of the organisation and individuals, and to HTA's ability to deliver its business plan.
32. The Board supported the Strategy's seven objectives and its five delivery strands as set out in the paper. It acknowledged the need for a fully worked through implementation action plan to support the Strategy, recognising that

some elements will need to be shaped by further engagement with staff. It noted ongoing prioritisation work here. It was pleased that attention was being given to clear start and end dates, and relating staff concerns to actions (“you said, we did”) to build trust and accountability. It was pleased that some early outcomes were already materialising including the relaunch of the Staff Forum and additional training for managers in Q4.

33. The Board also:

- a) Endorsed RemCo’s advisory role on strategy implementation, and emphasised the need to monitor people data, including where the organisation was most affected by retention issues, and the impact of specific hard to fill roles.
- b) Acknowledged the challenges of being a smaller ALB, including the limitations on internal career development and mobility within the organisation, and the deployment of fixed term contract roles in the absence of a large ‘pool of staff resource.
- c) Flagged the primacy of culture over process in evaluating the success of the strategy: HTA needed to look beyond the statistics and outputs to assess how people felt and behaved. It noted the key role of effective line management and support for various types of development would increase retention and asked that strategy implementation factor in the effects of remote working on line management, team building and wider relationships.
- d) Noted the need to maintain a corporate view on the sustainability, effectiveness and ability to innovate of the workforce as a whole.
- e) Welcomed the strategy’s aim of empowering staff with appropriate delegation, which was important in building resilience and sustainability. It felt that the strategy was ambitious, and effectively prioritising and seeing actions through to completion would require strong and persuasive leadership. While supportive of a no blame culture, accountability – particularly at SMT level - remained vital.
- f) Highlighted the importance of clearly relating the people strategy to organisational outcomes, particularly around the productivity and efficiency agendas.

34. Lynne Berry thanked members for their feedback. She asked SMT to take the Board’s commentary into account as the Strategy was launched and implemented, and for progress to be reported on through existing ARAC and RemCo work programmes and standing performance reports to Board.

Action: Kate Towner / Katrina Leighton-Hearn

Item 4.2 - Horizon Scanning

35. Louise Dineley introduced paper HTA 08-25 which provided the Board with

information on the ongoing development of the HTA's Horizon Scanning project. The Board noted the background, horizon scanning principles, and prioritisation methodology set out in the paper.

36. The Board noted that the HTA's horizon scanning register currently contained 39 horizon topics. Six topics (within the HTA's regulatory remit and in which it could potentially have a professional interest) had been identified as highest priority: Dignity of the deceased; Assessment and Recovery Centres; Sale and auction of human remains; Artificial Intelligence; Funeral Directors; and Regulation of body stores; each as defined in the paper. The Board also noted that the full horizon scanning register contains several topics against which the HTA was maintaining a watching brief, including the Parliamentary Bill on Terminally Ill (Adults) End of Life.
37. The Board noted and was content with the HTA's proposed approach to addressing developments in these priority areas during the next business year. In discussion, Board members also:
 - a) felt that this work would help structure and prioritise future Board and Committee activity, including in relation to strategic risk management as reported to ARAC;
 - b) highlighted the dynamic nature of AI both in terms of sectoral impacts and how it supported HTA's own activity;
 - c) flagged the importance of building horizon scanning evidence into HTA's wider external communication activities, and its high-level strategic engagement with stakeholders, for example the ALB Leaders Forum;
 - d) were pleased that the HTA had taken a holistic view rather than identifying issues strictly against HTA's current regulatory function.
38. Overall, the Board welcomed the codification and ongoing monitoring of HTA's thinking here and was pleased that the prioritisation had been informed by input from across the organisation.

5. Governance Items

Item 5.1 Remuneration committee (RemCo) Report

39. Ellen Donovan, Committee Chair, reported orally on the RemCo meeting of 29 January 2025. The Committee had reviewed the draft People Strategy and its guidance had been taken on board by officers. RemCo looked forward to advising further on this ambitious strategy as it was implemented in the year ahead. She noted that the Committee had also reviewed the comprehensive staff and Equality, Diversity and Inclusion (EDI) data that had been

presented. She thanked members for their flexibility and constructive approach and felt that the Committee was now maturing into its advisory and decision-making role.

Item 5.2 - Audit and Risk Assurance Committee (ARAC) Report

40. Gary Crowe, Committee Chair, introduced the summary of the ARAC meeting of 11 February (paper HTA 09-25). Draft minutes had been shared separately with Board members. He highlighted discussion and agreement of the HTA's internal Audit Plan, and the External Audit approach for 2024-25, as well as the Committee's regular review of strategic risks and assurance. He thanked SMT and staff for supporting a productive and well-organised meeting.

6. Closing Administration

Item 6.1 - Board Forward Plan

41. The Board noted the outline Forward plan of Board business (paper HTA 10-25) which would be further developed and maintained as a standing paper for future meetings.

Item 6.2 - Any Other Business

42. Lynne Berry noted that Tom Chakraborti and Helen Dodds would be stepping down as Board members at the end of March, each having completed a full three-year term of appointment. She thanked them for their commitment and insightful contribution to the HTA's work. Board members and staff wished them well in their work outside the HTA.

Item 6.3 - Board reflections

43. Board members felt that the papers for the meeting had been focused and clear and the meeting arrangements in general had given the board the wherewithal for effective oversight of HTA's work. They asked SMT to thank to staff who had contributed directly and indirectly. They welcomed the join-up with ARAC and RemCo notably on the People-related risks and mitigations.
44. The next meeting of the HTA Board was scheduled for 26 June 2025.

Minutes agreed by the Board at its meeting of 26 June 2025