



TERMS OF REFERENCE PEOPLE AND CULTURE COMMITTEE

Constitution

The Board of Directors (“the Board”) hereby resolves to establish a committee to be known as the People and Culture Committee (“the Committee”). The committee is a Non-Executive committee of the Board has no executive powers other than those specifically delegated to it via these Terms of Reference.

Authority

The committee is invested with the delegated authority to act on behalf of the Board of Directors. The limit of such delegated authority is restricted to the areas outlined in the Duties of the Committee and subject to the rules on reporting, as defined below. The committee is empowered to investigate any activity within its Terms of Reference, and to seek any information it requires from staff, who are requested to co-operate with the committee in the conduct of its inquiries.

The committee is authorised by the Board to obtain independent legal and professional advice and to secure the attendance of external personnel with relevant experience and expertise, should it consider this necessary.

The committee is authorised to establish sub-committees and working groups to support its work subject to Terms of Reference that shall be approved by the committee but shall not delegate the powers conferred upon it by these Terms of Reference to any other body without the express authorisation of the Board.

Purpose

The purpose of the committee is to be responsible to the Trust Board for oversight of the development and delivery of the ‘People’ pillar of the Trust Strategy. The committee will monitor delivery of the People Plan and Objectives. Consideration will be given to matters relating to People and Organisation Development with responsibility for workforce planning and redesign, attraction and recruitment, retention, leadership development and talent management; education and training; people policies, processes, and systems; equality, diversity and inclusion, health and wellbeing and developing a culture that supports a great experience for all staff.



The committee will ensure that leadership style and supporting employment processes are in place to embed the values and behaviours of the organisation and will assure the Board on statutory and regulatory compliance requirements including CQC essential standards.

Membership

Membership of the committee will be appointed by the Board and shall consist of Three Non-Executive Members; one of which will be appointed by the Board as Chair and the following:

- Chief People Officer
- Chief Executive or Deputy Chief Executive
- Chief Operating Officer
- Chief Nursing Officer
- Chief Medical Officer
- Director of Strategy, Transformation and Partnerships

Deputies

Executive members are expected to nominate suitable deputies to attend committee meetings in their place, should circumstances prevent members' own attendance.

In attendance will be:

- Deputy Chief People Officer
- Medical Workforce Representative
- Director of Medical Education,
- Head of Education
- Head of Workforce Resourcing,
- Head of HR Operations
- Workforce Business Partners
- Head of Organisation Development
- Divisional Manager for Surgery and Family Services
- Divisional Manager for Urgent and Integrated Care

Three governors will be invited to attend each meeting as observers.

Other individuals may be invited to attend for all or part of any meeting, as and when required for particular agenda items.

Quorum

A quorum shall be two Non-Executive Directors and two Executive Directors. No business shall be transacted unless the meeting is quorate. A duly convened meeting of



the committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and duties vested in or exercised by the committee.

Frequency of Meetings

The committee shall meet not less than 10 times per financial year. The Chair may request an extraordinary meeting if he/she considers one to be necessary.

Members the committee must attend at least eight of all meetings each financial year but should aim to attend all scheduled meetings.

Duties

The People and Culture Committee will:

- Oversee the development and delivery of the People Plan and objectives.
- The committee will give particular attention to the delivery of the following;
 - Workforce planning & redesign that utilises skills mixing and new roles to support productivity, efficiency, and long-term sustainability of the workforce.
 - Attraction and retention
 - Apprenticeships, widening participation and adding social value through employment opportunities
 - Inclusive culture development
 - Equality and Diversity
 - Implementation of just and learning culture and aligned people policies
 - Freedom to Speak Up
 - Leadership and management development
 - Learning, development, personal growth
 - Talent management, appraisal, and succession planning
 - Health, safety and wellbeing
 - Consider external and national workforce developments and best practice and oversee the Trust contribution to system wide people strategy.
 - Seek assurance on behalf of the Trust Board for the response to people risks which appear on the Board Assurance Framework and on the Corporate Risk Register.
 - Seek assurance on behalf of the Trust Board that workforce systems, practices and policies are in place to support safe staffing across the trust.
 - Oversee the performance on workforce KPIs and the increased effectiveness and efficiency of workforce functions.
 - Ratify and approve policy which falls under its remit as part of the governance arrangements for policy development.
 - Seek assurances on behalf of the Board that arrangements are sufficient and effective in respect to the Guardianship of Safe Working Hours.
 - Seek assurances on behalf of the Board that health and safety arrangements within the trust are effective.



- To review its own performance, Constitution and Terms of Reference on an annual basis to ensure it is operating at maximum effectiveness.
- To review and approve trust policies that fall within its remit.
- To set the direction and monitor the work of the reporting groups that inform the work of the committee and receive, and review Escalation Reports of said groups.

Maintaining Board Oversight

In line with recommendations outlined in the NHSE/I review of Board Non-Executive Director Board Champion roles undertaken in 2021 and the subsequent guidance published in December 2021 *Enhancing Board Oversight: A new approach to NED champion roles*, the following responsibilities were remitted by the Board in January 2022 to be discharged by the Risk and Audit Committee:

- Security Management – violence and aggression

Reporting

The Chair of the committee will report in writing to the Board at the Board meeting that follows the committee meeting via an Escalation Report. This report will summarise the main issues of discussion and the Chair of the committee will ensure that attention is drawn to any issues, risks or decisions that require escalation to the Board or Executive team for action.

The Chair of the committee will also attend the Risk and Audit Committee to provide assurance on the Committees processes and the work that it has undertaken.

The Committee will receive Escalation Reports from the sub-committees that it formally establishes that record key issues and decision making and escalation of risks and issues for the Board's attention. The committee has established the following sub-committees:

- a. Equality, Diversity & Inclusion Steering Group
- b. Health and Wellbeing Steering Group

The Committee will also receive regular reports from the following groups:

- a. Operational Education Group
- b. Medical Education Group
- c. Medical and Dental Local Negotiating Committee
- d. Partnership Forum
- e. International Recruitment Oversight Group



The committee will also receive Escalation Reports from divisional leadership / governance meetings and divisional representation at committee will be required.

Administration

The People and Culture Committee will be serviced by the Corporate Governance Team who will agree the agenda and Committee Work Plan with the Chair of the committee.

Review

These Terms of Reference will be reviewed in 12 months unless there is a requirement to do so earlier.

Appraisal

The committee will carry out an annual appraisal of its performance and effectiveness in line with the requirements of the Audit Committee Handbook 2018 (fourth Edition – January 2018) and will report this to the Board of Directors.

Approved by the People and Culture Committee – 20th March 2023

Ratified by the Board – 29th March 2023