

Appendix A III

Lancashire and South Cumbria Integrated Care Board

People and Culture Committee Terms of Reference

1. CONSTITUTION

- 1.1. The People and Culture Committee is established by the Integrated Care Board (ICB) as a formal committee of the Board in accordance with its Constitution (hereafter referred to as The Committee).
- 1.2. These Terms of Reference (ToR), which must be published on the ICB website, set out the membership, the remit, responsibilities and reporting arrangements of the Committee and may only be changed with the approval of the ICB.
- 1.3. The Committee is a non-executive chaired committee of the ICB, and its members are bound by the Standing Orders and other policies of the ICB.

2. AUTHORITY

- 2.1. The Committee is a formal committee of the ICB Board and is authorised by the Board 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) as outlined in these terms of reference
 - commission any reports it deems necessary to help fulfil its obligations
 - obtain legal or other independent professional advice and secure the attendance of advisors with relevant expertise if it considers this is necessary to fulfil its functions. In doing so the Committee must follow any procedures put in place by the ICB for obtaining legal or professional advice
 - create sub-groups in order to take forward specific programmes of work as considered necessary by the Committee's members. The Committee shall determine the membership and terms of reference of any such sub-groups in accordance with the ICB's constitution, Standing Orders and Scheme of Reservation and Delegation (SoRD) but may not delegate any decisions to such groups.
- 2.2. For the avoidance of doubt, the Committee will comply with, the ICB Standing Orders, Standing Financial Instructions and the Scheme of Reservation and Delegation.

3. PURPOSE

- 3.1. The purpose of the Committee is to seek assurance on the progress towards achievement of our strategic objectives through valuing and developing our People. These strategic objectives relate to transforming health and care in order to improve population health outcomes, tackle inequalities, enhance productivity and value-for money and support wider social and economic development. The Committee provides a strategic oversight and direction of workforce matters across the Integrated Care System in line with the above aims and our mandated obligations. The Committee will also provide the ICB with assurance that it is delivering the functions and undertaking its responsibilities to fulfil its public sector workforce duties including those related to equality, diversity and inclusion.
- 3.2. The Integrated Care System includes NHS, social care, local authorities and VCFSE organisations and wider collaborations will be sought as appropriate with the private and education sectors. A guiding principle of the People and Culture Committee is to harness the benefits of collaboration and partnership working.
- 3.3. The Committee will monitor and review plans to ensure implementation of people priorities including delivery of the People Plan and People Promise by aligning partners across the Integrated Care System , where it makes sense and is safe to do so.
- 3.4. The Committee will seek assurance on arrangements for ensuring promotion of research as an essential function for continuous improvement and oversee and monitor delivery of the work of the Research and Innovation Collaborative
- 3.5. The Committee will provide regular assurance and risk updates to the ICB Board in relation to activities and items within its remit.

4. DUTIES

- 4.1. Promote collaborative arrangements with partners to support the workforce across the system by overseeing system development and implementation of the ICS People Plan.
- 4.2. Seek assurance on arrangements for meeting the ICB's equality duties. This will include the approval, review, and monitoring of progress against the equality improvement plans and the delivery of associated equality objectives.
- 4.3. Scrutinise arrangements for the design, implementation and effectiveness of the ICS People Plan, which will include:

- a) Seek assurance that partners are aligned across the ICS to develop and support the workforce across the system, including through closer collaboration across the health and care sector, and with local government, the voluntary and community sector and volunteers.
 - b) Scrutinising delivery of local strategic and operational people priorities.
 - c) Reviewing action being taken to protect the health and wellbeing of people working within the ICS footprint.
 - d) Monitoring leadership development, talent management and succession planning approaches in order to drive the culture, behaviours and outcomes needed for people working in the system and the local population.
 - e) Ensuring collaboration across system partners to support local social and economic growth and a vibrant local labour market.
- 4.4. Seek assurance that the ten people functions are delivered and that the ICB and system partners are meeting the strategic workforce priorities in the NHS, as set out in the People Plan. These include improving people's experience of working within the NHS, enabling them to provide the best possible care and health outcomes for patients and citizens; transforming and growing the workforce to make use of the skills of staff and meet changing health needs; and developing a compassionate and inclusive culture that drives positive change for staff.
- 4.5. Seek assurance that strategies and delivery plans are in place to achieve the 10 mandated People Functions:
- Support the health and wellbeing of staff across the Integrated Care System.
 - Grow the workforce for the future and enable adequate workforce supply, ensuring that the workforce across the Integrated Care System is representative of the local communities served.
 - Support inclusion and belonging for all, and create a great experience for staff across the Integrated Care System, addressing issues of inequality and inequity.
 - Value and support leadership at all levels and lifelong learning, ensuring that leaders at every level live the behaviours and values set out in the People Promise.
 - Lead workforce transformation and new ways of working.
 - Educate, train and develop our people and manage our talent.
 - Drive and support broader social and economic development, leveraging roles as anchor institutions and networks, and supporting all ICS partners to address the wider determinants of health and inequalities.
 - Transform our people services and support the people profession.

- Lead on coordinated workforce planning using analysis and intelligence, aligning this to the needs to our current and future population, and our service and workforce needs.
- Support system design and development, using organisational and cultural development principles to support the establishment and evolution of the ICB and the Integrated Care Partnership.
- Ensure delivery of the Lancashire and South Cumbria People Plan.
- Receive and recommend the People strategy

4.6. The Committee will:

- Review and monitor those risks on the BAF and Corporate Risk Register which relate to people and identify operational risks which could impact on care.
- Receive updates from Freedom to Speak Up; including themes and trends and shared learning
- Ensure the ICB is kept informed of significant risks and mitigation plans, in a timely manner.
- Gain assurance of implementation of national policy developments relating to the health and care workforce.
- Approve the Terms of Reference and work programmes for, any groups reporting into the Committee.

4.7. The Committee will monitor and promote delivery of the work of the Research and Innovation Collaborative

4.8. The Committee will seek assurance that a culture which considers Equality, Diversity and Inclusion (EDI) is embedded and actively promoted, and that consideration of EDI is demonstrably present across the ICB and its partners in order to assure the committee that the ICB meets the public sector equality duty.

5. MEMBERSHIP AND ATTENDANCE

The Committee membership shall be agreed by the Board in accordance with the ICB Constitution.

When determining the membership of the Committee, active consideration will be made to equality, diversity and inclusion.

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, or where there is deemed to be a conflict of interest that cannot be managed within the meeting.

5.1 Chair and Deputy

The Committee will be chaired by a non-executive member of the ICB board. In the event of the Chair being unable to attend all or part of the meeting, a non-executive from within the Committee's membership will be nominated to deputise for that meeting.

If the Chair has a conflict of interest then the deputy or, if necessary, another member of the Committee will be responsible for deciding the appropriate course of action.

The Chair will be responsible for agreeing the agenda and ensuring matters discussed meet the objectives of the Committee as set out in these terms of reference.

5.2 Membership

The Committee will have 7 members, comprised as follows:

- a) Non Executive Member (Chair)
- b) Non Executive Member (Deputy Chair)
- c) ICB Chief People Officer
- d) ICB Chief Nursing Officer
- e) ICB Chief Medical Officer
- f) Nominated (named) Provider Executive
- g) Nominated (named) Provider Non-executive

5.3 Regular participants

The Committee may invite specific individuals to participate in its meetings to support the committee in discharging its responsibilities. The following may be invited as participants:

- ICB Chief Allied Health Professional
- ICB Director of Culture and Inclusion
- ICB Director of OD and Education
- ICB Director of People and Place
- Nominated (named) ICB Director Health and Care Integration (representing Place)
- Provider Collaborative Workforce/People Director - PCB SRO Workforce
- VCFSE (named) Representative
- NHSE representative for Workforce, Training and Education
- Local authority representative (system forum)
- Staff Side representative

5.4 By Invitation

Other individuals may be invited to attend all or part of any meeting as and when appropriate to assist it with its discussions on any particular matter.

6. SUPPORTING GROUPS

- 6.1 The Committee will establish a People and Culture Group to oversee the implementation of LSC ICB Workforce Strategy/annual workforce plan and delivery of the ICB's statutory and legal responsibilities relating to employment.
- 6.2 In addition, a People Health and Care System Group is established to focus on system facing workforce strategy and priorities.
- 6.3 The Strategic Training and Education Collaborative will also report into the committee.

7. MEETING QUORACY AND DECISIONS

7.1. Quoracy

The committee will be quorate with a minimum of 4 members present, to include three members made up of ICB Non-Executive or Executive members.

If any member of the Committee has been disqualified from participating in an item on the agenda, by reason of declaration of conflicts of interest, then that individual shall no longer count towards the quorum. Where known, all declarations of interest should be made in advance of the meeting to allow planning for changes in quoracy during the course of a meeting.

If the quorum has not been reached, then the meeting may proceed if those attending agree, but no decisions may be taken.

7.2. Decision making and voting

Decisions will be taken in accordance with the Standing Orders. The Committee will ordinarily reach conclusions by consensus. When this is not possible the Chair may call a vote.

Only members of the Committee may vote. Each member is allowed one vote and a majority will be conclusive on any matter. In no circumstances may an absent member vote by proxy.

Where there is a split vote, with no clear majority, the Chair of the Committee will hold the casting vote. The result of the vote will be recorded in the minutes.

If a decision is needed which cannot wait for the next scheduled meeting, the Chair may conduct business on a 'virtual' basis through the use of telephone, email or other electronic communication.

8. BEHAVIOURS AND CONDUCT

8.1 ICB values

Members will be expected to conduct business in line with the ICB values and objectives. Members of, and those attending, the Committee shall behave in accordance with the ICB's Constitution, Standing Orders, and Standards of Business Conduct Policy.

8.2 Equality and diversity

Members must demonstrably consider the equality and diversity implications of decisions they make.

9. REPORTING

The Committee is directly accountable to the ICB. The minutes of meetings shall be formally recorded, and a summary report prepared for the next ICB Board. The Chair of the Committee shall report to the Board (public session) after each meeting and provide a report on assurances received, escalating any concerns where necessary.

The Committee will advise the Audit Committee on the adequacy of assurances available and contribute to the Annual Governance Statement.

The Committee will receive scheduled assurance reports from its delegated sub committees or groups. Any delegated sub committees or groups would need to be agreed by the committee.

10. MEETING ARRANGEMENTS

The People and Culture Committee is not a meeting held in public. The committee shall meet 4 times a year and members of the Committee are expected to attend meetings wherever possible.

Additional meetings may be convened on an exceptional basis at the discretion of the Committee Chair.

Part 2 meetings may take place where due to a confidential nature the item requires restricted membership and observation. Where such a meeting is called, the Chair must agree for any named deputies to be permitted.

The committee shall normally meet in person unless agreed otherwise by the Chair of the committee.

The Committee may meet virtually using telephone, video and other electronic means. Where a virtual meeting is convened, the usual process for meetings of the Committee will apply, including those relating to the quorum.

Virtual attendance at any in-person meetings will be permitted at the discretion of the Chair.

There is no requirement for meetings of the Committee to be open to the public.

9.1 Secretariat and Administration

The Committee shall be supported with a secretariat function which will include ensuring that:

- The agenda and papers are prepared and distributed in accordance with the Standing Orders having been agreed by the Chair with the support of the relevant executive lead;
- Attendance of those invited to each meeting is monitored and highlighting to the Chair those that do not meet the minimum requirements;
- Records of members' appointments and renewal dates are held and the Board is prompted to renew membership and identify new members where necessary;
- Good quality minutes are taken and agreed with the chair and that a record of matters arising, action points and issues to be carried forward are kept;
- A Summary Report of the minutes, including key discussions, decisions and any areas of concern or assurance is prepared for the Chair to present at the Board;
- The Chair is supported to prepare and deliver reports to the Board;
- The Committee is updated on pertinent issues/ areas of interest/ policy developments;
- Action points are taken forward between meetings and progress against those actions is monitored.

10. DECLARATIONS OF INTEREST

- 10.1 All members, ex-officio members and those in attendance must declare any actual or potential conflicts of interest which will be recorded in the minutes. Anyone with a relevant or material interest in a matter under consideration will be excluded from the discussion at the discretion of the Committee Chair.

11. REVIEW

- 11.1 The committee will review its terms of reference and its effectiveness at least annually and report to the Board on an annual basis. These terms of reference will be reviewed more frequently if required. Any proposed amendments to the terms of reference will be submitted to the Board for approval.

- 11.3 The Committee will utilise a continuous improvement approach in its delegation and all members will be encouraged to review the effectiveness of the meeting at each sitting.

Date of approval:

Date of review:

DRAFT