

# Buckinghamshire, Oxfordshire and Berkshire West Integrated Care Board (BOB ICB):

## Place and System Development Committee – Terms of Reference (ToR)

### Table of Contents

<b><u>1.</u></b> <b><u>Establishment</u></b> .....	<b>2</b>
<b><u>1.1</u></b> <b><u>Terms of Reference:</u></b> .....	<b>2</b>
<b><u>1.2</u></b> <b><u>Purpose</u></b> .....	<b>2</b>
<b><u>2.</u></b> <b><u>Roles and responsibilities</u></b> .....	<b>2</b>
<b><u>2.1</u></b> <b><u>Duties</u></b> .....	<b>2</b>
<b><u>2.2</u></b> <b><u>Authority</u></b> .....	<b>4</b>
<b><u>2.2.1</u></b> <b><u>Delegation in the Scheme of Reservation &amp; Delegation</u></b> .....	<b>5</b>
<b><u>2.2</u></b> <b><u>Accountability and reporting</u></b> .....	<b>5</b>
<b><u>3.</u></b> <b><u>Committee meetings</u></b> .....	<b>6</b>
<b><u>3.1</u></b> <b><u>Composition and quoracy</u></b> .....	<b>6</b>
<b><u>3.2</u></b> <b><u>Frequency and formats</u></b> .....	<b>7</b>
<b><u>3.3</u></b> <b><u>Procedures</u></b> .....	<b>7</b>
<b><u>4.</u></b> <b><u>Secretariat and administration</u></b> .....	<b>8</b>
<b><u>Appendix I: Revision History</u></b> .....	<b>10</b>

## 1. Establishment

The Place and System Development Committee is established by the Integrated Care Board (ICB), in accordance with its Scheme of Reservation and Delegation (SoRD).

Due to the nature of the committee business the need for the committee will be formally reviewed in September 2023

### 1.1. Terms of Reference:

Definition of terms: The Terms of Reference for the Committee are defined by the ICB.

Amendment: The terms of reference may be amended in accordance with the provisions in the Constitution and the SoRD.

Publication: The terms of reference are published in the Governance Handbook, which is accessible on the ICB website.

### 1.2. Purpose

The purpose of the committee is to provide assurance that the three Places in BOB ICS (Buckinghamshire, Oxfordshire and Berkshire West) and system working arrangements across the ICS are being developed to fulfil the ICS aims:

Improve health and wellbeing

Reduce health inequalities

Increase system productivity

Support local socio-economic development

## 2. Roles and responsibilities

This section describes the Committee's duties, authority, accountability and reporting.

### 2.1. Duties

The Committee's duty is to assure the board on:

Place development

System development

Providing assurance involves:

**Triangulating multiple sources** of internal and external information, including:

- Data analysis and contract performance intelligence
- Patients', service users' and carers' reports, surveys, complaints, and concerns
- Evidence from key clinicians and managers from commissioned services
- Other intelligence agreed to be important and reliable

**Remedial action:** Where assurance cannot be provided in part or in full, to provide the Board with details of remedial actions being taken and or being recommended

**Considering efficacy and efficiency:** Things are not only in place, but the right things are being done in the right way to achieve the right objectives, which support the ICS aims

### 2.1.1. Place development

- The Committee assures the ICB Board that Place is developing, in line with legislation, guidance and regulation, to meet the ICS's aims
- The Committee seeks assurance from Place on the progress towards and/ or the effectiveness of the following:

Place assurance	
Place plans	<p>Places have co-developed plans for the local delivery of health and care services, in order to meet local priorities and fulfil the ICS aims.</p> <p>All stakeholders, providers, patients and the local population have been involved in co-developing the place plans.</p> <p>The place plans are based in a shared understanding of local needs, informed by the Joint Strategic Needs Assessment (JSNA), Health and Well Being Strategies, Population Health Management analytics from the Directors of Public Health and ICB, and other shared data and insights across Place partners.</p>
Processes	<p>Agreed processes have been established for engaging the local population, agreeing shared outcomes, commissioning and delivering health and care services, making decisions (e.g. re-shaping services within place), managing risk, and resolving disagreements.</p> <p>There is clarity about what is done at place vs system level.</p>
Workforce	<p>The requirements for integrating the workforce across health and social care are understood and practical steps are being implemented, e.g. multi-disciplinary teams, co-location of staff</p>
Digital	<p>Place partners use the same digital systems (in particular for health and social care records) and have a base level of digital capabilities</p>
Resources	<p>There is a clear, shared resourcing plan across the partner organisations or delivering services and improving shared local outcome objectives.</p> <p>A significant and growing proportion of health and care activity is overseen and funded by resources held by place, through formal pooling or informal aligning of budgets.</p>
CQC regulation	<p>Places can meet CQC requirements.</p>
Metrics	<p>Places can demonstrate a track record of delivery against agreed shared outcomes.</p>
Governance	<p>There is clear accountability for the delivery of the shared plan and outcomes for place, agreed by the ICB and local authorities, and other Place partners, and in line with legislation, regulation and guidance.</p>

### 2.1.2. System development

- The Committee assures the ICB Board that the ICS is developing, in line with legislation, guidance and regulation, to meet the ICS’s aims
- To monitor the progress of plans set out in the system development plan (SDP) and be assured any revision made are in line with national policy.
- The Committee seeks assurance from the ICB, local authorities, NHS providers and other partners on the progress towards and/ or the effectiveness of the following:
  - Shared vision and values
  - Shared understanding of local needs and priorities
  - Joint planning for the delivery of health and care services
  - Organisational development to foster system’s thinking and systems working
  - Joint working and workforce integration
  - Aligned financial planning and allocation of resources across system priorities
  - Risk and benefit share arrangements
  - System risk management
  - Best practice sharing across organisational silos

### 2.2. Authority

The ICB has delegated authority to the Place and System Development Committee as set out ICB Constitution, which may be amended in accordance with the Constitution and the SoRD.

The committee is authorised to:	
Investigate	Investigate any activity within its terms of reference.
Seek information	Seek any information it requires within its remit, from any employee or member of the Board
Commission reports	Commission reports required to help fulfil its obligations.
Obtain advice	Obtain independent professional advice and secure the attendance of advisors with relevant expertise to fulfil its functions. In doing so, the Committee must follow any procedures put in place by the ICB for obtaining professional advice.
Create Task & Finish Groups	Create, with agreement of the ICB, task and finish sub-groups for specific programmes of work  Determine the terms of reference of task and finish sub-groups, in accordance with the Boards

The committee is authorised to:

constitution, Standing Orders and SoRD – but no decisions may be delegated to these groups.

### 2.2.1. Delegation in the Scheme of Reservation & Delegation

Decisions Delegated by the Scheme of Reservation & Delegation (SoRD)

- Reviewing place governance arrangements annually and recommending changes to the ICB

### 2.3. Accountability and reporting

The Committee is accountable to the Board and reports to the Board on how it discharges its responsibilities.

Accountabilities	Description
Draft minutes and reports	<ul style="list-style-type: none"> <li>• The Committee receives scheduled assurance reports from its delegated groups.</li> <li>• The Secretary formally records the minutes of each meeting.</li> <li>• The Chair of the Committee reports to the Board (public session) after each meeting and provides a report on assurances received, escalating any concerns, where necessary.</li> </ul>
Monitor attendance	<ul style="list-style-type: none"> <li>• Attendance is monitored and profiled as part of the agenda at each Committee meeting</li> <li>• Members should aim to attend 100% of meetings and must attend at least 75% of meetings, and read all papers beforehand</li> </ul>
Draft annual work plans	<ul style="list-style-type: none"> <li>• The Committee produces an annual work plan in consultation with the Board</li> </ul>
Conduct annual self-assessment	<ul style="list-style-type: none"> <li>• The Committee undertakes an annual self-assessment of its performance against the annual plan and terms of reference.</li> <li>• Any resulting proposed changes to the terms of reference are submitted for approval by the Board.</li> <li>• The Committee utilises a continuous improvement approach in its delegation.</li> <li>• Members review the effectiveness of the meeting at each sitting</li> </ul>
Annual Report	<ul style="list-style-type: none"> <li>• The Committee provides the Board with an Annual Report, timed to support finalisation of the accounts and the Governance Statement.</li> <li>• The report includes               <ul style="list-style-type: none"> <li>– The governance cycle</li> <li>– A summary of the business conducted,</li> <li>– Frequency of meetings, membership attendance, and quoracy</li> </ul> </li> </ul>

### 3. Committee meetings

This section sets out meeting:

Composition and quoracy

Frequency and formats

Procedures

#### 3.1. Composition and quoracy

This section sets out the meeting composition and quoracy requirements.

Description of expectation	
Chair	An independent non-executive member of the Board appointed for their specific knowledge skills and experience and suitability.
Deputy Chair	Committee members may appoint a Vice Chair from amongst the members.
Absence of Chair or Vice Chair	In the absence of the Chair, or Vice Chair, the remaining members present elects one of their number Chair the meeting.
Membership	<ul style="list-style-type: none"> <li>• Non-Executive Director (Committee Chair)</li> <li>• Non-Executive Director or Chair of ICB</li> <li>• Director of Strategic Delivery and Partnerships</li> <li>• Voluntary Sector Representative</li> <li>• ICB NHS Trust/Foundation Trust Partner Member</li> <li>• Two local authority attendees and as required up to three additional members with relevant experience in system working and system development (suggest local authorities as attendees rather than members)</li> <li>• EDI: When determining the membership of the Committee, consideration will be given to diversity and equality.</li> </ul>
Attendees and procedure for absence	<p>Only members of the Committee have the right to attend meetings. The Chair may invite others to attend if they would bring important perspectives to a particular discussion.</p> <p>The CEO of the ICB can attend any meeting of the Committee and may be invited to attend to gain an understanding of the Committee’s operations.</p> <p>Procedure for absence:</p> <p>Where a member or any attendee of the Committee (who is not a member of the Committee) is unable to attend a</p>

Description of expectation	
	<p>meeting, a suitable alternative may be agreed with the Chair.</p> <p>The Chair 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.</p>
<p>Quoracy and Procedure for Inquoracy</p>	<p><b>Threshold:</b> A minimum of one Non-Executive Members, plus at least two other members.</p> <p><b>Absence:</b> Where members are unable to attend, they should ensure that a named and briefed deputy able to participate on their behalf attends in their place.</p> <p><b>Disqualification:</b> If any member of the Committee is disqualified from participating in an item on the agenda, due to a declared conflict of interest, that individual no longer counts towards the quorum.</p> <p><b>Inquoracy:</b> If the quorum is not reached, the meeting may proceed if those attending agree, but no decisions may be taken.</p>

### 3.2. Frequency and formats

This section on Committee meetings describes the meeting frequency and formats.

Description of rules	
<p>Meeting frequency</p>	<p>The Committee will meet at least five times a year.</p> <p>Additional meetings may be convened on an exceptional basis at the discretion of the Committee Chair.</p> <p>The Board, Chair or Chief Executive may ask the Committee to convene further meetings to discuss particular issues on which they want the Committee's advice.</p>
<p>Public vs closed</p>	<p>Where this is warranted by the nature of the business arising, the agenda is divided into two parts. Part 1 is open to the whole committee, including invited attendees. Part 2 is a closed session for members only to discuss confidential information.</p>
<p>Virtual meetings and extra-ordinary meetings</p>	<p>In accordance with the Standing Orders, the Committee may meet virtually when necessary and members attending using electronic means will be counted towards the quorum.</p>

### 3.3. Procedures

Procedure	Description of rules and expectations:

Agenda	<p>The Chair is responsible for agreeing the agenda and ensuring matters discussed meet the objectives as set out in these ToR.</p> <p>Members are expected to identify agenda items for consideration to the Chair and any meeting papers using the prescribed format at least 14 calendar days before the meeting.</p>
Conflicts of interest	<p><b>Declarations:</b> All members, ex-officio members and those in attendance must declare any actual or potential conflicts of interest. This is recorded in the minutes.</p> <p><b>Exclusions:</b> Anyone with a relevant or material interest in a matter under consideration may be excluded from the discussion at the discretion of the Committee Chair.</p>
Decision-making	<p><b>Decisions:</b> Decisions are taken in according with the Standing Orders and are normally arrived at by consensus. When this is not possible the Chair may call a vote.</p>
Voting	<p><b>Eligibility:</b> Only members of the Committee may vote. Each member is allowed one vote and a majority is conclusive on any matter.</p> <p><b>Casting Vote:</b> The chair may have a casting vote, if members are equally divided on an issue.</p> <p><b>Recording of votes:</b> The result of the vote will be recorded in the minutes.</p> <p><b>Virtual voting:</b> If a decision cannot wait for the next scheduled meeting and an extraordinary meeting is not appropriate or possible, the Chair may conduct business on a 'virtual' basis through the use of telephone, email, or other electronic communication.</p>

#### 4. Secretariat and administration

This section describes the functions of the secretariat whose role is to support the Committee in the following ways:

Functions	Description
Distribute papers	Prepare and distribute the agenda and papers in accordance with the Standing Orders following their agreement by the Chair with the support of the relevant executive lead.
Monitor attendance	Monitor the attendance of those invited to each meeting and highlight to the Chair those that are not meeting the minimum attendance requirements.



Functions	Description
Maintain records	Record conflicts of interest, members' appointments and renewal dates. Provide prompts to renew membership and to identify new members where necessary.
Minute Taking	Take good quality minutes and agree them with the Chair. Keep a record of matters arising, action points and issues to be carried forward.
Support for Chair & Committee	Support the Chair in preparing and delivering reports to the Board.  Take forward action points between meetings and monitor progress against those actions.
Provide updates	Update the Committee on pertinent issues/ areas of interest/ policy developments.

## Appendix I: Revision History

Version	Date	Approved by	Review	Type of changes
V1.0	17/01/2023	Board of ICB	Annually	Creation of ToR

---

---

---

### Document control

The controlled copy of this document is maintained by BOB ICB. Any copies of this document held outside of that area, in whatever format (e.g., paper, email attachment), are considered to have passed out of control and should be checked for currency and validity.

## **Place and System Development Committee - Statement of Intent**

The Place and System Development Committee (Committee), a Sub-Committee of the ICB Board exists to support better outcomes across the Integrated Care System (ICS). The Committee will make recommendations through the ICB Board and Integrated Care Partnership on how the system can be developed (with reference to the 2022/23 system development plan) to improve overall outcomes and performance.

The ICS is defined as a partnership of organisations that come together to plan and deliver joined up health and care services, and to improve the lives of people who live and work in their area. For BOB ICS this includes our three Places, Buckinghamshire, Oxfordshire and Berkshire West and the organisations including the voluntary sector whom we work closely with. The 2022 Health & Care Act and recent guidance from the DHSC sets out the need to increase the level of integration at Place

The Integrated care system is developing through an ongoing process of review and refinement of the intricate network of organisations operating across BOB. It will achieve this by bringing together several people with expertise and interest in the local areas and how systems operate across them. The work of this sub-committee will support the ICS and its Places in their development and the achievement of the ICS's four aims:

- Improving health and wellbeing
- Reduce health inequalities
- Increase system productivity
- Support local socio-economic development

The focus of the Committee's work will be on the development of both the ICS and its three Places develops in line with statutory requirements and in doing so achieves its defined outcomes.

The Committee is an enabler rather than an end. In terms of key relationships, the Committee will advise the ICB on the mechanics of improving systems leadership across BOB and will work closely with the ICP as the main body of representation for stakeholders across BOB and the System HOSC.

Whilst the ICS is in development phase these terms of reference will be time limited for review after 12 months to ensure the committee is effective in achieving its objectives.