



Agenda Item No:	17
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Report to:	Humber & North Yorkshire Integrated Care Board
Date of Meeting:	12 July 2023
Subject:	Governance Updates
Director Sponsor:	Karina Ellis, Executive Director of Corporate Affairs
Author:	Mike Napier, Director of Governance and Board Secretary Sasha Sencier, Head of Governance and Development

STATUS OF THE REPORT: *(Please click on the appropriate box)*

Approve Discuss Assurance Information A Regulatory Requirement

SUMMARY OF REPORT:

Good governance is central to the running of Humber and North Yorkshire ICB. It helps us to meet our legislative responsibilities and provides assurance that we are conducting the duties required of a public body in an efficient and effective manner.

Our governance processes ensure that we are an accountable, transparent, ethical, and well-led organisation. It not only gives our communities confidence in the ICB but also helps improve faith that staff, the public, NHS England and the Government have in us and our decision-making processes.

This report provides the Board with an update on various ICB governance documents:

1. Constitution and Standing Orders (Appendix A)

The ICB is mandated by NHS England (NHSE) to maintain and publish its Constitution and Standing Orders. Together, these set out the ICBs membership and the formal means and processes through which the ICB is governed.

The Board agreed changes to the Constitution and Standing Orders in March 2023. Subsequently, these changes were approved by NHS England subject to the following additional amendments being made:

- 1.4.7 f) to read 14Z45.
- 2.3.2 l) to read NHS England
- 3.2.7 to read A Health Care Professional
- 7.1.1 to read 12(2)
- Appendix 1 – change Professional to Professions

There are some additional minor amendments that the ICB needs to approve, of which NHSE are happy to accept with evidence of ICB Board approval:

- 2.3.2 – Removal of Chief Digital Information Officer
- 3.7.2 – minor tweaks to reflect elected member.

The Constitution and Standing Orders are detailed in full at Appendix A. A final version will be sent to NHS England and will be published on the ICB website.

2. Scheme of Reservation and Delegation (SoRD) (Appendix B)

Relevant legislation provides the ICB with powers to delegate its functions to certain bodies, such as committees, collaboratives or individuals. Such delegations are set out within the SORD.

The Board approved several amendments to delegations of policies at the meeting in June 2023. These changes, detailed below, have now been reflected within the SoRD which can be found in full at **Appendix B**.

Decision Maker	Policy Area
ICB Board	Policy decisions which set the tone/ culture of the organisation, and which have impact wider than the ICB
ICB Finance and Performance Committee	ICB financial policy
ICB Quality Committee	Clinical policy
ICB Remuneration Committee	HR and remuneration policy
Digital Executive Committee	Digital and Information Technology policy
Chief Executive under advisement with ICB Executive Committee	Operational and Corporate policy
Senior Information Risk Owner (Executive Director for Corporate Affairs) under advisement from the Information Governance Group	Information Governance related policy
Executive Director for Corporate Affairs under advisement from the ICB Health and Safety Committee	Health and Safety related policy

3. Committee Terms of Reference (TOR) (Appendix C)

The Board approved minor amendment to the Quality Committee ToR in order to increase the resilience of the committee's chairing arrangements at the meeting in June 2023.

A summary of changes for the individual terms of reference (ToR) are detailed below, and reflected in full at **Appendix C**.

Summary of Amendments Made to Individual Committee ToR	
Quality Committee	
Subject /Section	Summary of change made
Chair/Vice Chair	In the absence of the chair or vice-chair, the remaining members present shall elect one of their members to chair the meeting
Responsibilities	Approve ICB clinical policies and clinical pathways (as noted Appendix B)

A summary of year-end Governance Review of ICB Board and its Committees was approved by the ICB at a meeting in May 2023. Due to the timing the Workforce Executive Committee (Workforce Board) the revised ToR will be submitted to the committee in July and subsequently to the August 2023 board for approval.

The Terms of Reference for the following newly established groups are shared with the Board for information only. The Executive Director Corporate Affairs will ensure the board is adequately briefed on information within these areas as and when required.

- HNYICB Health & Safety Group
- HNYICB Information Governance Steering Group

4. Special Roles (Appendix D)

As part of the establishment of the ICB, there was a requirement to assign special roles to Board Members. The roles are either a statutory requirement, are required in the Health and Care Act 2022, or are required by NHS England in response to the Act. The roles have been updated, detailed at Appendix D, and are designed to engender board level commitment and focus around key areas of service development or delivery.

RECOMMENDATIONS:

Members are asked to:

- Note the additional changes NHS England has requested to be made to the Constitution and Standing Orders.
- Approve the additional minor changes to the Constitution, noting that NHS England are happy to approve these changes subject to agreement by the Board. Once approved, a final version will be sent to NHS England and will be published on the ICB website.

- iii) Ratify the updated Scheme of Reservation and Delegation and approve any minor changes required to be made to Committee terms of reference as required.
- iv) Ratify the terms of reference of the Quality Committee as detailed in this report.
- v) Approve the terms of reference of the Workforce Committee (Workforce Board as detailed in this report).
- vi) Note the updated version of the ICB Special Roles as detailed in this report.

ICB STRATEGIC OBJECTIVE <i>(please click on the boxes of the relevant strategic objective(s))</i>	
Managing Today	<input type="checkbox"/>
Managing Tomorrow	<input type="checkbox"/>
Enabling the Effective Operation of the Organisation	<input checked="" type="checkbox"/>

IMPLICATIONS	
Finance	The Finance, Performance and Delivery Executive Committee is responsible for approving any finance related policies.
Quality	The Quality Committee is responsible for approving any clinical related policies. The SORD sets out delegations with respect to approval of system-level arrangements to minimise clinical risk, maximise patient safety and to secure continuous improvement in quality & patient outcomes.
HR	The Remuneration Committee is responsible for approving any HR and remuneration related policies. The SORD set out the means through which certain HR related matters are delegated within the ICB, supporting timely and efficient decision-making.
Legal / Regulatory	<p>The ICB is required to maintain and publish a Constitution and Standing Order that set out its membership and the formal means and processes through which it is governed. The ICB remains accountable to NHS England for the maintenance of and compliance to its Constitution. Changes to the Constitution will not be implemented until, and are only effective from, the date of approval by NHS England.</p> <p>Adoption of the SORD supports the maintenance of robust and legal decision-making within the ICB, therefore reducing the risk of legal challenge or judicial review.</p>
Data Protection / IG	The Executive Director of Corporate Affairs who is the SIRO is responsible for approving any IG related policies, with advisement from the IG Group.
Health inequality / equality	There are no implications identified in relation to this report.
Conflict of Interest Aspects	The Constitution and Standing Orders have due regard to NHS England's requirements for the management of conflicts of interest within the ICB. No conflicts of interest have been identified prior to the meeting.
Sustainability	There are no sustainability implications identified in relation to this report.

ASSESSED RISK: There are no significant risks aligned to this paper, however it should be recognised that the failure to maintain and apply processes and procedures in accordance with the Constitution will result in direct intervention by NHS England.

MONITORING AND ASSURANCE: The effective operation of the Constitution and Standing Orders, the SoRD and terms of reference are monitored through the business of the Audit Committee and other Committees as appropriate and as determined by their approved terms of

reference. The ICB internal audit programme will provide regular assurance with respect to the effective operation of the ICB governance regime and as defined, in part, by the Constitution.

ENGAGEMENT: The documents have been subject to comprehensive engagement with subject matter experts and senior executive leads and directors within the ICB. They have been updated in the light of their comments and to reflect the emerging thinking of the ICB as its systems and processes have developed.

REPORT EXEMPT FROM PUBLIC DISCLOSURE

No Yes