



Merton Clinical Commissioning Group

Report to the Merton Clinical Commissioning Group Governing Body

Date of Meeting: Thursday 27th September 2012

Agenda No: 6.1

ATTACHMENT 02

<p>Title of Document: Draft Merton CCG Governing Body Terms of Reference (2012/13)</p>	<p>Purpose of Report: For Approval</p>
<p>Report Author: Jackie Moody, Head of the Business Support Unit, NHS SWL, Sutton and Merton Borough Team</p>	<p>Lead Director: Eleanor Brown, Chief Officer, Merton CCG</p>
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<p>Executive Summary: The attached terms of reference for the Merton CCG governing body are presented for approval. They are based on those within the CCG's constitution, together with elements that reflect accountability, whilst in full shadow with delegated responsibilities, as a committee of the NHS Sutton and Merton PCT Board, the statutory body until 31st March 2013.</p>	
<p>Key sections for particular note (paragraph/page), areas of concern etc: The CCG will operate under NHS SWL governance arrangements and under the continuing separate and independent delegation agreement for Sutton and Merton CCGs of the entire available Sutton and Merton PCT commissioning budget for 2012/2013 as per the national delegation indicator, as agreed by the Joint Boards in March 2012.</p> <p>Merton CCG and Sutton CCG have a shared responsibility to work together to oversee the delivery of agreed objectives for Sutton and Merton PCT: the terms of reference outline arrangements to manage this joint accountability.</p> <p>Throughout 2012-13, the Governing Body will establish an appropriate working relationship with the Professional Executive Committee in such a way that avoids duplication of functions or discussions.</p>	
<p>Recommendation(s): The Merton Clinical Commissioning Group Governing Body is requested to:</p> <ol style="list-style-type: none"> 1. Approve the terms of reference for the Merton CCG governing body. 2. Note that, subject to the terms of reference being agreed, the final meeting of the Clinical Commissioning (Delegation) Committee will take place immediately after this meeting. 	

<p>Committees which have previously discussed/agreed the report: Merton CCG Chair, Chief Officer and CCG members. NHS SWL Governance leads</p>
<p>Financial Implications: N/A</p>
<p>Implications for the Sutton and Merton Board or Joint PCT Boards: The Merton CCG governing body will operate as a committee of the Sutton and Merton PCT board, part of the NHS SWL Joint Boards.</p>
<p>Other Implications: (including patient and public involvement/Legal/Governance/Risk/ Diversity/ Staffing) N/A</p>
<p>Equality Analysis: The CCG has its own Equality and Diversity Strategy that encompasses statutory requirements</p>
<p>Information Privacy Issues: N/A</p>
<p>Communication Plan: (including any implications under the Freedom of Information Act or NHS Constitution) The CCG has its own Communications and Engagement Strategy that encompasses statutory requirements</p>



South West London
Merton Clinical Commissioning Group
Sutton and Merton Borough Team

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MERTON CLINICAL COMMISSIONING GROUP

Governing Body – Terms of Reference – 2012/13

1. Introduction

The main function of the Governing Body is to ensure that the Clinical Commissioning Group (CCG) has appropriate arrangements in place to exercise its functions effectively, efficiently and economically and in accordance with generally accepted principles of good governance. The Governing Body shall carry out the duties and responsibilities set out in the CCGs Constitution and should ensure business is conducted in accordance with Standing Orders (SOs) and Standing Financial Instructions (SFIs)

These terms of reference set out the membership, remit, responsibilities and reporting arrangements of the committee and shall have effect as if incorporated into the Clinical Commissioning Group's Constitution and Standing Orders.

2. Authority

The Governing Body may establish sub-committees to assist with the delivery of its delegated responsibilities and to progress its work as appropriate. Such sub-committees do not have executive powers, unless this has been agreed in advance by the Governing Body. The Governing Body will establish appropriate reporting arrangements for sub-committees.

The Chair of the Governing Body will work to establish unanimity as the basis for decisions of the committee. If, exceptionally, the Governing Body cannot reach a unanimous decision, the Chair will put the matter to a vote, with decisions confirmed by a simple majority of those voting members present, subject to the meeting being quorate. In the case of equality of votes the Chair will have the casting vote.

The Governing Body is authorised to request funding from the CFO for outside legal advice or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

3. Corporate and Financial Governance Arrangements – 2012/13 only

The CCG Governing Body will operate in full shadow as a committee of the NHS Sutton and Merton PCT Board, the statutory body until 31st March 2013. This is under the continuing separate and independent delegation agreement for Sutton and Merton CCGs of the entire available Sutton and Merton PCT commissioning budget for 2012/2013 as per the national delegation indicator, as agreed by the NHS Sutton & Merton Board in March 2012.

Merton CCG is therefore required to comply with the NHS SWL London Standing Orders and Standing Financial Instructions and Scheme of Delegation. Minutes of the

Governing Body will be reported to the NHS SWL Joint Boards of PCTs meeting in public, as part of accountability arrangements.

Merton CCG and Sutton CCG have a shared responsibility to work together to oversee the delivery of agreed objectives for Sutton and Merton PCT.

- The governing body will receive reports on its own and the PCT-wide position; consider recommendations; and mitigate any risks in collaboration with Sutton CCG.
- Merton and Sutton CCG Chief Officers attend NHS SWL Accountability Meetings, chaired by the Cluster Director of Finance, where assurance is sought from CCGs that they are delivering against an agreed set of performance, measures, quality and safety standards for the PCT and achieving a balanced budget.
- NHS SWL Non-Executive Directors for Sutton and Merton are invited to attend meetings of the governing body as participating observers.

4. Relationship with the Professional Executive Committee (PEC) for 2012/13 only

Throughout 2012-13, NHS Merton and Sutton will continue statutorily as a single PCT and must therefore have one Professional Executive Committee (a committee of the Sutton and Merton PCT Board).

It is proposed that the Sutton and Merton PCT PEC should continue to meet as a separate Committee, distinct from the Governing Bodies of both Merton CCG and Sutton CCG until 31 March 2013. The Governing Body will establish an appropriate working relationship with the PEC in such a way that avoids duplication of functions or discussions.

5. Membership

The Governing Body will comprise the following voting members:

- CCG Chair (Chair)
- 2 x GPs
- Chief Officer
- Chief Financial Officer
- Lay Member with responsibility for Audit (Deputy Chair, Chair of Audit Committee)
- Lay Member with responsibility for Patient and Public Engagement (Chair of Quality Committee)
- Secondary Care Consultant
- Registered Nurse
- Borough Director of Public Health

Staff and executives may be invited to attend those meetings in which the Committee will consider areas of risk or operation that are their responsibility. They will be non-voting. For example, this may include participating observers from the local Healthwatch (LINKs), and PCT Non-Executive Directors (whilst the Governing Body is a Committee of Sutton and Merton PCT Board.)

The Local Medical Committee representative will attend the Governing Body meetings in public in a non-voting capacity as participating observer.

The Committee may ask any or all of those who normally attend but who are not members to withdraw to facilitate frank and open discussion of particular matters.

6. Secretary

The Governing Body will be supported secretarially by a member of the Business Support team with specific responsibilities towards the Governing Body, whose duties in this respect shall include:

- Agreement of Agenda with the Chair and attendees and collation of papers
- Taking the minutes and keeping a record of matters arising and issues to be carried forward

7. Quorum

The meeting will be quorate when five members are present, with at least two of those present clinical members, one lay member and one voting director (either the Chief Officer or Chief Financial Officer). No business shall be transacted unless the following are present:

- Chair or Deputy Chair; and
- Chief Officer or Chief Financial Officer

8. Frequency and notice of meetings

The Governing Body will meet sufficiently to fulfil its work plan or at least quarterly as a minimum. The Governing Body reserves the right to call a meeting at any time (with appropriate notice) if an urgent matter arises.

A notice period of at least five working days shall be given for any exceptional Governing Body meetings. The Agenda and supporting papers will be circulated three working days prior to the meeting. Meetings will be set in advance annually.

The principle to be adopted is that the meetings will be held in public with, where necessary, a Part II for discussion of confidential or commercially sensitive items.

At any meeting of the Governing Body or sub-committee, the Chair of the Governing Body or sub-committee, if present, shall preside. If the Chair is absent from the meeting the Deputy Chair shall preside. If the Chair is absent temporarily (i.e. on a specific agenda item) on the grounds of a declared conflict of interest the Deputy Chair, if present, shall preside. If both the Chair and Deputy Chair are absent, are disqualified from participating, or there is neither a Chair or Deputy Chair, a member of the Governing Body shall be chosen by the members present, or by a majority of them, and shall preside for that agenda item only. The quoracy arrangements described above apply for meetings as a whole.

The Governing Body will arrange an Annual General Meeting to be held each year and this will be open to members of the public.

9. Remit and responsibilities of the Governing Body

The role of the Governing Body is to commission health services, affect health inequalities and to deliver the vision and strategic goals of the CCG as specified in the Constitution. This includes any duties outlined in the Health and Social Care Act 2011 and in any subsequent amendments to the Act or as requested by the NHS Commissioning Board Authority.

The specific responsibilities of the Governing Body are categorised as follows:

- 9.1 Exercise its functions in relation to the provision or securing the provision of healthcare
- 9.2 Ensure effective systems are in place for ensuring the quality and effectiveness (including cost-effectiveness) of commissioned services.

- 9.3 Put in place systems to safeguard transparency, accountability and good governance
- 9.4 Ensure accountability, probity and openness of its business at all times in line with the NHS Code of Conduct
- 9.5 Lead strategic direction and setting of corporate objectives
- 9.6 Be responsible for the delivery of financial balance and performance indicators
- 9.7 Be responsible for the Board Assurance Framework
- 9.8 Review risks rated 15 and above and ensure effective mitigations are in place
- 9.9 Ensure strong and effective clinical involvement in all aspects of commissioning
- 9.10 Receive and note reports and minutes from Committees

10. Reporting

The minutes of all meetings of the Governing Body shall be formally recorded and where appropriate, made available to the public via the Merton CCG website.

The CCG's annual report shall contain a section describing the work of the Governing Body in discharging its responsibilities.

11. Review

The terms of reference for the Committee shall be reviewed by the Governing Body after six months and at least on an annual basis thereafter. This will take into account any new guidance and relevant codes of conduct / good governance practice.

12. Conduct of the Governing Body

The Governing Body will:

- Adhere at all times to the Merton CCG Conflicts of Interest Policy;
- Be accountable to Parliament, to users of services, to individual citizens, and to staff for the activities of the bodies concerned, for their quality and safety and the extent to which key performance indicators and objectives have been met;
- Comply fully with the principles of the Citizen's Charter and the Code of Practice on Access to Government Information, in accordance with Government policy on openness; and
- Bear in mind the necessity of keeping comprehensive written records, in line with general good practice in corporate governance.
- Be accountable to NHS SWL Joint Boards of PCTs during 2012/13

Date Compiled: 17.09.12

Date Agreed: