

PEOPLE COMMITTEE**Terms of Reference****1. CONSTITUTION**

- 1.1 The Board hereby resolves to establish a Committee of the Board to be known as the People Committee (The Committee). The Committee has no executive powers, other than those specifically delegated in these Terms of Reference. Its terms of reference are set out below and can only be amended with the approval of the Trust Board.

2. AUTHORITY

- 2.1 The Committee is authorised by the Board to investigate any activity within its Terms of Reference. It is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.
- 2.2 The Committee is authorised by the Board to instruct professional advisors and request the attendance of individuals and authorities from outside of the Trust with relevant experience and expertise if it considers this necessary or expedient to carrying out its functions.
- 2.3 The Committee is authorised to obtain such internal information as is necessary and expedient to the fulfilment of its functions.

3. PURPOSE

- 3.1 The purpose of the Committee is to provide the Board with assurance concerning the delivery of the work programme and plans for implementing the Trust's people & OD strategies (including strategic workforce planning, human resources management, learning and development and leadership development, to include the delivery of Trust's long terms workforce model. *NOTE: Proposals to establish any material new performance objectives or milestones will be considered by members Trust Management Committee (TMC) and resolution agreed by the Chair and lead director.*

4 MEMBERSHIP

4.1 Membership of the Committee shall comprise:

- Three Non-Executive Directors (one as Chair)
- Chief People Officer (Lead Exec)
- Chief Operating Officer
- Chief Medical Officer
- Chief Nursing Officer (to alternate with the Chief Medical Officer) Managing Director / Deputy CEO – Core Organisation Executive Director of Communications
- Director of Operational Finance
- Chief AHP & Healthcare Scientist

4.2 Regular Attendees:

- Deputy Director of Workforce
- Associate Director of Corporate Governance/Company Secretary

5 MEETINGS, ATTENDANCE AND QUORUM

- 5.1 The Committee may invite non-members to attend all or part of its meetings as it considers necessary and appropriate, at the discretion of the Committee Chair. If not already members, the Chair, Chief Executive or other Board director may be invited to attend any meeting of the Committee, particularly when the Committee is discussing areas of the Trust's operation that are the responsibility of that director.
- 5.2 The Committee may ask any or all of those who normally attend Committee meetings but who are not members to withdraw to facilitate discussion of any particular matters at the discretion of the Chair.
- 5.3 In exceptional circumstances when an executive member cannot attend Committee meetings, they must arrange for a fully briefed deputy of sufficient seniority to attend on their behalf.
- 5.4 Meetings of the Committee shall be Chaired by one of the Non-executive Director members, with another acting as deputy in his/her absence.
- 5.5 Responsibility for calling meetings of the Committee shall rest with the Committee Chair.
- 5.6 To be quorate at least 3 members of the Committee must be present including at least one non-executive director. Attendance at the meeting may be by teleconference or video conferencing at the discretion of the Committee Chair. 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 discretions invested in, or exercised by the Committee.

5.7 In accordance with Standing Orders, if it is necessary to resolve an issue at a meeting of the Committee by way of a vote, this shall be determined by a majority of the votes of the Members present and voting and, in the case of any equality of votes, the person presiding shall have a second or casting vote.

6 FREQUENCY OF MEETINGS AND SUPPORT ARRANGEMENTS

6.1 Meetings will be held monthly, with additional meetings where necessary.

6.2 The Associate Director of Corporate Governance/Company Secretary will be responsible for providing secretarial support to the Committee.

6.3 The Committee shall operate as follows:

- The Committee will routinely meet monthly unless agreed otherwise;
- The Committee will establish an annual Work Programme, summarising those items that it expects to consider at forthcoming meetings;
- Agendas for forthcoming meetings will be based on the Work Programme, reviewed by the Committee and agreed with the Committee Chair;
- Unless otherwise agreed, papers for the meeting should be submitted to the Associate Director of Corporate Governance/Company Secretary a minimum of 5 working days prior to the meeting. Papers on other matters will be put on the agenda only at the request of or with the prior agreement of the Chair;
- Papers will be sent out by the Committee secretary at least 5 working days before each meeting unless otherwise agreed;
- To facilitate oversight by the Board of Directors of matters relating to People and Organisational Development papers for meetings of the Committee will be circulated for information to those members of the Board who are not members of the Committee;
- Minutes will be prepared after each meeting of this Committee within 14 days and circulated to members of the Committee and others as necessary once confirmed by the Chair of the Committee. A record of action points arising from meetings of the
- Committee shall be made and circulated to its members with the minutes;
- Following each meeting of the Committee, the Chair of the Committee shall make a report to the next meeting of the Board of Directors highlighting any issues that require its particular attention, or require it to take action;
- The Terms of Reference of the Committee will be reviewed annually and will only be changed with the approval of the Trust Board;

7 DECLARATION OF INTERESTS

7.1 All members must declare any actual or potential conflicts of interest relevant to the work of the Committee, which shall be recorded in the Minutes accordingly. Members should exclude themselves from any part of a meeting in which they have a

material conflict of interest. The Chair will decide whether a declared interest represents a material conflict.

8 DUTIES

- 9.1 The Committee shall draw on the standing data set within the integrated performance report that relates to long term goals, Trust objectives, the annual workforce plans and national requirements to seek assurance through:
- 9.1.1 The receipt of reports at each meeting outlining progress with the long term delivery plan appropriate to the domain in which the Committee is providing assurance, paying attention to the depth and breadth of delivery in the Trust, principally through Group level performance within its domain.
 - 9.1.2 The receipt of reports on compliance with key national and local targets relevant to the remit of the Committee
 - 9.1.3 The receipt of reports which focus on improvement or recovery to address areas of material deviation from the long term delivery plan or areas where poor performance against national or local targets is identified
- 9.3 To receive all external reports on the Trust that are deemed to fall within the remit of the Committee, seeking assurance that actions are being taken to address recommendations and other issues identified and that learning is promulgated and acted upon
- 9.4 To seek assurance that the Trust is complying with relevant policies and statutory guidance that falls within the remit of the Committee
- 9.5 To receive reports on key risks to the Trust which fall within the remit of the Committee and seek assurance that sufficiently robust mitigating actions are in place to manage these
- 9.6 To seek assurance on the adequacy of the Trust's performance against operational workforce metrics
- 9.7 To seek assurance on the progress with the delivery of the Trust's long term workforce models
- 9.8 To seek assurance on the progress with the delivery against the Trust-wide priorities for learning and development activity (including leadership development)

- 9.9 To seek assurance on the adequacy of the plans to ensure that there is effective staff communication and to maintain and increase levels of staff engagement
- 9.10 To seek assurance on the robustness of workforce and employment policies and procedures, ensuring that they support the delivery of the Trust’s strategic objectives and are in line with relevant legislation and best practice;
- 9.11 To seek assurance that links are fostered with RCRH Partners, Sandwell and West Birmingham ICB’s, West Midlands Local Education and Training Board (LETB) and the Black Country Local Education Training Council (LETC), trade unions and other stakeholders as appropriate.
- 9.12 To seek assurance on the robustness of the annual work programme and plans for implementing the Trust’s Workforce and OD Strategies (including strategic workforce planning, human resources management, learning and development and leadership development) ensuring consistency with the delivery of the Trust’s strategic objectives;
- 9.13 To seek assurance on any additional matter referred to the Committee from the Board.

10 RELATIONSHIP WITH OTHER BOARD COMMITTEES

In practice, issues of finance, quality, safety and performance are inextricably linked. Through alignment of the relevant Work Programmes for each of the Board Committees overlap or gaps in their collective assurance function will be avoided.

11 PROCESS FOR MONITORING COMMITTEE EFFECTIVENESS

The Committee shall submit an Annual Report to the Trust Board, reporting on the work of the Committee, member attendance and the results of its annual review of performance and function.

The Committee will carry out an annual review of its performance and function in satisfaction of these Terms of Reference and report to the Board on any consequent recommendations for change.

12 REPORTING COMMITTEES

In order to obtain assurance with regard to the area of People and OD, the committee shall receive reports and escalations from the standing sub-committees.

Sept 2023