

People and Culture Committee Terms of Reference

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November 2022	2	Director of Corporate Affairs	
February 2024	3	Director of People	Significant changes presentationally given expiry of current People strategy and BELL framework.

Title	People and Culture Committee Terms of Reference
Constitution	1.1 The People and Culture Committee (“the Committee”) is constituted as a standing committee of the Board of Directors (“the Board”) of The Rotherham NHS Foundation Trust (“the Trust”).
Authority	<p>2.1 The Committee is authorised by the Board to consider any matter within its Terms of Reference and be provided with the Trust resources to do so.</p> <p>2.2 The Committee has the right of access to all information that it deems relevant to fulfil its duties which may require any Trust colleague to attend a meeting of the Committee to present information or answer questions on a matter under discussion.</p> <p>2.3 The Committee is authorised to instruct external professional advice and to invite external consultants with relevant experience and expertise to attend if it considers this necessary or expedient to exercise its functions.</p> <p>2.4 The Committee is authorised to obtain such internal information as is necessary and expedient to the fulfilment of its functions. This may include establishing task and finish groups as required to assist in discharging its responsibilities.</p> <p>2.5 The Committee has no executive powers other than those set out in these Terms of Reference.</p> <p>2.6 The Committee is authorised to meet via a virtual/remote meeting.</p> <p>2.7 The Committee is authorised, in exceptional circumstances to conduct discrete business outside of its scheduled meetings where is it not practicable to convene a full meeting. The process to be followed is set out in Section 10.7.</p> <p>2.8 The Committee has the authority to approve Policy documents delegated from the Trust Board.</p>

<p>Purpose & Duties</p>	<p>3.1 The Purpose of the Committee is to:</p> <ul style="list-style-type: none"> a) Provide assurance to the Board that the Trust has appropriate and effective strategies and plans in place relating to TRFT's people. To include workforce planning, retention and recruitment, engagement, health and wellbeing, organisation development, culture, equality diversity and inclusion, leadership and management, talent, training, education and learning so as to enable the Trust to meet its Vision and Strategic ambitions based on its values . b) Provide assurance to the Board on the timely delivery of the agreed Operational Plan; c) Act as link to staff, stakeholders and strategic partners providing a forum for discussion and consideration of best practice reports, guidance and initiatives relating to TRFT's people and culture to enable the Trust to progress towards being the best Trust for staff and providing exceptional healthcare to the people of Rotherham. <p>3.2 The Duties of the Committee will centre around the;</p> <ul style="list-style-type: none"> • People and Culture Strategy • Board Assurance Framework in relation to People • Risk and Issue Management Framework • Annual Operational Plan • Any associated People Plans e.g. Equality Diversity and Inclusion plan • Staff survey • The effective authorisation of reports requiring Board or People Committee approval including for example; <ul style="list-style-type: none"> ○ Workforce Race Equality Standard (WRES) ○ Workforce Disability Equality Standard (WDES) ○ Equality Delivery System (EDS) ○ Gender Pay gap report <p>3.3 The Committee will receive presentations from senior Divisional leaders on a rotational basis with a focus as set out at Appendix 1</p> <p>3.4 The Committee will review the Board Assurance Framework delegated to the Committee for review and make recommendations to the Board for any required changes to the risk score, appetite or content. In addition the Committee will review the relevant risks on the Risk and Issues Register aligned to the Committee.</p>
<p>Reporting To</p>	<p>4.1 The Committee is accountable to the Board.</p> <p>4.2 The Committee shall report to the Board on how it discharges its responsibilities</p>

	<p>4.3 The Chair of the Committee will bring to the attention of the Board any items that the People and Culture Committee considers the Board should be aware of through the Chair’s report to the Board in addition to any issues that require disclosure to any regulatory body.</p> <p>4.4 The minutes of the Committee’s meetings shall be formally recorded and submitted to the Board, once approved by the Chair of the Committee.</p> <p>4.5 The Committee will consider matters referred to it for action by the Audit and Risk Committee, Finance and Performance Committee and or the Quality Committee and will report back in writing, as appropriate. The Committee will consider matters it wishes to refer to the above named committees who will report back in writing, as appropriate.</p> <p>4.6 The Committee, will, on an exception basis, report into the Audit and Risk Committee any identified unresolved risks arising within these Terms of Reference.</p> <p>4.7 The Committee will report to the Board annually on its work in support of the annual governance statement. The annual report should also describe how the Committee has fulfilled its terms of reference and give details of any significant issues that the Committee has considered and how these were addressed.</p> <p>4.8 In addition the Chair of the Committee will provide a quarterly report on the Committee’s activities to the Council of Governors.</p>
<p>Membership</p>	<p>5.1 The Committee members shall be appointed by the Board and shall comprise:</p> <ul style="list-style-type: none"> • Three Non-Executive Directors • Executive Director of People who will be the Lead Executive; and • The Deputy Chief Executive <p>5.2 Members who are unable to attend the meeting can send a Deputy with the prior approval of the Chair; such Deputy must have the ability and authority to make decisions and contribute fully to the business of the Committee.</p> <p>5.3 The Board shall appoint the Chair and Vice Chair of the Committee from its Non-Executive Directors.</p>
<p>Attendees</p>	<p>6.1 Attendees to include:</p> <ul style="list-style-type: none"> • Chief Nurse • Medical Director • Chief Operating Officer • Director of Corporate Affairs

	<ul style="list-style-type: none"> • Deputy Director of Corporate Affairs • Deputy Director of People • Head of OD and Inclusion • Senior leaders from each division (rotational) <p>6.2 Other Executive Directors or colleagues may be invited to attend for specific agenda items.</p>
Quorum	<p>7.1 A quorum shall be made up of three members comprising at least two Non-Executive Directors and one Executive Director.</p> <p>7.2 No business shall be transacted by the Committee unless a quorum is present.</p> <p>7.3 Those in attendance or observing do not count towards the quorum.</p>
Observers	<p>8.1 Meetings are not open to the public.</p> <p>8.2 Observers may only attend with the prior approval of the Chair of the Committee.</p>
Frequency of Meetings	<p>9.1 Meetings shall be held bimonthly.</p> <p>9.2 Additional meetings may be held after consultation with the Chair.</p>
Meeting administration	<p>10.1 Notice of meetings will be provided in the form of an annual calendar prepared by the end of March each year.</p> <p>10.2 The Chair of the Committee, Lead Executive and the Deputy Director of Corporate Affairs will meet to agree the agenda for each meeting. The agenda will be based on the Committee Annual Work Plan.</p> <p>10.3 The Lead Executive Director for the Committee will be the Executive Director of People. The Director of Corporate Affairs will support the Chair of the Committee and Lead Executive Director in the management of the Committee's business and for drawing the Committee's attention to best practice, national guidance and other relevant documents, as appropriate.</p> <p>10.4 Administrative support to the Committee will be provided by the Corporate Governance Department. Agendas can only be amended by agreement of the Committee Chair and Lead Executive Director.</p> <p>10.5 The agenda and papers will normally be circulated five working days prior to the meeting to Committee members and regular attendees. In exceptional circumstances (for example, timing of data) and with the agreement of the Chair and Executive lead, provision is made for an agenda item or items to be added to the binder within the 5 day period prior to the meeting.</p>

	<p>10.6 Draft minutes and action log will be produced by the Corporate Governance Department within five working days, reviewed by the Lead Executive Director and then approved by the Committee Chair within ten working days of the meeting.</p> <p>10.7 For business to be conducted outside of the scheduled meetings the following must apply:</p> <ul style="list-style-type: none"> • The business to be conducted must be set out in formal papers accompanied by the usual cover sheets clearly setting out the nature of the business to be conducted and the proposal which members are being asked to consider; • The papers will be forwarded to the Committee by the Corporate Governance function; • The Committee will be expected to respond, subject to availability, by e-mail to the full distribution list with their views within 3 working days of receipt of the paper; • For a decision to be valid, responses must be received from a quorum. In the event there is no unanimous agreement, the proposal shall be considered not to be approved; • The Director of Corporate Affairs will summarise the conclusions reached and these will be presented to the next scheduled meeting.
<p>Operational Groups which report into the Committee/Group</p>	<p>11.1 The operational group reporting into the Committee is:</p> <ul style="list-style-type: none"> • Operational Workforce Group <p>The Director responsible shall provide a quarterly report to the Committee.</p>
<p>Monitoring and review</p>	<p>12.1 The Committee's Terms of Reference will be subject to annual review. Proposed variations will require approval of the Board.</p> <p>12.2 The Committee will undertake an annual review of its performance via a self-assessment by its members and some attendees; any agreed actions will be reported to the Audit and Risk Committee and Trust Board.</p>

Appendix 1

Guidance for Divisional Presentations

Divisional leadership teams are asked to attend for a 25 minutes presentation for their areas and then to participate as attendees for the remainder of the Committee.

The People and Culture Committee request attendance of at least two from; Divisional Director, General Manager, Head of Nursing, HR Business Partner (ideally 3 or all 4 although recognising annual leave etc. will mean that is not possible). It is requested that the Divisional Director or General Manager leads the discussion supported by colleagues as necessary.

A slide deck is to be produced for the bundle and taken as read (not presented slide by slide).

As well as retrospective data and performance analysis for information and assurance, the Committee would like a bigger emphasis on the following 3 areas, which will form the bulk of the discussion and the item:

- Celebrating successes
- What is the leadership team focussed on and what are the people and culture aspects of this i.e. what is worrying divisions and what actions are in place to lead and manage these risks and issues (could be service changes, hotspots/specific teams that are requiring extra support/challenge etc.)
- Horizon scanning and what actions are in place to lead and manage through these

The purpose of this to seek assurance on the extent to which divisional leadership teams recognise the major issues and challenges in their division from a people and culture perspective; that you can provide assurance that there is a plan and a sense of proactivity and provide a level of confidence that action is being taken and monitored to improve outcomes.

Bundle wise, corporately the People team will produce key People performance information for divisions presenting and this will be shared with you by the Deputy Director of People/Business partner team. Divisions can then add to this as they wish to address the points in this guidance document.