

INTEGRATED GOVERNANCE COMMITTEE

TERMS OF REFERENCE

INTRODUCTION

The Standing Orders of the Joint Committee provide that *"The Joint Committee may and, where directed by Welsh Government must, appoint sub-committees either to undertake specific functions on the Committee's behalf or to provide advice and assurance to the Committee in the exercise of its functions. The Joint Committee's commitment to openness and transparency in the conduct of all its business extends equally to the work carried out on its behalf by sub-committees"*.

In line with standing orders (and the scheme of delegation), the Joint Committee shall nominate a sub-committee to be known as the **Integrated Governance Committee**. The detailed terms of reference and operating arrangements set by the Joint Committee in respect of this sub-committee are set out below.

PURPOSE

The purpose of the Integrated Governance Committee "the Sub-committee" is to scrutinise evidence and information brought before it in relation to activities and potential risks which impact on the services commissioned by the Welsh Health Specialised Services Committee and provide assurance to the Joint Committee that effective governance and scrutiny arrangements are in place across the organisation.

DELEGATED POWERS AND AUTHORITY

The Sub-committee will, in respect of its provision of advice to the Joint Committee, ensure that:

- It maintains an oversight of the work of the Quality and Patient Safety Committee and Audit & Risk Committee. The Sub-committee will ensure integration of the governance work, addressing issues which fall outside or between the work of the these sub-committees, ensuring no duplication and coordinating those issues which need the attention of all three sub-committees;
- Appropriate mechanisms are in place to manage risk issues, identifying and reviewing the top level risks and ensuring that plans are in place to manage those risks;
- It oversees the Joint Committee's Integrated Commissioning Plan for Specialised Services, scrutinising the delivery and performance of the Integrated Commissioning Plan; and

- It maintains an oversight of the work of the Welsh Renal Clinical Network addressing issues which fall outside or between the work of the network and the Welsh Health Specialised Services Team.

Authority

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

The Sub-committee is authorised by the Joint Committee 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, subject to NHS procurement, budgetary and other requirements.

Task and Finish Groups

The Sub-committee may, subject to the approval of the Joint Committee establish task and finish groups to carry out on its behalf specific aspects of Sub-committee business.

MEMBERSHIP

The membership of the Sub-committee shall comprise the Independent Members of the Welsh Health Specialised Services Committee from time to time in post.

The Chairman of the Joint Committee shall chair the Sub-Committee and in the absence of the Chair, the Vice Chair will deputise, failing whom any Independent Member determined by the Independent Members present at any meeting.

Attendance

The Internal and External Auditors will be invited to attend as and when required at the discretion of the Sub-committee.

The following officers will routinely be invited to attend:

- The Managing Director;

- The Chair of the Welsh Renal Clinical Network, failing whom the lead WHSSC executive ,; and
- The Committee Secretary.

Such other officers as the Chair determines shall be invited to attend, from time to time, as and when required.

Member Appointments

The membership of the Sub-committee shall be determined by the Joint Committee and subject to any specific requirements or directions made by Welsh Government and in line with the Welsh Health specialised Committee Governance and Accountability Framework.

Support to Committee Members

The Committee Secretary, on behalf of the Sub-committee Chair, shall:

- Determine the secretarial and support arrangements for the Sub-committee;
- Arrange the provision of advice and support to Sub-committee members on any aspect related to the conduct of their role; and
- Co-ordinate the provision of a programme of organisational development for Sub-committee members.

COMMITTEE MEETINGS

Quorum

The quorum for meetings shall be 2 members in person.

Frequency of Meetings

The Committee will aim to meet not less frequently than 3 times a year.

Circulation of Papers

The Committee Secretary will ensure that all papers are distributed at least five working days prior to the meeting.

REPORTING AND ASSURANCE ARRANGEMENTS

The Chair shall:

- Report formally, regularly and on a timely basis to the Joint Committee on the Sub-committee's activities. This may include verbal updates on activity, the submission of committee minutes and/or written reports;
- Bring to the Joint Committee's specific attention any significant matters

under consideration by the Sub-committee; and

APPLICABILITY OF STANDING ORDERS TO COMMITTEE BUSINESS

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- Ensure appropriate escalation arrangements are in place to alert the Chair, Managing Director or chairs of other relevant sub-committees of any urgent/ critical matters that may affect the operation and/ or reputation of the Welsh Health Specialised Services Committee.

REVIEW

The Committee Secretary, on behalf of the Joint Committee, shall oversee a process of regular and rigorous self-assessment and evaluation of the Sub-committee's performance and operation including that of any task and finish groups established.

RELATIONSHIP WITH THE JOINT COMMITTEE AND ITS COMMITTEES/GROUPS

Although the Joint Committee has delegated authority to the Sub-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 those citizens for whom it secures that healthcare.

The Sub-committee, through the Chair and members, shall maximise cohesion and integration across all aspects of governance and assurance through the joint planning and co-ordination of the Joint Committee and Sub-committee business and sharing of information.

The Sub-committee shall embed the corporate standards, priorities and requirements, e.g. equality and human rights through the conduct of its business.

The requirements for the conduct of business as set out in the Welsh Health Specialised Services Committee Standing Orders are equally applicable to the operation of the Sub-committee, except in the area relating to the Quorum.

These Terms of Reference shall be adopted by the Integrated Governance Committee and subject to review at least on an annual basis.