



**North East and
North Cumbria**

Service Change Advisory Group

Terms of Reference

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1. Establishment

- 1.1 The Service Change Advisory Group (the Group) is established by the Board of NHS North East and North Cumbria Integrated Care Board (the ICB), in accordance with the ICB's governance framework and standard operating procedure for the establishment of subcommittees and groups.

1.2 Terms of reference

Definition of terms: The terms of reference template is suggested by the ICB but may be adapted.

Amendment: The terms of reference may be amended in accordance with the provisions set out in this SOP (Establishing Subcommittees and Groups).

Publication: The terms of reference will be held by the lead officer of the group. The terms of reference will not be published.

- 1.2.1 The group is a non-executive chaired group and has no executive powers other than those specifically delegated in these terms of reference.
- 1.2.2 These terms of reference set out the purpose, role, responsibilities, duties and reporting arrangements of the Group and may only be amended by the Board in accordance with the provisions set out in these terms of reference.

1.3 Purpose

- 1.3.1 The purpose of the Group is to act as a critical friend and assess the planning processes for changing health services has been followed in accordance with the legal duties set out in the Health and Social Care Act.
- 1.3.2 The Group will support the Board in its decision-making to ensure it works efficiently, effectively and economically when considering decisions. This includes maintaining a focus on the process of service change and not the clinical or business case for change.
- 1.3.3 The Group will test the process and approach applied for proposed changes to ensure the use of best practice methodology for public engagement and/or consultation.

2. Roles and responsibilities

2.1 Duties

2.1.1 Members of the Group will have collective responsibility for the operation of the Group. They will participate in discussions, review evidence, test the robustness of decisions and process, provide objective expert input into issues raised to the best of their knowledge and ability, and endeavour to provide the Board with advice as to whether a consistent and efficient approach to changes within commissioned has been demonstrated and the impact of any proposed changes on the populations served by the ICB.

2.1.2 The remit and responsibilities of the Group are to:

- Act as a critical friend to test the design and delivery process of any proposed new commissioning arrangements and /or service changes as a result of the programmes of change that address service vulnerabilities and issues of efficiency.
- Monitor the development and delivery of any programmes of change to ensure these are in line with agreed ICB's strategies and strategic goals.
- Act as a critical friend to ensure the impact assessments process has been undertaken appropriately.
- Advise on the robustness of the method and scope of patient and public engagement or consultation to ensure the ICB and key partners deliver robust and meaningful engagement activities, underpinned by the principles of equality and inclusion to ensure equity of services and address inequalities for the populations of NENC.
- Act as a critical friend to advise on the robustness of the options appraisal process.
- Provide the Board and/or Executive Committee if appropriate with a view on any necessary decisions arising from a pre-consultation business case (and the decision to run a formal consultation process)
- Review and feedback on public consultation plans to advise on their robustness
- Ensure all necessary steps are being taken to ensure the ICB complies with its public sector equality duties
- Ensure contributions are balanced and constructive – aiming to identify positive Actions and outline wider stakeholder benefits, as well as raising issues or concerns
- Receive, consider and advise the Board on the feedback from public reports and summary reports received in relation to any proposed changes to support the Board in reaching a decision

- Take account all of information collated and representations received to bring a diverse view and perspectives to all aspects of the change programme planning and delivery
- Seek assurance on the capacity of ICB teams to deliver any proposed programmes of change, highlighting any areas of risk to the Board.
- Consider the implications of any proposed programmes of change in relation to potential risks to the sustainability and viability of the wider ICS partner organisations.

2.1.3 In undertaking its duties, the Group may establish subgroups and working groups if considered appropriate to support delivery of the programme and any such groups will be accountable to the Group.

2.2 Authority

The group is authorised to:	
Investigate	Investigate any activity within its terms of reference.
Request information	Request any information it requires within its remit, from any employee or member of the Board.
Obtain advice	Obtain independent professional advice and secure the attendance of advisors with relevant expertise to fulfil its functions. In doing so, the group must follow any procedures put in place by the ICB for obtaining professional advice.

2.3 Accountability

2.3.1 The Group is accountable to the ICB Board and will report formally to the Board after each meeting.

Accountabilities	Description
Draft notes and reports	Concise notes of each meeting will be made. The Group will provide a highlight report and whatever recommendations deemed appropriate to the Board in the discharge of its duties. The Chair of the Group may draw attention to any issues or concerns as they arise to the Board for consideration and/or further action.

	The Group will also provide advice/views to Executive Committee on proposals under consideration (upon request).
Attendance	Members should aim to attend all meetings of the group and should attend at least 75% of meetings.

3. Group meetings

3.1 Composition and quoracy

Composition/ quoracy	Description of expectations
Chair	The Group will be chaired by an Independent Non-Executive Member of the ICB Board appointed for their specific knowledge skills and experience and making them suitable to chair the Group.
Deputy Chair	Group members may appoint a Vice Chair from amongst the members who must be an Independent Non-Executive Member of the ICB Board.
Absence of Chair or Vice Chair	In the absence of the Chair or Vice Chair, the remaining members present will elect one of their number to chair the meeting who the Group considers has the requisite skills and experience to act in that capacity.
Membership	Members of the Group shall be appointed by the ICB Board in accordance with its Constitution and will include the following members: <ul style="list-style-type: none"> • Non-Executive Director (Chair) • Non-Executive Director (Vice Chair) • Partner Member, Primary Care Services • Partner Member, Primary Care Services • Partner Member, Local Authority (Public Health) • Chief Executive Officer • Chief Corporate Services Officer • Chief Delivery Officer • Chief Finance Officer • Chief Medical Officer • Chief Nursing Officer • Chief Strategy Officer

Composition/ quoracy	Description of expectations
	<p>Where a member of the Group is unable to attend a meeting, a suitable deputy may be agreed with the Chair.</p> <p>EDI: When determining the membership of the group, consideration will be given to diversity and equality.</p> <p>Involvement: In determining membership consideration will be given to the need for a patient and public involvement member.</p> <p>ICS: Membership may be from across the Integrated Care System.</p> <p>Conflicts: Consideration must be given to material conflicts in the appointment of members.</p>
Attendees and procedure for absence	<p>Members have the right to attend meetings.</p> <p>Other attendees: The chair may elect to co-opt additional attendees, where it is in the interests of the Group's activities to do so.</p> <p>Procedure for absence:</p> <p>Where a member or any regular attendee of the group is unable to attend a meeting, a suitable alternative may be agreed with the chair.</p> <p>The chair may ask any or all of those who normally attend to withdraw to facilitate open and frank discussion of particular matters.</p>
Quoracy	<p>The Group is not a decision-making forum and therefore a minimum quoracy is not required. However, the Chair will decide whether there are enough members of the required disciplines at the meeting to ensure the meeting is meaningful.</p>

3.2 Frequency and formats

Frequency/ format	Description
Meeting frequency	<p>The group will meet as and when required.</p> <p>Additional meetings may be convened on an exceptional basis at the discretion of the group chair.</p>

Frequency/ format	Description
	The Board may ask the group to convene further meetings to discuss particular issues on which they want the group's advice.
Public vs closed	Group meetings will be held in private.
Virtual meetings	The group may meet in person or virtually.

3.3 Procedures

Procedure	Description of rules and expectations:
Agenda	The chair is responsible for agreeing the agenda and ensuring matters discussed meet the objectives as set out in these terms of reference.
Conflicts of interest	<p>Declarations: All members and those in attendance must declare any actual, potential, or perceived conflicts of interest. This is recorded in the notes.</p> <p>Exclusions: The group will follow and apply the ICB's Standards of Business Conduct with regards to the management of conflicts of interest. This means that the chair will consider the exclusion of members and / or attendees if individuals have a relevant material or perceived interest in a matter under consideration.</p>
Conduct	<p>Members of the Group will have a duty to demonstrate leadership in the observation of the NHS Code of Conduct and to work to the Nolan Principles of Public Life, which are selflessness, integrity, objectivity, accountability, openness, honesty and leadership.</p> <p>The Group will apply best practice in its deliberations and when testing the decision-making processes associated with any transformation programmes and difficult decisions. It will conduct its business in accordance with national guidance and relevant codes of conduct and good governance practice.</p> <p>All members of the Group are expected to comply with all relevant policies and procedures relating to confidentiality and information governance, noting the sensitivity of the information that will be considered by the Group</p>

3.4 Secretariat and administration

Functions	Description
Distribute papers	Prepare and distribute the agenda and any papers following their agreement by the chair with the support of the relevant executive lead.
Monitor attendance	Monitor the attendance of those invited to each meeting and highlight to the chair those that are not meeting the minimum attendance requirements.
Maintain records	Maintain a record of conflicts of interest.
Note Taking	Ensure good quality notes are taken in accordance with the ICB's standing operating procedures and agreed with the Chair, and if required keep a bulleted record of matters arising, action points and issues to be carried forward.
Support for Chair & Committee	Support the Chair in preparing and delivering reports to the ICB Board. Take forward action points between meetings and monitor progress against those actions. Ensure the Group is updated on pertinent issues, areas of interest and policy developments
Governance advice	Seek appropriate governance advice from the Corporate Governance Team.

4. Review

- 4.1 The Group will review its effectiveness at least annually and report its findings to the ICB Board.
- 4.2 These ToR will be reviewed at least annually and more frequently if required. Any proposed amendments to the terms of reference will be submitted to the ICB Board for approval.

Appendix 1: Approval History

Version	Date	Approved by	Status
V1.0	xxx	xxx	First Issue

Appendix 2: Review History

Version	Date	Reviewed by	Changes Required Y/N?	Summary of changes (Once changes are approved Appendix 1 should be updated)
V1.0	xxx	xxx	N	

Review date:

Contact: [Job Title of group lead officer]

Document control

The controlled copy of this document is maintained by the Corporate Governance Team.