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| **Terms of Reference:** | **Humber & North Yorkshire Digital Strategy Committee** |
| **Authorship:** | **Office of the CDIO** |
| **Board / Committee Responsible for Ratifying:** | **Integrated Care Board** |
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| **The online version is the only version that is maintained. Any printed copies should, therefore, be** **viewed as ‘uncontrolled’ and as such may not necessarily contain the latest updates and amendments.**  |

**1. Governance**

The Humber and North Yorkshire (HNY) Digital Strategy Committee is established by the Integrated Care Board (the Board or ICB) as a Committee of the Board in accordance with its Constitution.

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 Board.

The Digital Strategy Committee and its members, including those who are not members of the ICB Board, are bound by the Standing Orders and policies of the ICB.

**2. Authority**

The Digital Strategy Committee 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

/ Sub Committee / Group) within its remit 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 Digital Strategy Committee must follow any procedures put in place by the ICB for obtaining legal or professional advice.
	+ Create task and finish sub-groups in order to take forward specific programmes of work as considered necessary by the Digital Strategy Committee members. The Digital Strategy Committee shall determine the membership and terms of reference of any such task and finish 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.
	+ For the avoidance of doubt, the Digital Strategy Committee will comply with, the ICB Standing Orders, Standing Financial Instructions, Operational Scheme Delegation (OSD) and the SoRD.
1. **Purpose**

The purpose of the Digital Strategy Committee is to provide strategic leadership in delivering Humber and North Yorkshire Health and Care Partnership Digital Strategy and Vision.

The Digital Strategy Committee will commit as a Partnership to prioritising the following key strategic themes, as initial priorities. Recognising them as enablers for the wider ambitions of the Integrated Care Board:

* 1. Our Shared Care Record, including EPR Strategy,
	2. Cyber Security,
	3. Digital Inclusion,
	4. Population Health / Business Intelligence.

1. **Chair, Membership and Attendance Chair and Vice Chair**

The Digital Strategy Committee will be chaired by a Executive Member of the Board appointed on account of their specific knowledge skills and experience making them suitable to chair the Committee.

Committee members may appoint a Vice Chair who, in the event of the Chair of the Digital Strategy Committee being unable to attend all or part of the meeting, the Vice Chair will be appointed to Chair the meeting.

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

**Membership**

The Digital Strategy Committee members shall be approved by the Board in accordance with the ICB Constitution and will include:

* (Chair) ICB Executive Director of Clinical and Professional Services
* (Deputy Chair) ICB Chief Executive
* ICB Chief Operating Officer
* ICB Executive Director of Corporate Affairs
* ICB Executive Director of Finance
* ICB Chief Digital and Information Officer
* Two Place Directors representing the Humber, North Yorkshire and York Places
* A Director level representative (either clinical or non-clinical) for each of the Sector Collaboratives (Acute, Mental Health, Community, Primary Care and Voluntary and community sector)
* A representative from the local authority sector within the area of the HNY ICB
* ICB Innovation Clinical Lead
* A community representative
* A clinical representative from Primary Care, Acute and Mental Health.

**Attendees**

* The Committee may request any person who can support the Committee with any matters concerning their responsibilities or to present paper or information to the Committee to support their decision-making.

1. **Meeting Quoracy and Decisions**

The Digital Strategy Committee will meet no less than 3 times per year and arrangements and notice for calling meetings are set out in the Standing Orders. Additional meetings may take place as required.

The Board, Chair or Chief Executive may ask the Committee to convene further meetings to discuss particular issues on which they want the Digital Strategy Committees’ advice.

In accordance with the Standing Orders, the Digital Strategy Committee may meet virtually when necessary and members attending using electronic means will be counted towards the quorum.

**Quorum**

The Digital Strategy Committee will be quorate when at least 4 members of the Committee are present to include at least:

* Chair or Vice Chair
* 3 Members of the Committee set out in section 4.

If any member of the Committee has been disqualified from participating in an item on the agenda, by reason of a declaration of conflicts of interest, then that individual shall no longer count towards the quorum.

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

**Decision Making and Voting**

Decisions will be taken in according with the Standing Orders. The Digital Strategy 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.

Where there is a split vote, with no clear majority, the Chair of the Digital Strategy Committee will hold the casting vote.

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.

1. **Virtual Meetings / Recording of Meetings**

Before starting a recording, the Chair is legally required to inform attendees if the meeting is being recorded and / that the purpose of the recording is as an administrative tool to support the provision of clear and accurate minutes. The recording is only retained for the period of drafting the minutes and then subsequently deleted from all systems. No person admitted to a meeting of the Committee will be permitted to record the proceedings in any manner without written approval from the Chair.

1. **Responsibilities of the Digital Strategy Committee**

The Digital Strategy Committee duties can be categorised as:

* 1. Providing strategic leadership and forward-thinking digital approaches which develop and improve our integrated care system.
	2. Being responsible for ensuring the timely delivery of the digital portfolio and ICB wide digital programmes, ensuring coordination and benefits are realised while confidently managing risk.
	3. Through oversight, assuring all ICB wide digital work so that it successfully delivers the ICB Vision, Mission, and Digital Strategy.
	4. Strategically identify digital prioritise across the System and Sub-Systems which deliver the greatest benefit and outcomes.
	5. overseeing the strategic and high-level management of interdependencies and risks associated with all digital transformation programmes in the System and Sub-Systems.
	6. To review any risk on Board Assurance Framework aligned to the committee for oversight, and implement remedial actions.
	7. Overseeing the allocation of resources to digital programmes and projects, ensuring they are correctly resourced in numbers and specialisms.
	8. Ensuring the potential strategic and system level opportunities presented by digital technology are exploited fully along with any opportunities to attract digital investment.
	9. Setting and owning the overall Digital Strategy in line with the Humber and North Yorkshire Vision.
	10. Championing digital leadership, ethics and maintaining public consent.
	11. Receiving updates from the Digital Sub-System Committees and Steering Groups and assure the progress of digital work at Sub-System level, ensuring it matches the Vision and priorities of the Integrated Care System.
	12. Ensuring across HNY that we harness the power of digital, data and technology effectively, at scale, and consistently across their systems and organisations.
	13. Ensure digital, data and technology are aligned to operational and transformational priorities.
	14. Balance national policy and strategy with the needs of HNY and develop a strong sense of ‘what it will take’ for HNY to be successful, in order to better influence and shape national decision making.
	15. Ensure the Committee is taking a long term (five, ten years and beyond) planning approach to digital, data and technology strategy to ensure the region is undertaking the right activities now to support its longer-term vision.
	16. Encourage innovation at scale across our partnership and consider the partners necessary to contribute to this agenda.
	17. Understand the stakeholder and supplier landscape and develop an engagement strategy to support the work programme of the Committee.
	18. Approve ICB Digital and Information Technology policies!

The Committee will ensure that business is conducted in a way which reflects good practice in relation to both the nine dimensions of leadership and best value principles including:

* + 1. Vision and leadership,
		2. Effective partnerships,
		3. Governance and accountability,
		4. Use of resources,
		5. Performance management,
		6. Sustainability,
		7. Equalities.

1. **Declarations of Interests, Conflicts and Potential Conflicts**

Conflicts of interest will be managed in accordance with the ICBs policies and procedures. All committee members and attendees must adhere to the ICBs Constitution and Conflicts of Interest policies. Where the Chair or a member, or attendee, of the committee believes that they have any actual or perceived conflicts of interest in relation to one or more agenda items, they must declare this at the beginning of the meeting wherever possible, and always in advance of the agenda item being discussed. It will be responsibility of the Chair to decide how to manage the conflict and the appropriate course of action.

Any interests which are declared at a meeting must be included within the minutes of the meeting, the individual with the conflict must ensure that the interest is added (if not already the case) to their declaration as soon as is practicable following the meeting.

1. **Behaviours and Conduct**

**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 Code of Conduct and Behaviours.

**Equality and diversity**

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

1. **Accountability and Reporting**

The Digital Strategy Committee is accountable to the Board and shall report to the Board on how it discharges its responsibilities.

The minutes of the meetings shall be formally recorded by the secretary and the Chair will provide the agreed key messages of each of its meetings, for information, to the ICB Board at each meeting.

The Chair will provide assurance reports to the Board on at least a twice-yearly basis and shall draw to the attention of the Board any issues that require disclosure to the Board or require action.

1. **Secretariat and Administration**

The Digital Strategy Committee shall be supported with a secretariat, which will include ensuring that:

* 1. 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.
	2. Attendance of those invited to each meeting is monitored and highlighting to the Chair those that do not meet the minimum requirements.
	3. Records of members’ appointments and renewal dates and the Board is prompted to renew membership and identify new members where necessary.
	4. Good quality actions and records of each meetings business are maintained in accordance with the standing orders and agreed with the chair and that a record of matters arising, action points, decisions, and issues to be carried forward are kept.
	5. The Chair is supported to prepare and deliver reports to the Board.
	6. The Digital Strategy Committee is updated on pertinent issues, areas of interest and policy developments;
	7. Action points are taken forward between meetings and progress against those actions is monitored.

1. **Review**

The Committee will review its effectiveness at least annually.

The Digital Strategy Committee will review these terms of reference at least annually and more frequently if required. Any proposed amendments to the terms of reference will be submitted to the Board for approval.