Our structure, governance and management

Council and other governance groups

Council is our governing body. Its role is to provide strategic direction, hold the executive to account and take major high-level policy decisions. It comprises 12 members from the four countries of the UK, six of whom are medical members and six of whom are lay members.

We are a registered charity and our Council members are also the trustees of the organisation.

They are all independently appointed by the Privy Council, through a process that follows the Professional Standards Authority’s guidance for making appointments to healthcare professional regulatory bodies.

The trustees between 1 January 2020 and 31 December 2020 were:

- Mr Steven Burnett, FIA
- Lady Christine Eames, OBE LLB MPhil
- Professor Anthony Harnden MB ChB MSc FRCGP FRCPCH
- The Rt Hon Lord Hunt of Kings Heath PC OBE
- Professor Deirdre Kelly, CBE MD FRCP FRCPI FRCPCH DL
- Professor Paul Knight OBE, MBChB, FRCP (Edinburgh, Glasgow, London) FRCPI
- Dame Suzi Leather, DBE MBE MA BA BPhil CQSW LLD (Hon) FRCOG (Hon)FRSH (Hon) DL
- Dame Clare Marx DBE DL FRCS
- Dr Raj Patel, (appointed 1 February 2020) MBE, MBChB FRCGP
- Dame Denise Platt, DBE BSc Econ
- Miss Amerdeep Somal LLB
- Miss Alison Wright (appointed 1 February 2020) MBChB FRCOG

Dame Clare Marx was appointed by the Privy Council as the new Chair of the General Medical Council in January 2019. All Council members participated in appraisal reviews in 2020, which included consideration of any learning and development needs, and revisiting actual or perceived conflicts of interest to make sure any conflicts identified are manageable. In 2020, all members also undertook a 360 appraisal process.
Council members are also asked to declare any conflicts of interests. The register of interests, which contains the declared interests of Council members, is published on our website\textsuperscript{15}.

As a charity, we take into account the seven principles set out in the Charity Governance Code (2020) and can demonstrate how we use these principles to guide our work on an ‘apply or explain’ basis.

There are two exceptions to the Code, which we explain rather than apply. Firstly, our Council and committees operate without a formally appointed vice- or deputy chair. However, provisions are made in the Governance Handbook for chairs to nominate a deputy to assist during periods of absence. Secondly, as our appointments process is well established and thorough and is overseen by the Professional Standards Authority, a nominations committee is not considered necessary.

The Governance Handbook is the governing document of the organisation. It was reviewed in early 2019 to further incorporate the Charity Governance Code and minor updates are made with Council’s approval on an ongoing basis, for example to the membership of committees.

The Corporate Governance team is charged with supporting the Council in maintaining high standards of governance, on an ‘apply or explain’ basis, in line with the good practice set out within the Charity Governance Code. The team also provides training and advice to the organisation on matters of governance. Each committee accounts to the Council through a formal report, and the Council and each committee undertakes to review its effectiveness in delivering its statement of purpose, which is reviewed annually.

The diagram on \textbf{the next page} shows the different governance groups that assist Council in discharging its responsibilities. These have all been agreed by Council to help it oversee our work effectively. The roles and activities of these groups are described in the pages that follow.

Council business is conducted in an open and transparent manner and the agenda and papers for each meeting are published on our website\textsuperscript{16}.

\textsuperscript{15} See \url{www.gmc-uk.org/about/how-we-work/governance/council/council-member-register-of-interests}.

\textsuperscript{16} See \url{www.gmc-uk.org/about/how-we-work/governance/council}. 
Audit and Risk Committee

Deirdre Kelly chaired the Audit and Risk Committee during 2020. Its external co-opted members were Elizabeth Butler and Kenneth Gill.

The Committee plays a key part in our governance, providing Council with independent assurance about:

- the integrity of our financial statements
- the effectiveness of internal control, governance and risk management systems
- the delivery of internal and external audit services.

The Committee met five times in 2020 and reports to Council twice a year. You can find more about the Audit and Risk Committee’s role in its report from page 73.

Remuneration Committee

Denise Platt chaired the Remuneration Committee in 2020.

The Committee advises Council on the remuneration, the terms of service and the expenses policy for Council members, including the Chair. It also determines the appointment process for the Chief Executive and MPTS Chair and the remuneration, benefits, and terms of service for the Chief Executive, Chief Operating Officer/Deputy Chief Executive, directors, and MPTS Chair and MPTS Committee members.
It is also responsible for making sure the assessment and measurement of performance and the assessment of recruitment and succession planning take place within an appropriate framework for the senior management roles within its remit. The Committee met twice in 2020 and reports annually to Council.

**Investment Committee**

Suzi Leather chaired the Investment Committee in 2020.

Its external co-opted members during 2020 were Tim Scholefield, Keith MacKay and David Stewart.

The Committee is responsible for implementing and reviewing our investment policy, making sure the management of assets is consistent with the policy, appointing and managing fund managers and monitoring performance.

The Committee also has responsibility for overseeing the GMC’s investment in GMC Services International Limited (GMCSI), including ensuring compliance with the GMC’s Investment Policy, and scrutinising GMCSI’s business plan, assessing the potential levels of investment risk and return.

The Committee met five times in 2020 and reports on investment performance to Council via post-meeting circulars, and reports on the performance of the portfolio to Council on an annual basis.

**GMC Services International**

On 16 December 2016, Council agreed to the establishment of GMC Services International Limited (GMCSI) as a wholly owned trading subsidiary of the GMC. The main objective of GMCSI is to introduce new revenue streams and so reduce our reliance on doctors’ fees.

Robust and effective governance arrangements are in place to ensure that our interests are protected and that our relationship with GMCSI is managed effectively.

While Council has overall responsibility for GMCSI, the Audit and Risk Committee considers the risks to the GMC from the operation of GMCSI, conducting routine internal audit and spot checks as appropriate.
Andrew McCulloch chaired the GMCSI Board during 2020. The Board comprised (in addition to the Chair) Paul Buckley, Steve Burnett (until May) Paul Knight, Alison Wright and Paul Reynolds. Paul Buckley retired from his position as Managing Director on 31 December 2020. He will be replaced as Managing Director by Paul Reynolds, and Colin Melville will join the board.

**Board of Pension Trustees**

The GMC’s defined benefit staff superannuation scheme is managed and administered by a board of trustees in accordance with the scheme’s trust deed and rules. The trust makes sure the pension scheme’s assets are kept separate from those of the employer.

The scheme’s trustees are responsible for the proper running of the scheme, including the collection of contributions, the investment of assets and payment of the pension benefit commitments made by the employer.

Jim McKillop chaired the Board during 2020. Steven Burnett, Deirdre Kelly and Amerdeep Somal (until October) are employer nominated trustees. Danny Dubois, John Foley, Anthony Egerton and Finlay Scott are member nominated trustees.

**Medical Practitioners Tribunal Service**

The Medical Practitioners Tribunal Service (MPTS) is responsible for overseeing the adjudication of fitness to practise hearings. Dame Caroline Swift, as Chair, and Gavin Brown, as Executive Manager, oversee the MPTS.

The MPTS Committee and joint GMC/MPTS Liaison Group are a core part of our governance framework.

Dame Caroline Swift chairs the MPTS Committee. It oversees the delivery of the hearing service for doctors, and it makes sure the service meets its responsibilities under the *Medical Act 1983*. The GMC/MPTS Liaison Group is chaired by the Chair of Council. It oversees the working relationship between the MPTS and the functions of the GMC with which it interacts.

**Executive Board**

The Executive Board is the senior decision-making and oversight forum established to provide strategic direction, scrutiny and reporting to Council by the GMC’s senior management team on significant policy, strategy, finance, performance, operational delivery and resource management issues. It ensures that the GMC is a high-performing and agile regulator that understands its registrants, the healthcare systems in which it operates and the views of its key stakeholders.
The Board meets monthly (except for August) and reports to every meeting of Council through the Chief Executive’s report and also via a separate annual report.

**UK Advisory Forums**

In 2013, we established advisory forums in Northern Ireland, Scotland and Wales.

The forums make sure we have effective engagement and consultation with interest groups and that our policies are suited to all parts of the UK. The invited membership differs from country to country and reflects the diverse range of those who have an interest and expertise in the areas under our regulation in each of the four nations.

They are an addition to our existing arrangements for engagement and are intended to give a structured setting for us to engage on medium- and long-term priorities, and to share and discuss any early-stage views on policy development. They report on their work to the Executive Board twice a year.

**Education Advisory Forum**

The Education Advisory Forum, which replaced the Education and Training Advisory Board (ETAB) and the Assessment Advisory Board (AAB), began work in February 2019. The forum engages widely and effectively with our key interest groups on education, training and assessment matters, making sure we are able to best develop and promote a strategic approach to this work across all countries of the UK. Professor Colin Melville, Medical Director and Director of Education and Standards chairs the Forum and the invited membership reflects the diverse range of those who have an interest and expertise in medical education, training and assessment across the UK. The work of the Forum is reported to the Chief Executive and to Council through the Chief Executive’s report.
## Member attendance at Council, boards and committees in 2020

<table>
<thead>
<tr>
<th>Member and trustee</th>
<th>Number of meetings attended</th>
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<tbody>
<tr>
<td><strong>Mr Steven Burnett</strong></td>
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<td>Council</td>
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<tr>
<td>Investment Committee</td>
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<tr>
<td>Board of Trustees of the GMC’s Superannuation Scheme</td>
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<tr>
<td>UK Advisory Forums – Wales</td>
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<td>GMCSI</td>
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<td><strong>Lady Christine Eames</strong></td>
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<tr>
<td>Remuneration Committee</td>
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<tr>
<td>UK Advisory Forums – Northern Ireland</td>
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<tr>
<td><strong>Professor Anthony Harnden</strong></td>
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<tr>
<td>Council</td>
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<td>Remuneration Committee</td>
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<tr>
<td>Investment Committee</td>
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<td><strong>Lord Philip Hunt</strong></td>
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17 Includes seven Council meetings and one strategic away day. Council member attendance at the forum meetings is on a voluntary basis on the invitation of the Chair of Council.
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<thead>
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<td><strong>Dame Clare Marx</strong>&lt;sup&gt;18&lt;/sup&gt;</td>
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<sup>18</sup> As an ex-officio member of the sub-committees, each year Dame Clare Marx attends one meeting of each sub-committee.
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<td>GMCSI</td>
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**External co-opted members**

External co-opted members sit on the Investment Committee and Audit and Risk Committee respectively.\(^{19}\)

<table>
<thead>
<tr>
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<tr>
<td>Mr Keith MacKay</td>
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<tr>
<td>Mr David Stewart</td>
<td>4/5</td>
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<tr>
<td>Ms Elizabeth Butler</td>
<td>5/5</td>
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<tr>
<td>Mr Kenneth Gill</td>
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<td>Dr Andrew McCulloch</td>
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\(^{19}\) Attendance data reflects the total number of meetings where attendance was possible.
Management

At the beginning of 2020, our staff were under the direction of Chief Executive Charlie Massey. He is supported by a team of directors, who, as at 31 December 2020 were:

- Mr Paul Buckley, Director of Strategy and Policy
- Ms Una Lane, Director of Registration and Revalidation
- Professor Colin Melville, Medical Director and Director of Education and Standards
- Mr Anthony Omo, General Counsel and Director of Fitness to Practise
- Mr Paul Reynolds, Director of Strategic Communications and Engagement
- Mr Neil Roberts, Director of Resources.

Paul Buckley retired on 31 December 2020. Mr Shaun Gallagher joined the organisation on 1 December 2020 to fill the vacancy.

Key management personnel – remuneration policy

The Remuneration Committee is responsible for determining the remuneration, benefits, and terms of service for the Chief Executive, Chair of MPTS and directors. The Committee sets all aspects of salary or honoraria, the provision of any other benefits, and any other arrangements or contractual terms for this group of staff.

The Committee considers that we should provide remuneration and rewards that will attract and retain the high-calibre staff necessary to enable us to fulfil our statutory remit and deliver our strategic objectives.

In setting the base pay for individual posts, the Committee will take external advice on roles within its remit and align salaries with an appropriate market rate subject to resource considerations.

An annual consolidated pay award is considered with reference to the organisation’s level of performance, the financial implications of any award, the award agreed for other GMC employees and wider market trends. An annual variable non-consolidated element is considered, reflecting personal performance, with regard to the same considerations applied to any consolidated award. We review the effectiveness of these arrangements on an annual basis.
Staff within the Remuneration Committee’s remit will usually be entitled to the benefits package available to all GMC employees on the same terms. The Committee retains the ability to withdraw, adjust or change any benefits for staff within its remit, subject to any consultation and contractual requirements. The Committee considers any additional benefits in kind (such as relocation payments) on a case-by-case basis.

New external staff appointees within the Committee’s remit are automatically enrolled into our defined contribution pension scheme. Where employees have existing agreed pension arrangements, such as membership of our defined benefit scheme, they retain this for the course of their employment, subject to any changes to the rules agreed by trustees and the employer.

The Committee makes sure that the equality and diversity implications of remuneration policy and related decisions are considered appropriately. Specifically:

- any salary differentials are supported by a formal job evaluation or independent external market advice
- any decisions relating to variable pay are supported by an objective assessment of performance
- any adjustment or changes to remuneration arrangements do not discriminate unlawfully
- other decisions relating to terms of service are supported by appropriate advice on any equality and diversity implications.