



## INTEGRATED GOVERNANCE COMMITTEE

### TERMS OF REFERENCE

#### INTRODUCTION

The Standing Orders of the Local Health Board (LHB) provide that *"The Board may and, where directed by the Assembly Government must, appoint Committees of the LHB 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 line with standing orders (and the LHB scheme of delegation), the Board shall nominate a committee to be known as the **Integrated Governance Committee**. The detailed terms of reference and operating arrangements set by the Board in respect of this committee are set out below.

#### PURPOSE

The purpose of the Integrated Governance Committee "the Committee" is to scrutinise evidence and information brought before it in relation to activities and potential risks which impact on the services provided and provide assurance to the Board that effective governance and scrutiny arrangements are in place across the Local Health Board.

#### DELEGATED POWERS AND AUTHORITY

The Committee will, in respect of its provision of advice to the Board, ensure that it: -

- maintains an oversight of the work of the Board Sub Committees ensuring integration of the governance work, addressing issues which fall outside or between the work of the Board's sub committees, minimising duplication and coordinating issues which need the attention of more than one of the Board's sub committees;

- ensures that appropriate mechanisms are in place to manage risk issues, identifying and reviewing the top risks and ensuring that plans are in place to manage those risks;
- oversees the Board's major policy objectives and identify issues which need Board action or involvement, and scrutinising the delivery and performance in those areas;
- completes an annual self assessment exercise in respect of the Governance and Accountability Module.

### **Authority**

The Committee is authorised by the Board to investigate or have investigated any activity within its sphere of responsibility. In doing so, the Committee shall have the right to inspect any books, records or documents of the LHB. It may seek any relevant information from any employee and all employees are directed to cooperate with any reasonable request made by the Committee.

The Committee is authorised by the Board to obtain external legal or other independent professional advice and to secure the attendance of external experts / advisors with relevant experience and expertise if it considers it necessary, in accordance with the Boards procurement, budgetary and other requirements.

### **Sub Committees**

The Committee may, subject to the approval of the LHB Board, establish sub committees or task and finish groups to carry out on its behalf specific aspects of Committee business.

## **MEMBERSHIP**

- Chair and Chief Executive of the Local Health Board
- Audit Committee Chair and Lead Director
- Quality, Safety & Risk Committee Chair and Lead Director(s)
- Finance, Performance & Workforce Committee Chair and Lead Director
- Primary Care Committee Chair and Lead Director
- Mental Health Act Monitoring Committee Chair and Lead Director
- Capital Programme Board Committee Chair and Lead Director
- Academic Partnership Board Chair and Lead Director

An Independent Board member shall chair the Committee and in their absence an Independent Board member shall be nominated to deputise.

## **Attendance**

The Internal and External Auditors will be invited to attend every meeting to ensure that the Audit Plans provide coverage of the key risk areas.

## **Member Appointments**

The membership of the Committee shall be determined by the Board, based on the recommendation of the LHB Chair, and subject to any specific requirements or directions made by the Assembly Government.

## **Support to Committee Members**

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

- Determine the secretarial and support arrangements for the Committee;
- 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.

## **COMMITTEE MEETINGS**

### **Quorum**

A quorum shall be 6 members with at least one representative from each of the standing Committees.

### **Frequency of Meetings**

The Committee will meet on a minimum of a four monthly basis.

### **Circulation of Papers**

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 may include verbal updates on activity, the submission of committee minutes and written reports and the presentation of an annual report;
- 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 LHB Chair, Chief Executive or Chairs of other relevant committees of any urgent / critical matters that may affect the operation and / or reputation of the LHB.

The 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 including that of any sub committees established.

## **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 ensuring the quality and safety of healthcare for its citizens.

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;
- sharing of information

The Committee shall embed the LHB 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 LHB Standing Orders are equally applicable to the operation of the Committee, except in the area relating to the Quorum.

**REVIEW**

These Terms of Reference shall be adopted by the Integrated Governance Committee and subject to review at least on an annual basis thereafter with the next review due in December 2017.

**Reviewed December 2016**