**NHS Humber and North Yorkshire**

**Integrated Care Board**

**Digital, Data and Innovation Committee**

**Terms of Reference**

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| **Terms of Reference:** | **Digital, Data and Innovation Committee** |
| **Authorship:** | **Executive Director of Clinical and Professional Services** |
| **Board / Committee Responsible for Ratifying:** | **Integrated Care Board** |
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“Ensuring, across HNY, that we harness the power of digital, data and innovation effectively, at scale, and consistently across the system and organisations”

1. **Governance**

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

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, who it is accountable to.

The 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.

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1. **Authority**

The 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.
  + Facilitate and convent information on transformational programmes for the health and care system
  + 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 task and finish sub-groups in order to take forward specific programmes of work as considered necessary by the Committee members. The 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.

The Committee has no executive powers, other than those delegated in the SoRD and Operational Scheme of Delegation to individual members of the Committee and specified in these terms of reference.

For the avoidance of doubt, the Committee will comply with, the ICB Standing Orders, Standing Financial Instructions, Operational Scheme Delegation (OSD) and the SoRD.

1. **Purpose**

The Committee will form the primary mechanism by which the Board gains assurance regarding its strategic ambitions for system transformation around digital, data, innovation, research, and continuous improvement.

The Committee will also identify the interdependence between digital, data, continuous innovation, research and improvement and provide strategic leadership to align the associated programmes, plans and strategies to ensure they are able to demonstrate delivery against the Humber and North Yorkshire Health and Care Partnership Integrated Care Strategy and Joint Forward Plan.

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

* + Digital strategy and vision
  + Data strategy & vison
  + AI strategy & vision
  + Innovation, Research and Improvement System (IRIS) strategy & vision
  + Data, population health intelligence, business intelligence & analytics

The work of the committee will support and enable the strategic outcomes of

* + Improved Patient Access and outcomes
  + Improved Productivity
  + Integrated Care
  + Maxing benefit for an integrated Digital, Data, & Improvement approach

The duties of the Committee will be driven by the organisation’s objectives and the associated risks. An annual programme of business will be agreed before the start of the financial year; however, this will be flexible to new and emerging priorities and risks.

1. **Chair, Membership and Attendance**

**Chair and Vice Chair**

The Committee will be chaired by the nominated Non-Executive Director appointed on account of their specific knowledge, skills, and experience making them suitable to chair the Committee.

The Committee may appoint a Vice Chair who, in the event of the Chair 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 Terms of Reference.

**Membership**

The Committee members shall be approved by the Board in accordance with the ICB Constitution.

**Core Membership (voting members)**

* + ICB Non-Executive Director (Chair)
  + ICB Executive Director of Clinical and Professional Services (Vice Chair)
  + ICB Executive Director of Strategy and Transformation (Vice Chair)
  + ICB Chief Digital and Information Officer
  + ICB Executive Director of Corporate Affairs
  + NHSE NEY Regional Director of Digital Transformation
  + IRIS Clinical Lead
  + Electronic Patient Record Senior Responsible Officer
  + HNY ICP Futures Group Chair
  + Associate Director of Digital
  + Deputy Director for Data, Analytics and Business Intelligence
  + Deputy Director for Population Health Intelligence
  + IRIS Programme Director
  + One Place Director 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) focussed on the business transformation agenda (not technology)
  + Two representatives from the local authority sector within the area of the HNY ICB
  + Community Interest Companies Chief Executive Officer Representation

**Attendees**

* + Executive Officers may request or be requested to attend the meeting when matters concerning their responsibilities are to be discussed or they are presenting a paper.
  + Other individuals may be requested to attend the meeting when matters concerning their responsibilities are to be discussed or they are presenting a paper.
  + Nominated deputies with relevant experience may be present if agreed in advance with the Chair but will not vote (?) or count towards quorum.

1. **Meeting Frequency, Quoracy and Decisions**

**Frequency**

The Committee will meet no less than 4 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 Committees’ advice.

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

**Quorum**

The Committee will be quorate when at least four members are present, including:

* + Chair or Vice Chair
  + At least one ICB Executive Director Member.
  + 3 Members of the Committee set out in section 4, at least 1 being another executive director of the ICB.

No person can act in more than one capacity when determining the quorum.

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 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.

Deputies attending in place of members are not voting members of the meeting.

Where there is a split vote, with no clear majority, the Chair of the 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. **Responsibilities of the Digital, Data and Innovation Committee**

The Committee duties can be categorised as:

* Being driven by the organisation’s objectives and the associated risks, demonstrating leadership, setting a culture of innovation, research, and continuous improvement to enable transformative change in health and social care, which is integral to the HNY strategy and joint forward plan
* Providing strategic leadership and championing innovation which develops and improves our integrated care system, by strategically identifying digital, data and IRIS priorities across the System which deliver the greatest benefit and outcomes.
* Receiving updates from the Committees and Steering Groups and assuring the progress of digital, data and IRIS programmes of work, ensuring it matches the short and long term vision and priorities of the Integrated Care Board and system.
* Understanding the stakeholder and supplier landscape and developing an engagement strategy to support the work programme of the Committee, balancing national policy and strategy with the health and care needs of the Humber and North Yorkshire
* Being responsible for ensuring the timely delivery of the portfolio of digital, data and IRIS programmes, ensuring coordination and benefits are realised while confidently managing the oversight, of remedial actions in relation to any risks which are aligned to the committee on the Board Assurance Framework (BAF) and on the risk registers.
* Approving ICB Digital and Information Technology policies.
* Monitor progress of the EPR board, Shared Care Record Delivery and other system wide digital programmes where the ICB is accountable.
* 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.
8. **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 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 secretariat and key messages will be submitted to the Board in accordance with the Standing Orders.

The Chair will provide assurance reports to the Board at each meeting and shall draw to the attention of the Board any issues that require disclosure to the Board or require action.

**Sub-Groups of the Committee**

The Committee has the ability to develop sub-groups as appropriate to support the discharge of its functions. The Committee retains responsibility and accountability for the work of any appointed sub-groups.

To provide a consistent approach in receiving assurance back to the Committee, all groups accountable to the Committee will complete a standardised form that will include key messages and shall draw the attention of any issues that require disclosure or require action. These forms will be managed by the secretariat and submitted to the Committee following each meeting.

**Groups of the Committee**

Current sub-groups of the Committee are:

* ICB Digital Transformation Senior Leadership Committee
* ICB Data & Business Intelligence Senior Leadership Committee
* ICB IRIS Senior Leadership Team
* ICB EPR Programme Board
* ICB Cyber Security Group

1. **Secretariat and Administration**

The Committee shall be supported with a secretariat, 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 by the secretariat. Those that do not meet a minimum of 75% attendance over a 12-month period are highlighted to the Chair.
  + Records of members’ appointments and renewal dates are maintained, and the Committee is prompted to renew membership and identify new members where necessary.
  + 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.
  + The Chair is supported to prepare and deliver reports to the Board.
  + The Committee is updated on pertinent issues, areas of interest and policy developments.
  + Action points are taken forward between meetings and progress against those actions is monitored.
  + The secretariat is responsible for ensuring that the annual programme of business is regularly updated according to the Committees objectives and associated risks.

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. **Conflicts, Potential Conflicts and Declarations of Interest**

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. **Review**

The Committee will review its effectiveness at least annually.

These terms of reference will be reviewed at least annually and more frequently if required. Any proposed amendments to the terms of reference will be submitted to the Board for approval.

**END**.