



INTEGRATED GOVERNANCE COMMITTEE: TERMS OF REFERENCE

1. Purpose of the Committee

- 1.1 The Integrated Governance Committee is identified as a committee of the NHS 24 Board. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the Standing Orders.
- 1.2 The Committee was formerly known as the Integrated Governance Chairs Group until June 2020. The remit and role of this group was to conclude the Board and Committee Development process by bringing together all the NHS 24 Committee Chairs to review progress to date in:
 - a) Individual Committee development,
 - b) The development of the relationship between the Board and its Committees and
 - c) To articulate the specific 'lenses' of each Committee on areas of mutual interest. Additionally, the purpose was to ensure clarity of governance responsibility and that there were no gaps or areas of duplication.
- 1.3 The Committee will be known as the Integrated Governance Committee (IGC) of the Board and will be a Standing Committee of the Board.
- 1.4 The remit of the Committee is to provide assurance to the Board that coordinated corporate governance is supported across the NHS 24 Committees. The IGC will look to ensure that matters considered by each of the Committees are cross referred to other Committees as appropriate so that duplication and the risk of aspects being overlooked are avoided and that each Committee is focused on examining matters from its' own core perspective.

2. Committee Membership

- 2.1 The Committee is established by the full NHS 24 Board and is composed of 5 Non-Executive Members, with the Chief Executive and the Director of Service Development (as lead director for Governance) in attendance at every meeting and other Executive Directors attending as appropriate.
- 2.2 The Committee shall be established by the full NHS 24 Board and be composed of the *NHS 24 Vice Chair*, Chairs of the Board Committees (Planning & Performance, Audit & Risk, Clinical Governance, Staff Governance and Remuneration). The Chair will be the Chair of the NHS 24 Board.
- 2.3 Committee membership will be reviewed at least annually.

3. Quorum

- 3.1 Three Non-Executive members will constitute a quorum.



4. Attendance

- 4.1 The Chief Executive and Director of Service Development will attend to provide information and advice.
- 4.2 The Committee may co-opt additional advisors as required.

5. Frequency of Meetings

- 5.1 The Committee will normally meet two times per annum.
- 5.2 The Chair may convene additional meetings of the Committee.

6. Authority

- 6.1 The Committee is authorised to investigate any matters, which fall within its Terms of Reference and obtain external professional advice.
- 6.2 The Committee may form one or more sub-committees to support its functions.

7. Duties

- 7.1 The Committee shall be responsible for ensuring an integrated approach across all strands of governance within NHS 24. Specifically it will:
 - 7.2 Discuss and consider specific themes and issues relating to governance and risk that have implications for the Board's Governance Committees.
 - 7.3 The Committee will ensure there are no gaps or overlaps between the various committees and to allocate subject matter to a specific governance committee where there may be need for a lead through a particular lens.
 - 7.4 Review actions taken by the organisation on recommendations made by the Committee or the NHS 24 Board on all relevant governance matters.
 - 7.5 Consider and scrutinise the compliance with relevant legislation and performance against national governance standards, as required by the full NHS 24 Board.
 - 7.6 Provide assurance to the NHS Board on governance issues that have application across the organisation *and highlighting where the impact from each committee may necessitate review by the Board.*
 - 7.7 *While each governance committee is responsible for its own work plan, IGC can play a role in oversight of the annual plans of each committee. IGC will also consider the Internal Audit Plan prior to submission to the Board.*

8. Conduct of Meetings

- 8.1 Agenda will be agreed by the Committee Chair in consultation with the respective Committee Chairs.



8.2 The agenda and supporting papers will be issued to members, via admincontrol, at least five working days before the date of the meeting.

9. Reporting

9.1 Minutes will be kept of the proceedings of the Committee. These will be circulated, in draft normally within five working days to the Chair of the Committee and within five working days thereafter to members, prior to consideration at a subsequent meeting of the Committee.

9.2 The Chair of the Committee shall provide assurance on the work of the Committee and the minutes will be submitted to the NHS 24 Board meeting for information.

Items requiring urgent attention by the Board can be raised at any time at NHS Board meetings, subject to the approval of the Committee.

10. Review of Terms of Reference

10.1 The Terms of Reference shall be reviewed on a 12 monthly cycle.