

Governance Committee

Terms of Reference

1. Aim of the Committee

The primary aim of the Governance Committee is to provide assurance to the Governing Body on the effective delivery of organisational objectives by ensuring:

- That the systems, processes and behaviours by which the CCG leads, directs and controls functions are integrated, effective, sound and in accordance with Nolan Principles.
- That the organisation is accountable and relates honestly, openly and effectively to its membership and to patients, carers, the wider community and partner organisations.

The Governance Committee (the Committee) is established in accordance with Clinical Commissioning Group's (CCG) Constitution, Standing Orders and Scheme of Delegation. These Terms of Reference set out the membership, remit, responsibilities and reporting arrangements of the Committee and as reflected in the CCG's constitution and standing orders.

2. Membership

Membership of the Governance Committee will be as follows:

CCG representation:

Lay Representative to chair (will also chair the Patient Safety & Quality Committee)

Chief Officer or Chief Operating Officer / Deputy Chief Operating Officer (Joint Vice Chair)

Head of Corporate Governance

Quality Team Representation (Chief Nurse, Deputy Chief Nurse, Patient Safety and Quality Manager)

Associate Director, Involvement and Governance

Senior Information Risk Owner (Chief Finance Officer)

Additional officers and representatives from other bodies may be invited to attend as appropriate, including a GP or a patient representative if an item on the agenda requires such input.

3. Secretary

The Governance Committee will be supported by administrative support from the CCG, in terms of arranging meeting times and venues, ensuring meetings are quorate, circulating agendas and paper in advance and at meetings. The minutes of the Governance Committee will be formally recorded and submitted to the Audit Committee, Patient Safety and Quality Committee and the CCG Governing Body Minutes will be submitted in draft form if required by the timing of meetings.

4. Lead Officer

The Lead Officer for this Committee is the Head of Corporate Governance. The Chief Officer has responsibility for corporate governance at Executive-level.

5. Quorum

The Committee will be considered quorate when there is representation from

- Either chair or vice chair of the Committee
- 1 Executive Officer of the CCG
- Head of Governance or Deputy
- Minimum 1 member of the Quality Support Team (Chief Nurse / Deputy Chief Nurse / Quality and Patient Safety Manager)
- The meeting will be considered quorate if the minimum requirements for attendance in the first 4 bullet points are met

6. Frequency and Notice of Meetings

The meetings of the Governance Committee will be held bi-monthly with extraordinary meetings should the Chair judge necessary to discharge the responsibilities of the Committee.

Bi-monthly
2.30pm to 5.00pm
Board Room, Phoenix Place, Basildon

7. Remit and Responsibilities of the Committee

The key responsibilities of the Committee are:

- Ensure that all corporate governance arrangements within the CCG are robust, ensuring that the Governing Body is fully briefed on these matters and has regard to them when taking decisions.
- Undertake a general overview of the CCG's risk management processes and its risk profile, complementing the role of the Audit Committee with regard to detailed scrutiny and assurance of the CCG's internal control system, Governing Body Assurance Framework and

Risk Management Strategy

- Oversee the CCG's systems and processes for emergency planning, business continuity management and system resilience (particularly in relation to winter pressures)
- Maintain a constant review of all governance and assurance arrangements to ensure all the threads of quality, activity and finance are aligned and integrated.
- Oversee arrangements for information governance (including freedom of information requests), ensuring that sufficient controls and appropriate policies and procedures are in place.
- Approve the CCG's Sustainable Development Management Plan (SDMP) and regularly review progress with regard to its delivery
- Oversee the CCG's systems and processes for handling complaints and concerns and ensuring that service improvements are identified and implemented
- Review all new CCG policies and recommending them to the CCG Governing Body for final approval. Also approve any minor amendments and updates to existing policies without recourse to the CCG Governing Body
- Oversee and approve the CCG's organisational development plan for Governing Body members and officers
- Oversee the development of the CCG's Human Resources agenda, including scrutiny of workforce dashboard reports – to be included in the
- Oversee the CCG's communications and engagement systems, processes and delivery

8. Relationship with the Governing Body

Delegated Powers from the Governing Body

The Governance Committee reports directly to the CCG Governing Body, providing assurance that the governance systems, processes and behaviours by which the CCG leads, directs and controls functions in order to achieve organisational objectives, and the way in which they relate to patients and carers, the wider community and partner organisations, are integrated and effective.

The Governance Committee will produce an annual report detailing the achievements against its objectives and the outcome of its annual

committee effectiveness review for the CCG Governing Body.

Delegated Responsibility

The Governance Committee will apply best practice in the decision-making process and in all areas of operation. Where possible, it will take the agreed practices of the CCG, as set out in the Constitution, as the model for functioning. The Committee will have full authority to commission any reports, research etc. as it deems necessary to ensure delivery of safe effective care.

Conduct of the Committee

Members of the CCG Governance Committee are expected to comply with the same standards of conduct expected of all CCG and governing body members, as set out in the CCG Constitution and national NHS Constitution.

This includes:

- Abiding by the CCG Conflict of Interest policy, thereby declaring all interests honestly and fully and declaring any conflict of interests.
- Abiding by the Standards of Business Conduct articulated in the CCG Standing orders
- Abiding by the Nolan Principles of public life when discharging duties. The seven principles are selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- The TOR will be agreed by the CCG Governing Body and reviewed annually.
- The Committee will undertake an annual self-assessment effectiveness review

**Last Reviewed June 2015
Next Review Due June 2016**