

TERMS OF REFERENCE

Version:	1.0
Approved by:	People Committee
Date approved:	n/a
Approved by:	Board of Directors
Date approved:	24 April 2024
Date issued:	24 April 2024
Review date:	April 2025
Relevant documentation to read in conjunction:	Governance Manual and appendices Standards of Business Conduct Policy Conflicts of Interest Policy Fit & Proper Persons SOP Risk Policy, Risk Strategy and SOP

PEOPLE COMMITTEE

TERMS OF REFERENCE

1. Constitution and Authority

- 1.1. The Committee is constituted as a Standing Committee of the Board of Directors (the “Board”) of Torbay and South Devon NHS Foundation Trust (the “Trust”). Its constitution and terms of reference are subject to amendment by the Board, to which it remains accountable.
- 1.2. These terms of reference may only be changed with the approval of the Board.
- 1.3. The Committee shall embody the principles of the NHS Constitution and the Trust’s values, at all times.
- 1.4. The Committee shall have the ability to delegate and establish Sub-Committees or other groups as and when required, with ultimate discretion to disband such groups, in accordance with this provision.
- 1.5. These Terms of Reference shall be published on the Trust’s website.

2. Purpose

- 2.1. The purpose of the Committee is to provide assurance to the Board on the quality and impact of people, workforce and organisational development strategies and the effectiveness of people management in the Trust. This includes but is not limited to recruitment and retention, training, appraisals, employee health and wellbeing, learning and development, employee engagement, reward and recognition, organisational development, leadership, workforce development, workforce spend and workforce planning and employee culture, diversity and inclusion.
- 2.2. The Committee will assure the Board of the achievement of the objectives set out in the NHS People Plan and the Trust’s People Plan and ensure alignment of work with the ICS Workforce Strategy.
- 2.3. The Committee will promote local level responsibility and accountability.
- 2.4. This is a Tier 1 Committee, in accordance with the Trust’s governance framework.

3. Duties

- 3.1. In pursuance of its purpose, the duties delegated to the Committee are to:
 - 3.1.1. Review national workforce guidance and strategies, for example the NHS People Plan, and their applicability to the Trust.
 - 3.1.2. Consider and recommend to the Board the Trust’s overarching People Plan and associated activity/implementation plan(s) to support Trust forward strategy.
 - 3.1.3. Obtain assurance and monitor delivery of the People Plan through the associated activity/implementation plan.

- 3.1.4. Consider and recommend to the Board the key people and workforce performance metrics and targets for the Trust.
 - 3.1.5. Receive regular reports to gain assurance that these targets are being achieved and to request and receive exception reports where this is not the case.
 - 3.1.6. Review and provide assurance on those elements of the Board Assurance Framework identified as the responsibility of the Committee, seeking where necessary further action/assurance.
 - 3.1.7. Review workforce related risks identified on the Corporate Risk Register and seek assurance in relation to risk mitigation and future activity/plans.
 - 3.1.8. Review workforce related elements of the Integrated Performance Report and seek assurance on the adequacy of the Trust's performance against operational workforce metrics.
 - 3.1.9. Conduct reviews and analysis of strategic people and workforce issues at national and local level and, if required, agree the Trust's response.
 - 3.1.10. Review workforce performance and metrics at intervals to be decided by the Committee.
 - 3.1.11. Provide assurance to the Audit and Risk Committee that that arrangements are in place to allow staff to raise in confidence concerns about possible improprieties in financial, clinical or safety matters, and that those processes allow any such concerns to be investigated proportionately and independently.
 - 3.1.12. Seek assurance on the adequacy and effectiveness of staff communication and levels of staff engagement.
 - 3.1.13. Provide oversight to, and receive assurance on, the staff environment with regard to security management – violence and aggression.
 - 3.1.14. Seek assurance on any additional matter referred to the Committee from the Board.
- 3.2. Any other relevant matter as may arise from time to time, requiring detailed Non-Executive oversight, under the direction of the Chair.

4. Powers

- 4.1. In accordance with the delegated authority outlined above, the Committee is authorised to seek any information it requires from any member of staff, who shall be under a positive obligation to co-operate with any request made by the Committee.
- 4.2. The Committee may request the attendance of individuals and authorities from outside the Trust with relevant experience and expertise if it considers this necessary in the best interests of the Trust.
- 4.3. The Committee derives its power from the Board and has no powers, other than those specifically delegated in these terms of reference.

5. Membership and Attendance

5.1. The Membership shall be defined by the Board under direction of the Chairman; for avoidance of doubt membership shall always include:

- Non- Executive Director (Chair)
- Non-Executive Director
- Non-Executive Director
- Chief People Officer
- Chief Nurse
- Chief Medical Officer
- Chief Operating Officer

5.2. One of the Non-Executive Directors shall act as Committee Chair. In their absence, one of the other Non-Executive Directors present shall be nominated and appointed as acting Chair for the meeting.

5.3. The following shall be required to attend all meetings of the Committee:

- One Associate Director of Workforce and OD
- One Care Group Medical Director
- One Care Group Director
- One Care Group Director of Nursing and Professional Practice
- Trust Secretary (or their nominee)

5.4. The following shall be invited to attend all meetings of the Committee:

- Freedom to Speak up Guardian
- Guardian of Safe Working
- Equality Business Forum Representative

5.5. Other members/attendees may be co-opted or requested to attend as considered appropriate.

5.6. All other members of the Board of Directors shall be entitled to attend and receive Committee agenda and papers.

5.7. Unless otherwise determined by the Chair, the duration of appointments to this Committee shall be for a continuous term, with annual review; for the avoidance of doubt, no member may continue to attend following the completion of their Non-Executive or Executive role at the Trust.

5.8. Governor and Devon ICS representatives may be invited to attend as observers.

6. Meeting Administration, Record Keeping and Decision-Making

6.1. The Committee shall be supported by a Committee Secretary, or their nominee, who shall be appointed by the Chair.

6.2. The duties of the Committee Secretary shall include, the:

6.2.1. creation and maintenance of a work plan and reporting schedule;

6.2.2. collation of papers and drafting of the agendas;

6.2.3. record of proceedings and decisions taken by the Committee; including decisions taken in writing outside of the meeting; with such record presented at the following meeting for approval; and

6.2.4. where the Committee has met, virtually or otherwise, a record of those present and in attendance should be maintained.

6.3. Items for the agenda must be sent to the Committee Secretary a minimum of seven (7) working days prior to the meeting. Urgent items may be raised under any other business.

6.4. A decision is taken in accordance with these Terms of Reference when a quorate majority of the members indicate to each other, by any means, that they share a common view on a matter; with each Member holding one vote.

6.4.1. In the event of equality of votes (however communicated) in relation to a specific matter the Chair may exercise a casting vote.

7. Quorum

7.1. The quorum necessary for the transaction of business shall be three (3) members; including the Chair, or their nominated deputy. In order to be quorate at least two (2) non-executive directors and one (1) executive director must be present.

7.2. A duly convened meeting at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the committee.

7.3. Deputies shall count towards the quorum.

8. Frequency of Meetings and Notice

8.1. The Committee shall meet as required, at the discretion of the Chair. Meetings of the Committee shall be called by the Secretary of the Committee at the request of the Chair or any of its members.

8.1.1. Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee and any other person required to attend no later than five (5) working days before the date of the meeting. Supporting papers shall be sent to Committee members and to other attendees, as appropriate, at the same time.

9. Conduct of Meetings and Conflicts of Interest

9.1. Except as outlined above, meetings shall be conducted in accordance with the provisions of the Trust's Standing Orders.

9.2. As per the Trust's Standards of Business Conduct Policy and Conflicts of Interest Policy, any potential, actual or perceived conflict of interest shall be declared and managed through the Trust's declaration procedure; noting the enhanced obligations of Executive Officers in accordance with the Trust's Fit and Proper Persons Regulations SOP.

9.3. At the commencement of any meeting, or should any potential, actual or perceived conflict arise during a meeting, the relevant Committee member must

declare this and recuse themselves from any relevant decision; this shall be formally noted in the minutes of the meeting.

10. Review and Monitoring Effectiveness

10.1. As part of the Trust's committee effectiveness review process, the Committee shall review its collective performance annually. The purpose of this review is to be assured that the Committee is operating at maximum effectiveness in discharging its responsibilities as set out in these terms of reference and, if necessary, to recommend any changes to the Board.

10.2. The Committee shall review its Terms of Reference and membership annually.