

Schedule 3.7

BOARD COMMITTEE ARRANGEMENTS

This Schedule forms part of, and shall have effect as if incorporated in the University Health Board Standing Orders

PRIMARY, COMMUNITY, POPULATION HEALTH & PARTNERSHIPS COMMITTEE

Terms of Reference & Operating Arrangements

INTRODUCTION

The **Cwm Taf Morgannwg University Health Board's (CTMUHB) UHB's** standing orders provide that "The Board may and, where directed by the Welsh Government must, appoint Committees of the Board either to undertake specific functions on the Board's behalf or to provide advice and assurance to the Board in the exercise of its functions. The Board's commitment to openness and transparency in the conduct of all its business extends equally to the work carried out on its behalf by committees".

In accordance with Standing Orders (and the CTMUHB scheme of delegation), the Board shall nominate annually a committee to be known as the **Primary, Community, Population Health & Partnerships Committee (The Committee)**. The detailed terms of reference and operating arrangements set by the Board in respect of this committee are set out below.

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CONSTITUTION AND PURPOSE

~~The purpose of Committee is to advise and assure the Health Board on all aspects of Primary, Community, Population Health & Partnerships matters and the associated arrangements across the Health Board.~~

~~The Committee will also provide advice and assurance to the Board in relation to the direction and delivery of the organisational development and other related strategies to drive continuous improvement.~~

~~The Board hereby resolves to establish a Committee of the Board to be known as the Primary, Community, Population Health & Partnerships Committee (The Committee).~~

~~The Committee is an Independent Member Committee of the Board and has no executive powers, other than those specifically delegated in these Terms of Reference.~~

~~The Committee embraces the values of the Health Board and the objectives outlined within its Integrated Medium Term Plan (IMTP) which are:~~

- ~~• To **improve** quality, safety and patient experience.~~

- ~~To **protect** and **improve** population health.~~
- ~~To **ensure** that the services provided are accessible and sustainable into the future.~~
- ~~To **provide** strong governance and assurance.~~
- ~~To **ensure** good value based care and treatment for our patients in line with the resources made available to the Health Board.~~

SCOPE AND DUTIES

The Committee will:

- Put the needs of patients, carers and the public at the centre of all its business.
- Oversee the development, implementation and monitoring of the Primary and Community Care Delivery Plan within Cwm Taf Morgannwg UHB in line with the agreed direction identified within the IMTP.
- Ensure that primary and community care is delivered in accordance with the Health & Care Standards for Health Services in Wales.
- Act as the main driver for the oversight and scrutiny of all issues relating to Primary, Community Care, Population Health and Partnerships on behalf of the Board.
- Provide evidence based and timely advice to the Board, based on local need, to assist in discharging its functions and meeting its responsibilities.

Specifically:

Primary and Community Care Delivery Plan /IMTP

- Support officers and clinicians in developing, implementing and monitoring the overarching Primary and Community Care Delivery Plan for the organisation. This work will be aligned and inform the UHB's three year Integrated medium term plan (IMTP) as well as other key strategies. The GP Cluster Plans and the UHB 3 year Integrated Plan will be key planning vehicles to support this work and set the local direction for services aligned with National Strategy and guidance.

Contractor Professions

- Advise the Board on progress, risks and key deliverables associated with all areas of Primary and Community Care, including for example all contractor professions, estates and out-of-hours services. Committee Members will commit to supporting and promoting the Primary and Community Care agenda and will ensure that these elements of service have a high profile within the organisations agenda.

Setting the Direction

- Provide assurance to the Board that Primary and Community Care services that are delivered and further developed are of a high quality, sustainable and are in line with the Welsh Government strategy 'Setting the Direction' and 'A Healthier Wales'.
- Receive reports from the Primary Care and Localities Quality and Safety Group where much of the detailed work will take place. This delivery group in delivering its functions are currently supported by service specific steering groups.
- Population Health
- Partnerships - to include Regional Transformation

DELEGATED POWERS

Although the Board has delegated authority to the Committee for the exercise of certain functions as set out within these terms of reference, it retains overall responsibility and accountability for ensuring the quality and safety of healthcare for its citizens through the effective governance of its organisation.

This Committee has a key role in assisting the Board to fulfil its oversight responsibilities the area of Primary, Community, Population Health & Partnerships matters.

AUTHORITY

The Committee is authorised by the Board to:

- Investigate or have investigated any activity within its terms of reference. It may seek relevant information from any:
 - employee (and all employees are directed to cooperate with any legitimate request made by the Committee), and
 - Any other committee, or group set up by the Board to assist in the delivery of its functions.
- ~~• investigate or have investigated any activity within its Terms of Reference and in performing these duties shall have the right, at all reasonable times, to inspect any books, records or documents of the UHB. It can seek any information it requires from any~~

~~employee and all employees are directed to co-operate with any request made by the Committee~~

- obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary, subject to the Board's budgetary and other requirements.
- approve policies relevant to the business of the Committee as delegated by the Board.
- ~~by giving reasonable notice, require the attendance of any of the officers or employees and auditors of the Board at any meeting of the Committee.~~

Sub Committees

The Committee may, subject to the approval of the Health Board, establish sub Committees or task and finish groups to carry out on its behalf specific aspects of Committee business. At this stage, no sub Committees/task and finish groups have been established.

ACCESS

The Chair of the Committee shall have reasonable access to Executive Directors and other relevant senior staff.

MEMBERSHIP

- ~~Vice Chair (and Chair of the Committee)~~
- ~~Four Independent Members~~

Members:

A minimum of **(4)** members, comprising

Chair The Vice Chair of the Health Board

Vice Chair Independent Member of the Board

Members Two Independent Members of the Board

The Chair of the Health Board shall not be a member of the Committee but may choose to attend any meeting as an observer.

Attendees

- ~~Director of Primary Community and Mental Health (Lead Director)~~
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- **Executing Director of Operations**
- Executive Director of Public Health
- Executive Director of Planning & Performance
- Executive Nurse Director
- Medical Director
- Executive Director of Workforce and Organisational Development
- Executive Director of Finance & Procurement
- Director of Governance / Board Secretary
- Representative & Senior Member of the Finance Team
- Associate Member / Chair of Healthcare Professionals Forum
- Assistant Director Operations (with responsibility for Primary Care)
- Assistant Medical Director with responsibility for Primary Care
- A representative of the Community Health Council
- Head of Medicines Management
- Representative of the Local Dental Committee
- Representative of Community Pharmacy Wales
- Representative of the Local Medical Committee
- Representative of the Local Optometry Committee
- Assistant Director of Therapies and Health Sciences
- Senior Member of the Public Health Wales team.

Notwithstanding the requirement to maintain quorum, Directors may on occasion nominate a suitably senior deputy to attend the Committee on their behalf, but should ensure that they are fully aware and briefed on the issues to be discussed.

Members of the Operational Locality Management Team, Population Health or Partnerships Team will attend the meeting as required, agreed in advance by the Chair or the lead Director.

By Invitation:

- **Other Directors / Health Board Officers may be invited to attend when the Committee is discussing areas of risk or operation that are the responsibility of that Director.**
- **The Committee may also co-opt additional independent external members from outside the organisation to provide specialist skills, knowledge and experience.**

Co-opted members

~~The Committee may also co-opt additional independent external members from outside the organisation to provide specialist skills, knowledge and experience as appropriate. These key individuals may be asked to attend the committee either for specific agenda items or~~

~~for an agreed period of time as part of discrete pieces of work. This is to be agreed in advance by the Chair and Lead Director~~

Secretariat

The Director of Governance / Board Secretary will determine the secretarial and support arrangements for the Committee.

Member Appointments

The membership of the Committee shall be determined by the Chair of the Board, taking account of the balance of skills and expertise necessary to deliver the Committee's remit and subject to any specific requirements or directions made by the Welsh Government.

Members shall be appointed for a maximum of 3 consecutive years before formally reviewing their role on the Committee. During this time a member may resign or be removed by the Board.

The Board shall ensure succession planning arrangements are in place.

Support for Committee Members

The Director of Governance / Board Secretary, on behalf of the Committee Chair, shall:

- Arrange the provision of advice and support to Committee Members on any aspect related to the conduct of their role, and
- Co-ordinate the provision of a programme of organisational development for committee members as part of the overall Health Board's Organisational Development programme developed by the Executive Director of Workforce & Organisational Development.
- ~~Co-ordinate the provision of a programme of training, specific support or organisational development for Committee Members particularly when new.~~

COMMITTEE MEETINGS

QUORUM

A quorum shall be two Independent Members one of whom must be the Chair or in the absence of the Chair, the Vice Chair or an Independent Member who will be nominated to Chair the Committee.

~~A quorum for the meetings shall be a minimum of 2 Independent Members (one could include the Chair of the Committee) and at least half of those in attendance.~~

CHAIR

~~The Vice Chair of the Health Board shall Chair the Committee.~~

~~The Committee will appoint a Vice Chair from the Independent / Associate Board Member representatives on the Committee.~~

ATTENDANCE

~~The Director of Governance / Board Secretary will attend meetings periodically, ensuring governance support and advice is available to the Committee Chair.~~

~~Other Directors and senior staff of the Health Board will be required to attend when the Committee is discussing areas of risk or operational which are the responsibility of that Director or manager.~~

SECRETARIAT

~~The Director of Governance / Board Secretary will determine the secretarial support and support arrangements for the Committee.~~

FREQUENCY OF MEETINGS

Meetings shall be held not less than four times a year, and otherwise as the Chair of the Committee deems necessary.

The Committee will arrange meetings to fit in with key statutory requirements during the year consistent with the CTMUHB's annual plan of Board Business.

WITHDRAWAL OF INDIVIDUALS IN ATTENDANCE

The Committee may ask any or all of those who normally attend but who are not Members to withdraw to facilitate open and frank discussion of particular matters.

CIRCULATION OF PAPERS

The Director of Governance / Board Secretary will ensure that all papers are distributed at least 7 calendar days in advance of the meeting.

~~The Lead Director in conjunction with the Board Secretary will ensure that all papers are distributed at least 5 working days prior to the meeting.~~

REPORTING AND ASSURANCE ARRANGEMENTS

The Committee Chair shall:

- report formally, regularly and on a timely basis to the Board on the Committee's activities. This includes verbal updates on activity, the submission of committee minutes and written reports.
- bring to the Board's specific attention any significant matters under consideration by the Committee.
- ensure appropriate escalation arrangements are in place to alert the UHB Chair, Chief Executive or Chairs of other relevant committees of any urgent/critical matters that may affect the operation and/or reputation of the UHB.

The Committee shall provide a written, annual report to the Board on its work in support of the Annual Governance Statement specifically commenting on the adequacy of the assurance arrangement, the extent to which risk management is comprehensively embedded throughout the organisation, the integration of governance arrangements and the appropriateness of self-assessment activity against relevant standards. The report will also record the results of the Committee's self-assessment and evaluation.

The Board may also require the Committee Chair to report upon the activities at public meetings or to community partners and other stakeholders, where this is considered appropriate e.g. where the Committee's assurance role relates to a joint or shared responsibility.

~~The Director of Governance / Board Secretary, on behalf of the Board, shall oversee a process of regular and rigorous self-assessment and evaluation of the Committee's performance and operation.~~

RELATIONSHIP WITH THE BOARD AND ITS COMMITTEES / GROUPS

~~Although the Board has delegated authority to the Committee for the exercise of certain functions as set out within these terms of reference, it retains overall responsibility and accountability for the safety, security and use of information to support the quality and~~

safety of healthcare for its citizens through the effective governance of the Organisation.

The Committee is directly accountable to the Board for its performance in exercising the functions set out in these terms of reference.

The Committee, through its Chair and members, shall work closely with the Board's other Committees and Groups to provide advice and assurance to the Board through the:

- Joint planning and co-ordination of Board and Committee business: and
- Sharing of information

In doing so, contributing to the integration of good governance across the Organisation, ensuring that all sources of assurance are incorporated into the Board's overall risk and assurance framework.

The Committee shall embed the corporate goals and priorities through the conduct of its business, and in doing and transacting its business shall seek assurance that adequate consideration has been given to the sustainable development principle and in meeting the requirements of the Well-Being of Future Generations Act.

PRACTICE

~~The Director of Governance / Board Secretary, on behalf of the Board, shall oversee a process of rigorous self assessment and evaluation of the Committee's performance and operation. A standard agenda must be used as the basis for discussion at each meeting of the Primary and Community Care Committee.~~

~~Minutes prepared following the Primary and Community Care Committee meetings shall be circulated to members within 7 working days and shall be retained by the Head of Corporate Services as a formal record for a period of seven years.~~

~~The Chair of the Primary and Community Care Committee and the Director of Primary, Community and Mental Health will meet with their counterparts on the Quality & Safety Committee, Finance & Performance Committee and the Mental Health Act Monitoring Committee on a regular basis.~~

~~The Committee, through the Committee Chair and members, shall maximise cohesion and integration across all aspects of governance and assurance through the:~~

- ~~• joint planning and co-ordination of Board and Committee business, and~~
- ~~• sharing of information, as appropriate.~~

~~The Committee shall embed the UHB's corporate standards, priorities and requirements, e.g. equality and human rights through the conduct of its business.~~

APPLICABILITY OF STANDING ORDERS TO COMMITTEE BUSINESS

The requirements for the conduct of business as set out in the UHB's Standing Orders are equally applicable to the operation of the Committee, except in the area relating to Quorum.

CHAIR'S ACTION ON URGENT MATTERS

There may, occasionally, be circumstances where decisions which normally be made by the Committee need to be taken between scheduled meetings. In these circumstances, the Committee Chair, supported by the Director of Corporate Governance as appropriate, may deal with the matter on behalf of the Board, after first consulting with one other Independent Members of the Committee. The Director of Corporate Governance must ensure that any such action is formally recorded and reported to the next meeting of the Committee for consideration and ratification.

Chair's urgent action may not be taken where the Chair has a personal or business interest in the urgent matter requiring decision.

REVIEW

These Terms of Reference shall be adopted by the Finance, Performance and Workforce Committee at its first meeting and subject to review at least on an annual basis thereafter, with approval ratified by the Board

REVIEW

These Terms of Reference shall be adopted by the Primary and Community Care Committee at its first meeting and subject to review at least on an annual basis thereafter.

~~Annual review – date of next review is **April 2020.**~~