BOARD MEETING

Title	Board Committees Assurance Report		
Paper Date:	11 March 2024	**Meeting Date:**	19 March 2024
Purpose:	Assurance	**Agenda Item:**	16
Author:	Ros Kenrick, Business Manager; Catherine Mountford, Director of Governance – on behalf of Committee Chairs	**Exec Lead/ Senior Responsible Officer:**	Catherine Mountford, Director of Governance

Executive Summary

Each Committee will provide an Escalation and Assurance Report to the Board with a summary of key points and to inform the Board of the extent to which the Committee was able to take assurance from the evidence provided and where additional information was required. A report will be provided for every meeting, although due to timing of meetings and publication dates for Board papers, there will be occasions where a verbal report will be provided with the written report presented to the subsequent Board meeting.

The focus for these reports is:

- To what extent are we assured we understand the position?
- To what extent are we assured by the ICB/Provider mitigations presented?
- To what extent are we assured by the System response to the issue?

The following reports are attached:

- Audit and Risk Committee meeting held on 27 February 2024
- Place and System Development Committee meeting held on 13 February 2024
- Population Health & Patient Experience meeting held on 27 February 2024
- System Productivity Committee meeting held on 05 March 2024
- ICB People Committee meeting held on 09 January 2024
- Terms of Reference for the ICB People Committee

Action Required

The Board is asked to:

- Note the content of the Committee Escalation and Assurance Reports.
- Approve the Terms of Reference of the ICB People Committee.

Conflicts of Interest:	No conflict identified.

Board Committees Assurance Reports

Committee Escalation and Assurance Report – Alert, Advise, Assure	
Report From:	Audit and Risk Committee
Date of Meeting:	27 February 2024
Committee Chair:	Saqhib Ali

Key escalation and discussion points from the meeting

Alert:

- External audit commended the finance team for their good engagement to achieve the audit plan and highlighted key areas of testing for the next few weeks will be in relation to the significant risks around finance and sustainability and Ofsted CQC.

Advise:

- The Internal Audit progress report contained four final reports; two had a positive substantial opinion (Population Health Management and Governance), two had a partial opinion in relation to Place and Transformation. The Committee requested that the relevant executive and/or subject matter expert attend future committee meetings to support presentation.
- As part of the financial statements a comprehensive paper was presented in relation to treatment of community equipment. The committee requested a deep dive to seek further assurances around systems of control in relation to how the ICB is administering our assets and to use as an opportunity to address any variation across the geography.
- A comprehensive report on continuing healthcare and complex cases was presented. This outlined context in relation to the current internal controls and management and the need to review and align budget and sign off processes. The committee recognised that this would require Executive support due to the operational nature, and it was noted that an escalation process for high-cost packages should be progressed through to the System Productivity Committee at its next meeting for assurance.
- Five single tender waivers had been approved since the last committee meeting. The committee requested guidance and assurance in understanding how the process is managed around single tender waivers and that relevant procurements are progressed through appropriate committees of the Board, and where we are working collaboratively with our partners.

Assure:

The Committee received reports providing assurance in the following areas:

- The framework to manage BAF and CRR has been strengthened further to provide additional assurances including, risk assurance reports to each committee of the Board and deep dives across the organisation to embed risk management in all that we do.
- The draft Annual Governance Statement (AGS) was presented to provide assurance that it reflects the known governance arrangements and systems of internal control at a point in time ahead of embedding within the draft Annual Report (AR) which will be presented to committee in April 2024 in line with NHSE Annual Report and Accounting timelines.
- The final accounts timetable and accounting policies were presented based on financial statements from 2022/23 whilst the template from NHSE is awaited.

Committee Escalation and Assurance Report – Alert, Advise, Assure

Report From:	Place and System Development Committee
Date of Meeting:	13 February 2024
Committee Chair:	Aidan Rave

Key escalation and discussion points from the meeting

Alert:

The delegation of specialised commissioning was discussed.   Concern was raised around being able to reach out to Southeast colleagues on joint decision making if the internal support architecture was not in place and the requirements for the ICB to be ready for 2025. There were queries around the worth in terms of funding, the delegation of immunisations and screening, whether the BOB ICB change programme had been factored into the delegation preparation work, key milestones, and how political change might affect delegation.

Key challenges to delegation included not being able to breakdown the ICB resource and the need to share resource between ICBs with shared decision making.

Advise:

The committee reviewed its terms of reference and felt these needed strengthening. The committee agreed that this would be undertaken in conjunction with the broader ICB governance review.

The committee also considered the ICB operating model and the need to support the development of provider collaboratives and place partnerships whilst ensuring the work was aligned to board discussions.

Assure:

The committee considered its forward plan for the coming twelve months, with the intention of setting out a programme of oversight and development focused on both system partners and service users. When complete, the programme will be shared with the board.

Committee Escalation and Assurance Report – Alert, Advise, Assure	
Report From:	Population Health and Patient Experience Committee (PHPEC)
Date of Meeting:	27 February 2024
Committee Chair:	Sim Scavazza (deputy chair of the PHPEC)

Key escalation and discussion points from the meeting

Alert:

The Committee were alerted to one new and emerging risk (noted below) and were updated on the work underway across the system to address the increasing demand for ADHD referrals for assessment and treatment.

The Committee were alerted to the recent media coverage of the role of Physicians Assistants (PA), with a particular focus on the Royal Berkshire Hospitals NHS Foundation Trust. The Committee were informed of the actions underway across the trust, the region and nationally to support the PAs and this work.

Advise:

The Committee were informed of the BOB ICB Primary Care Strategy publication that has promoted robust engagement with stakeholders to feedback observations from a diverse network.

The Health Inequalities Lead highlighted our responsibilities in analysing and publishing information by adopting population health management approaches, noting our data analytic resource challenges, and delivering on priorities within a reducing financial envelope.

The Committee were advised of the work underway to strengthen our approach to

Patient Experience and the plans to increase the reporting of the experience of our population in receiving our services and how this informs our commissioning decisions.

The Committee were advised of the work underway to support the Regulatory inspections across the System and noted to plan to bring back more details on the Key Lines of Enquiry relating to System inspection by the CQC.

Assure:

The Committee were assured by the information presented in the Cancer and Diabetes deep dives, which highlighted the progress made in the workstreams, the plans and priorities for the next year.

The Committee were also assured of the Clinical Effectiveness delivery of ICB duties and related strategic developments.

The Committee were assured by the work being done across all the Clinical Programmes reporting into the Committee, noting the points for alerting, advise and assurance from each programme.

Committee Escalation and Assurance Report – Alert, Advise, Assure	
Report From:	System Productivity Committee
Date of Meeting:	05 March 2024
Committee Chair:	Tim Nolan

Key escalation and discussion points from the meeting

<table><tr><td style="background:red">Alert:</td></tr></table>

- The financial position of both the ICB itself and the System as a whole remains very challenging.
  - The ICB reported a YTD deficit at M10 of £18.5m (M9 £13.8m) and a forecast outturn of £40.3m deficit i.e. £14.0m worse than the original £26.3m System reforecast submitted in Nov/Dec 2023.
  - The ICB is projected to not deliver its main financial target i.e. the ICB has a YTD variance to plan & is forecasting a deficit at year end compared to a breakeven plan.
  - At the System level, the BOB ICS reported a M10 YTD deficit of £57.9m & an variance to plan of £23.6m (M9 £17.2m). The Full Year Out Turn (FOT) forecast deficit of £73.2m is worse than the System reforecast submitted in Nov/Dec 2023 (after taking account of industrial action) by £4.6m for OUH and £14.0m for the ICB.
  - The position of the TVCA was discussed at length with some key learnings about how this position was managed.
  - There remain several significant risks to the forecast including PFI challenges at OH (£10m) and OUH (£5m) & a forecast deterioration at RBFT of a further £5m by M11.
  - A discussion is required for the forthcoming year about how funds are allocated and where deficits are held within the System.
  - The CFO will give a more detailed and up to date analysis at the next Board meeting.

- Operating Plan – a verbal update was given.
  - Still awaiting NHSE guidance for the year but plans suggest we will be able achieve all operational targets except A&E 4-hour waiting time.
  - Operational & financial challenge to deliver this performance however remains incredibly difficult with a larger deficit being projected for 2024/25.
  - Some SPC members remain uncomfortable about how credible the level of efficiencies & process change required within 12 months to deliver this performance is.

- Acute Provider Collaborative
  - Presentation showed what is already up & progressing (e.g. Elective Care Board).
  - But as a key enabler the APC can and must do more to support & deliver System goals.
  - The newly agreed focus at CEO level is both welcome & necessary.

Advise:
• Cyber Risk around old servers needs to be noted by the Board.
○ Pro-active patching is continuing & none of these servers are publicly accessible.
○ But the SPC wants to understand & expedite the full replacement cycle of this equipment.
• System Digital Priorities – the revised format of the reporting was presented.
○ Costs and scope are green and on track with good reporting in place.
○ However, 4 of the 7 projects have the key milestones showing as amber – SPC to carry out a deep dive into the Programme.
• ICS Efficiencies Collaboration Group (IECG).
○ The regular in-depth report continues to show improvements and gains.
○ But as with the APC the Committee's sense is that we can and must do more.
○ Engagement and resourcing remains key – not only at a senior level but also in the middle tier of team members who actually do the work and make the difference but have multiple competing commitments.
○ Board support across the System is required drive more significant benefits.

Assure:
• IT performance – the comprehensive regular report shows a generally positive performance (with the known exception of the Ardens system reporting).
• SP Committee Annual report – received and approved with minor amends.

Committee Escalation and Assurance Report – Alert, Advise, Assure	
Report From:	ICB People Committee
Date of Meeting:	9 January 2024
Committee Chair:	Sim Scavazza

Key escalation and discussion points from the meeting

Alert:

Advise:

- This was the first meeting of a renewed ICB People Committee. It was deemed important that, during the change programme for the ICB, there was a dedicated committee focused solely on ICB staff matters. This reestablished committee may be time limited as the internal processes in the ICB were strengthened and embedded; this would enable greater assurance to be given through the executive.   The committee agreed to review role and scope after a year.

- It was proposed that the Committee members would be two NEDs, the Chief Executive Officer, Chief People Officer, Chief Finance Officer, and Director of Governance. Other people could be invited to attend as required. The revised terms of reference are attached for **Board approval.**

- The Committee noted the work in hand to strengthen our arrangements for Freedom to Speak Up and that Guardians for the ICB were in the process of being appointed.

Assure:

- The proposed process for undertaking the FPPT assessments was reviewed by the Committee, and they were assured that this would ensure the ICB met the requirements of the guidance.

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

People Committee – DRAFT Terms of Reference (ToR)

Table of Contents

1. Establishment

The People Committee is a committee, established by the Integrated Care Board (ICB). These Terms of Reference set out the remit, responsibilities, delegated authority, membership, and reporting arrangements of the Committee.

1.1 Terms of Reference:

- **Definition:** The terms of reference for People Committee is defined by the ICB.

- **Review:** The terms of reference will be reviewed and approved on an annual basis by the People Committee prior to submission to the ICB Board.

- **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 to the board on the delivery of the functions of the ICB relating to the organisation's people (workforce) strategy, planning and delivery.

2. Roles and responsibilities

The ICB is accountable for ensuring the organisation meets its statutory and mandatory duties and obligations with regards to the people the ICB employs. In meeting these obligations, the ICB is responsible for ensuring effective systems of governance and internal controls are in place that ensure:

- Management of activities in accordance with statutory regulations; mandated policy and guidance; the ICB Constitution, standing orders and other corporate policies; and formal contracts and partnership agreements.

- Assurance that resources are appropriately safeguarded and prioritised to maximise outcomes, avoid waste and inefficiency and that value for money is continuously sought.

- Risks relating to the delivery of services and associated achievement of strategic and operational priorities are identified in a timely manner and effectively mitigated.

2.1 Duties

The Committee's duty is to assure the ICB Board with regards to:

- The ICB People Strategy and Plan including implementation of people priorities aligned to the NHS People Plan and People Promise

- Provide oversight of the development of the ICBs People Strategy and seeking assurance on workforce recruitment, development, and retention plans.

- Seek assurance on the risks in the implementation of the People Strategy and determine the approach to providing effective oversight of the mitigation of those risks.
- Seek assurance from the executive regarding the delivery of the ICB People Strategy and Plan
- Assure on ICB workforce matters, such as compliance with requirements related to Equality, Diversity and Inclusion, Health and Safety, Workforce policies, and all other workforce matters.
- Receive annual reports on ICB health and safety, equality and diversity (WRES, WDES, Gender Pay Gap), pay in/equalities, and approve their publication on the ICB's website, where appropriate.

2.2 Authority

The committee is authorised to	
Investigate	any activity within its Terms of Reference.
Seek any information	it requires within its remit, from any employee or member of the ICB (who are directed to co-operate with any request made by the committee) within its remit as outlined in these Terms of Reference.
Commission reports	it deems necessary to help fulfil its obligations.
Obtain advice	Obtain legal or other 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 Board for obtaining legal or 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 constitution, Standing Orders and SoRD – But no decisions may be delegated to these groups.

For the avoidance of doubt, the Committee will comply with, the ICB Standing Orders, Standing Financial instructions and the scheme of Reservation and Delegation (SoRD).

2.2.1 Source of authority for committee

e.g. Decisions Delegated by the Scheme of Reservation & Delegation (SoRD)
• Approve annually the ICB's proposed organisational development proposals.

2.3 Accountability and reporting

The People Committee is accountable to the ICB Board on how it discharges its responsibilities.

Accountabilities	Description
Draft Minutes	• The Secretary formally records the minutes of each meeting
Reports	• The Committee receives scheduled assurance reports from its delegated groups.
Frequency	• Attendance is monitored and profiled as part of the agenda at each Committee meeting. • Members should aim to attend 100% of meetings and must attend at least 75% of meetings and read all papers beforehand.
Attendance	• If a member is unable to attend, a deputy is to be nominated.
Membership	• Is to be reviewed regularly as required by the group.

Annual Report	• The Committee provides the ICB Board with an Annual Report, timed to support finalisation of the accounts and the Governance Statement. The report includes
	    o The governance cycle
	    o A summary of the business conducted,
	    o Frequency of meetings, membership attendance, and quoracy
	    The committee's self-assessment

3. Committee meetings

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.
Deputy Chair	Committee members may about a deputy chair from amongst their members.
Absence of Chair or Deputy Chair	In the absence of the Chair and Deputy Chair, the meeting will be re-arranged
Membership	Minimum membership is: Second non-executive member

	Description of expectation
	Chief Executive Officer
	Chief People Officer
	Director of Governance
	Chief Finance Officer
Attendees and procedure for absence	An appropriate nominated deputy to attend.
	Other members: The People Committee may invite additional members where it is in the interest of the group to do so.
Quoracy and Procedure for Inquoracy	**Threshold:** A minimum of two thirds of members are required to attend for quoracy. This must include at least one non-executive member, the Chief People Officer (or deputy), and one other executive member.
	Absence: Where members are unable to attend, they should ensure that a named and briefed deputy able to participate on tehri behalf attends in their place (subject to agreement with Committee Chair).

3.2 Frequency and formats

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

	Description of rules
Meeting frequency	The People Committee will meet at least four (4) times a year. Additional meetings may take place as required.
Virtual meetings and extra-ordinary meetings	Additional meetings may take place as required. and notice for calling meetings are set out in the Standing Orders.

3.3 Procedures

	Description of rules and expectations:
Agenda	The Chair is responsible for agreeing the agenda and ensuring matters discussed meet the objectives as set in these ToR.
	Members and attendees are expected to identify agenda items for consideration at least 10 working days before the meeting.
Conflicts of interest	Declarations: All members, ex-officio members and those in attendance must declare any actual or potential conflicts of interest. This is recorded in the minutes.

Description of rules and expectations:	
	Exclusions: Anyone with a relevant or material interest in a matter under consideration may be excluded from the discussion at the discretion of the Chair.
Decision-making	The Committee will ordinarily reach conclusions by consensus
Voting	Only members of the Committee may vote.

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 five working days before the meeting, following their agreement by the Chair.
Monitor attendance	Monitor the attendance of those invited to each meeting.
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	Take forward action points between meetings and monitor progress against those actions.

Appendix I: Revision History

Version	Date	Approved by	Review	Type of changes
V1.0	27/12/23		Annually	Creation of ToR

Document control

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