

The Finance and Performance Committee

Annual Report

Financial Year 1 April 2023 to 31 March 2024

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1 PERIOD COVERED BY THIS REPORT

This report covers the work of the Finance and Performance Committee for the financial year 1 April 2023 to 31 March 2024.

2 INTRODUCTION

The Finance and Performance Committee has powers delegated to it by the Board to seek high-level assurance on the controls and management in respect of performance reporting, emergency planning and resilience, financial governance and business and growth opportunities focusing on areas including: the financial data for submission to the Board; the financial plan; the procurement strategy; income contracts; the information technology and information governance strategies; the capital programme; estates strategy; and business planning.

This report covers the work the Committee has undertaken at the meetings held during 2023/24. It seeks to assure the Board on the work it has carried out and the assurances received, and to demonstrate that it has operated within its Terms of Reference. The Committee undertakes an annual effectiveness review and the results of this are presented to the Committee for consideration.

The membership of the Finance and Performance Committee is currently made up of three non-executive directors; the Chief Financial Officer; the Chief Operating Officer; and the Director of People and Organisational Development. The Committee is chaired by a non-executive director (NED), Cleveland Henry. The Committee also has as one of its NED members the Chair of the Audit Committee (Martin Wright) who provides independent financial expertise to the Committee. Katy Wilburn is the other NED member of the Committee and also the Deputy Chair of the Committee.

Should the NED Chair be unable to chair the meeting this role will fall to the Deputy Chair of the Committee. The Chair of the Audit Committee should not chair the Finance and Performance Committee. This allows the Chair of the Audit Committee to maintain a high degree of independence within the governance structure as required by the Audit Committee handbook. In exceptional cases such as a NED vacancy on the Committee, the

Chair of the Audit Committee would be asked to chair the meeting if the NED Chair was unavailable. Further information about the membership of the Committee can be found in Section 6 below.

Secretariat support is provided by the Corporate Governance Team in relation to agenda planning, minutes and general meeting support.

3 ASSURANCE

The Committee receives assurance from the executive director members of the Committee and from the subject matter experts (key senior members of staff) who attend meetings on a regular basis. This includes the Deputy Director of Finance; the Chief Information Officer; and others who may be required to attend as necessary.

Assurance is provided through written reports, both regular and bespoke, through challenge by members of the Committee and by members seeking to validate the information provided through a wider knowledge of the organisation; specialist areas of expertise; attending Board of Directors', and Council of Governors' meetings.

The Committee is assured that it has the correct membership to provide the right level and calibre of information and challenge and that the right reporting methods, structures and work plan are in place to provide oversight on behalf of the Board in respect of performance in the areas covered by its Terms of Reference.

Part of its assurance role is to receive the Board Assurance Framework (BAF), a primary assurance document for the Board. The BAF details the key controls in place to ensure that the risks to achieving the strategic objectives are well managed. The BAF lists the committees that are responsible for receiving assurance in respect of the effectiveness of the controls. The Finance and Performance Committee is asked to note those where it is listed as an assurance receiver to confirm that it has received sufficient assurance through the reports presented to the Committee, or to commission further information where there is a lack of assurance (actual or perceived). These are:

- SR4. There is a risk that a lack of financial sustainability results in the destabilisation of the organisation and an inability to meet our objectives.
- SR5. Due to an inability to provide adequate working and care environments we risk being unable to deliver safe and effective services.
- SR6. As a result of insecure, inadequate and poorly utilised digital technologies there is a risk the quality and continuity of services is compromised.
- SR8. There is a risk we fail to understand, plan and deliver services that meet the health needs of the population we serve.

The Committee views an extract of the BAF, containing the details for SR4, SR5, SR6 and SR8, on a quarterly basis.

4 TERMS OF REFERENCE FOR THE FINANCE AND PERFORMANCE COMMITTEE

In September 2023 the Terms of Reference for the Finance and Performance Committee were reviewed and it was agreed that they reflected the Committee appropriately.

5 MEETINGS OF THE COMMITTEE

In 2023/24 the Committee formally met on seven occasions and each of these meetings was held virtually. The dates on which the Committee met during the year are as follows:

- 25 April 2023
- 23 May 2023
- 26 September 2023
- 24 October 2023
- 28 November 2023
- 23 January 2024
- 25 March 2024

The Chair of the Committee agreed the agendas for each of the meetings and a full set of papers was circulated to members of the Committee within the agreed timescales. All actions pertaining to the meetings of the Committee were tracked on a cumulative action

log and presented to each meeting by the Corporate Governance Team for assurance with progress made.

6 MEMBERSHIP OF THE COMMITTEE AND ATTENDANCE AT MEETINGS

The substantive membership of the Committee is made up of three non-executive directors; the Chief Financial Officer; the Chief Operating Officer; and the Director of People and Organisational Development. The Committee is attended by a number of subject matter experts (as listed in the Terms of Reference). The table below shows the attendance of substantive members for the meetings that took place during 2023/24.

Attendance at the Committee meetings by substantive members

Key:

- ✓ shows attendance
- shows when apologies had been given by a member for a particular meeting
- shows when the individual was not eligible to attend the meeting
- Part B shows when a private part of the meeting for members only also took place
- ✓ shows attendance at the private part of the meeting only

Name	25 April 2023	23 May 2023 - Part B	26 Sept 2023 - Part B	24 October 2023 - Part B	28 Nov 2023 - Part B	23 January 2024 - Part B	25 March 2024 - Part B
Joanna Forster Adams (Chief Operating Officer)	✓	✓	✓	✓	✓	✓	✓
Dawn Hanwell (Chief Financial Officer & Deputy Chief Executive)	✓	✓	✓	✓	✓	✓	✓
Cleveland Henry (Non-Executive Director)	✓	✓	✓	✓	✓	✓	✓
Darren Skinner (Director of People and Organisational Development)	-	-	-	✓	✓	✓	✓
Katy Wilburn (Non-Executive Director)	■	■	✓	✓	-	✓	✓
Martin Wright (Non-Executive Director)	✓	✓	✓	✓	✓	✓	-

The Committee is also attended by senior managers (subject matter experts); some attend on a regular basis (marked *) and others attend only when they have a specific paper to present or reason to attend (marked **). Attendance is shown in the following table.



Attendance at Finance and Performance Committee meetings by formal attendees

Name	25 April 2023	23 May 2023 - Part B	26 Sept 2023 - Part B	24 October 2023 - Part B	28 Nov 2023 - Part B	23 January 2024 - Part B	25 March 2024 - Part B
Jonathan Campbell, Associate Director of Estates & Facilities **	✓				✓	✓	✓
Philip Davies, Procurement Transformation Director **		✓					
Clare Edwards, Associate Director for Corporate Governance *				✓	-	✓	-
Gerard Enright, Assistant Director of Finance *	✓	✓	-	✓	✓	✓	✓
Bill Fawcett, Chief Information Officer *	✓	✓	-	✓			
Cath Hill, Associate Director for Corporate Governance *	✓	✓					
Ian Hogan, Chief Information Officer *				✓	✓	-	-
Keith Rowley, Managing Director of North of England Commercial Procurement Collaborative **			✓			✓	
Jonathan Saxton, Deputy Director of Finance *	✓	✓	✓	✓	✓	✓	✓
Nicola Woodhead, Head of Procurement **		✓	✓				✓

7 REPORTS MADE TO THE BOARD OF DIRECTORS

The Chair of the Finance and Performance Committee makes an assurance and escalation report regarding the most recent meeting of the Committee to the next available Board of Directors' meeting. The report seeks to assure the Board on the main items discussed by the Committee and allows an opportunity to escalate to the Board any matters of concern or urgent business which the Committee is unable to conclude. The Board may then decide to give direction to the Committee as to how the matter should be taken forward or it may agree that the Board deals with the matter itself.

Having received the reports from the Chair of the Committee there were no matters on which the Board asked for further update or clarification, and it was assured that the Finance and Performance Committee was progressing matters appropriately.

Where the Board wants greater assurance on any matters that are within the remit of the Terms of Reference of the Committee the Board may ask for these to be looked at in

greater detail by the Committee. In 2023/24 the Board did not delegate any matters to the Committee over and above its Terms of Reference.

Date of meeting	Report to Board by Chair
25 April 2023	25 May 2023
23 May 2023	25 May 2023
26 September 2023	28 September 2023
24 October 2023	30 November 2023
28 November 2023	30 November 2023
23 January 2024	25 January 2024
25 March 2024	28 March 2024

8 THE WORK OF THE COMMITTEE DURING 2023/24

During 2023/24 the Chair of the Finance and Performance Committee confirmed that the Committee has carried out its role in accordance with its Terms of Reference, which are attached at Appendix 1 for information. Further details of these areas of work can be found in the papers and public minutes of the Committee. Areas of work on which the Committee has received assurance during 2023/24 are set out below.

Financial performance and forecast out-turn:

- reviewed the financial performance reports at each meeting
- reviewed the Trust’s capital expenditure and revenue position at each meeting
- received regular updates on the financial performance of the West Yorkshire Integrated Care Board
- received updates on progress against each of the four thematic efficiency areas (Agency, Patient Flow, Workforce, and Productivity)
- reviewed a ‘short list’ of potential efficiency schemes
- agreed to monitor the outputs of the Vacancy Management Panel in the context of the Trust’s efficiency programme
- received a briefing on the 2022/23 National Cost Collection (NCC) pre-submission assurance requirements as outlined in NHS England’s NCC Guidance 2023 and

approved the current process in place as sufficient to assure the Board on the plan to complete the mandated costing submission for 2022/23

- received assurance on the successful submission of the 2022/23 National Cost Collection in line with the approved costing guidance
- received the annual update on off-payroll engagements as of 30 September 2023
- received updates on progress against the Trust's 2023/24 organisational priorities and the high-level objectives taken from directorate Strategic Plans
- reviewed the 2024/25 Operational Financial Plan submission.

Procurement:

- received updates on the Trust's Procurement Strategy and was assured that good progress was being made
- received updates on the key activities and developments within the Trust's Procurement and Logistics Function.

Estates:

- received a verbal update on the approach being taken to develop the Trust's Strategic Estates Plan
- reviewed the quarterly Estates and Clinical Environments Report which provided updates on estates issues and outputs from the Estates Steering Group and Clinical Environments Group
- received updates on the Trust's Green Plan
- identified a non-executive director champion for sustainability
- received a report which set out the outcome of the Post-occupancy Evaluation of the environment at Red Kite View
- received updates on the arrangements to manage the expiry of the Private Finance Initiative (PFI) concession
- received an update on the PFI benchmarking exercise undertaken by Equitix.

Clinical Contracts:

- received updates on the signing of contracts for 2023/24
- received an update on the contract negotiations for 2024/25
- considered the implications of the Health Care Services Provider Selection Regime

Regulations (PSR) 2023 which removed the procurement of healthcare services from the scope of the Public Contracts Regulations 2015

- received updates on the contract arrangements for the Northern School of Child and Adolescent Psychotherapy (NSCAP).

Informatics

- received an update on progress being made against the main Health Informatics strategic projects and received assurance that no major unmitigated risks currently existed that would impact the ICT Service to the Trust
- regularly reviewed the Cyber Security Dashboard which provided a clear indication of the status of each element of the “ten steps to cyber security” devised by the National Cyber Security Centre and was assured there were no unmitigated risks in this area
- received regular assurance reports and the Annual Report from the Information Governance Group
- received a report on the review that had been undertaken regarding options for signing documents electronically and approved the recommended 2-tiered approach.

Performance:

- regularly received the report from the Chief Operating Officer and considered the different factors affecting performance and received assurance on the actions taken to improve performance related issues
- sought assurance on demand and capacity issues relating to out of area placements and bed occupancy rates
- reviewed the acute patient flow and capacity position
- received the Winter Resilience and Operating Plan for 2023/24, noted the challenges likely to affect the Trust during this period and was assured that robust continuity plans were in place.

North of England Commercial Procurement Collaborative (NOE CPC):

- received regular updates on the North of England Commercial Procurement Collaborative Hub and CPC Drive
- received a report on the closure of the Collaborative Procurement Partnership and noted the financial implications for the Trust.

Business Continuity:

- reviewed the Emergency Preparedness, Resilience and Response (EPRR) Annual Report which covered the period 1 April 2022 to 31 March 2023
- reviewed the updated Business Continuity and EPRR Policy statements for 2023/24 and the Trust's updated Business Continuity Management System description
- reviewed the EPRR Core Standards Assurance and the outcome of this year's assessment.

9 Conclusion

The Chair of the Finance and Performance Committee would like to assure the Board of Directors that the Committee has fulfilled its Terms of Reference during 2023/24 and has provided assurance to the Board in respect of performance reporting as well as financial governance focusing on areas including: the financial data for submission to the Board; the financial plan; the procurement strategy; income contracts; the information technology and information governance strategies; the capital programme; estates strategy; and business planning and growth opportunities.

It has added value by maintaining an open and professional relationship with officers of the Trust and has carried out its work diligently; discussed issues openly and robustly; and kept the Board of Directors apprised of any possible issues or risks.

Members of the Finance and Performance Committee would like to thank all those who have responded to its requests during the year and who have supported it in carrying out its duties.

May 2024

Cleveland Henry

Chair of the Finance and Performance Committee

Rose Cooper

Deputy Head of Corporate Governance

Finance and Performance Committee

Terms of Reference

(Ratified by the Board of Directors on 30 November 2023)

1 NAME OF COMMITTEE

The name of this committee is the Finance and Performance Committee.

2 COMPOSITION OF THE COMMITTEE

The members of the Committee and those who are required to attend are shown below together with their role in the operation of the Committee.

Members:

Title	Role in the Committee
Non-executive Director (Committee Chair)	Non-executive directors provide constructive challenge and strategic guidance, and lead in holding the executive to account. In particular, non-executive directors should scrutinise the performance of the executive management in meeting agreed goals and objectives, receive adequate information and monitor the reporting of performance. They should satisfy themselves as to the integrity of clinical and other information, and make sure that clinical quality controls, and systems of risk management and governance, are robust and implemented. (Code of Governance for NHS Provider Trusts, NHS England 2022)
Non-executive Director (Additional non-executive member (see section 3) – Chair of the Audit Committee)	Non-executive directors provide constructive challenge and strategic guidance, and lead in holding the executive to account. In particular, non-executive directors should scrutinise the performance of the executive management in meeting agreed goals and objectives, receive adequate information and monitor the reporting of performance. They should satisfy themselves as to the integrity of clinical and other information, and make sure that clinical quality controls, and systems of risk management and governance, are robust and implemented. (Code of Governance for NHS Provider Trusts, NHS England 2022)

<p>Non-executive Director</p> <p>(Additional non-executive member (see section 3) – Deputy Chair of the Committee, they must not also be the Chair of the Audit Committee)</p>	<p>Non-executive directors provide constructive challenge and strategic guidance, and lead in holding the executive to account. In particular, non-executive directors should scrutinise the performance of the executive management in meeting agreed goals and objectives, receive adequate information and monitor the reporting of performance. They should satisfy themselves as to the integrity of clinical and other information, and make sure that clinical quality controls, and systems of risk management and governance, are robust and implemented.</p> <p>(Code of Governance for NHS Provider Trusts, NHS England 2022)</p>
<p>Chief Financial Officer</p>	<p>Executive lead for financial resources within the Trust. Assurance and escalation provider to the Finance and Performance Committee.</p>
<p>Chief Operating Officer</p>	<p>Executive Director with responsibility for the oversight and delivery and development of Care Services. Assurance and escalation provider to the Finance and Performance Committee.</p>
<p>Director of People and Organisational Development</p>	<p>Executive lead for workforce development. Assurance and escalation provider to the Finance and Performance Committee. Attendance at meetings will be dependent on the agenda items being discussed.</p>

Attendees

While specified Board members will be regular members of the Finance and Performance Committee any other Board member can attend the meeting on an ad-hoc basis if they wish and will be recognised as a member for that particular meeting and if necessary, will count towards the quoracy. The Committee may also invite other members of Trust staff and partners to attend to provide advice and support for specific items from its work plan when these are discussed at the Committee’s meetings.

These could include, but are not exhaustive to, the following individuals:

- Assistant Director of Finance
- Associate Director for Corporate Governance
- Associate Director of Estates and Facilities
- Chief Information Officer
- Deputy Director of Finance
- Director of Thrive by Design (previously mHabitat)

- Head of Procurement
- Managing Director North of England Commercial Procurement Collaborative.

Non-executive directors are also welcome to observe Board sub-committee meetings that they are not a member of as part of their development.

2.1 Governor Observers

The role of a governor at Board sub-committee meetings is to observe the work of the Committee, rather than to be part of its work as they are not part of the formal membership of the Committee. The governor observes Board sub-committee meetings in order to get a better understanding of the work of the Trust and to observe non-executive directors appropriately challenging the executive directors for the operational performance of the Trust.

At the meeting the governor observer will be required to declare any interest they may have in respect of any of the items to be discussed (even though they are not formally part of the discussion). Governors will receive an information pack prior to the meeting. This will consist of the agenda, the minutes of the previous meeting and summaries of the business to be discussed. Governor observers will be invited to the meeting by the Corporate Governance Team. The chair of the meeting should ensure that there is an opportunity for governor observers to raise any points of clarification at the end of the meeting.

2.2 Associate Non-executive Directors

Associate Non-executive Directors will be invited to attend Board sub-committee meetings as part of their induction. They will be in attendance at the meeting, in the capacity of observer only, unless invited to contribute by the Chair in circumstances that support the Associate NEDs' development and understanding. This is so the accountability of the substantive members of the Committee is maintained.

Associate NEDs will be invited to meetings by the Corporate Governance Team and will be sent copies of the meeting papers.

3 QUORACY

Number: The minimum number of members for a meeting to be quorate is three. This should comprise at least one non-executive director and one executive director. Attendees do not count towards this number. If the Chair is unable to attend the meeting, and if otherwise quorate, the meeting will be chaired by the Deputy Chair.

Deputies Members may nominate deputies to represent them at the Committee on an exceptional basis. Deputies do not count towards quoracy.

Non-quorate meeting: Non-quorate meetings may go forward unless there has been an instruction from the Chair not to proceed with the meeting. Any decisions made by the non-quorate meeting must be reviewed at the next quorate meeting.

Alternate chair: The unique character of Board sub-committees is that they are chaired by a non-executive director. If the Chair cannot attend this meeting another non-executive director would chair this Committee. However, if one of the other non-executive directors that is a member of this Committee is also the Chair of the Trust's Audit Committee then they are not eligible to chair this Committee. This is in keeping with best practice to ensure that the Chair of the Audit Committee is seen to be suitably independent. In this circumstance the other non-executive director who is a member of this meeting would be the Deputy Chair for this Committee. In exceptional cases such as a non-executive director vacancy on the Committee, the Chair of the Audit Committee would be asked to chair the meeting if the assigned chair is unable to attend the meeting.

4 MEETINGS OF THE COMMITTEE

Meetings may be held face-to-face or remotely as is considered appropriate. Remote meetings may involve the use of the telephone and / or electronic conference facilities.

Frequency: The Finance and Performance Committee will meet up to eight times a year or as agreed by the Committee. The Committee will meet following the NHS England quarter close downs and there will be up to another four meetings scheduled each financial year.

Urgent meeting: Any member of the Committee may request an urgent meeting. The Chair will normally agree to call an urgent meeting to discuss the specific matter unless the opportunity exists to discuss the matter in a more expedient manner.

Administrative support: The Corporate Governance Team will provide secretariat support to the Committee.

Minutes: Draft minutes will be sent to the Chair for review and approval within seven working days of the meeting.

Papers: Papers for the meeting will be distributed electronically by the Corporate Governance Team a minimum of three working days prior to the meeting. This is so the circulation of papers is aligned to that of the Board of Directors. Papers received after this date will only be included if decided upon by the Chair.

5 AUTHORITY

Establishment: The Finance and Performance Committee is a sub-committee of the Board of Directors and has been formally established by the Board of Directors.

Powers: Its powers, in addition to the powers vested in the executive members in their own right, are detailed in the Trust's Scheme of Delegation.

In consultation with the Board of Directors, the Committee is able to access independent professional advice and secure the attendance of persons outside the Trust with relevant experience and expertise if it considers this necessary.

Cessation: The Finance and Performance Committee is a standing committee in that its responsibilities and purpose are not time limited. However, the Committee has a responsibility to review its effectiveness annually and on the basis of this review and if agreed by a majority of members the Chair may seek Board authority to end the Finance and Performance Committee's operation.

In addition, the Trust should periodically review its governance structure for continuing effectiveness and as a result of such a review the Board may seek the winding up of the Finance and Performance Committee.

6 ROLE OF THE COMMITTEE

6.1 Purpose of the Committee

The principle purpose of the Finance and Performance Committee is to provide the Board with assurance on financial governance and performance; strategic matters in relation to procurement, estates, information technology and information management; performance against CQUINS; clinical activity and key performance indicators.

6.2 Guiding principles for members (and attendees) when carrying out the duties of the Finance and Performance Committee

In carrying out their duties members of the Committee and any attendees of the Committee must ensure that they act in accordance with the values of the Trust, which are:

- we have integrity
- we are caring
- we keep it simple.

6.3 Duties of the Finance and Performance Committee

The Finance and Performance Committee has the following duties.

i. General governance duties

- ratify plans, policies and procedures relevant to the remit of the Committee, this includes approval of the Trust's Financial Procedure and the Standing Financial Instructions prior to the Board of Directors ratifying them
- develop a forward plan for the work of the Committee that ensures proper oversight and consideration of all mandatory and statutory declarations is scheduled into the business of the Committee
- to review the Board Assurance Framework to ensure that the Board of Directors receives assurances that effective controls are in place to manage strategic risks related to any area of the Finance and Performance Committee's responsibilities.

ii. Financial governance

Receiving assurance that:

- the Trust has high standards of financial management and that financial systems and procedures promote the efficient and economical conduct of business and safeguard financial propriety and regularity throughout
- financial considerations are fully taken into account in decisions within the Trust and that there is effective management of financial and operational business risks in the organisation
- the Trust is reviewing the impact of any issues that may affect mandatory and regulatory financial duties operationally
- the Trust is complying with the Licence holder's duty to operate efficiently, economically and effectively and has effective financial decision-making, management and control in place.

iii. Procurement

Receiving assurance that:

- the Trust's Procurement Plan is driving reductions in all non-pay expenditure and progressing as originally intended
- operational reports are reviewed regarding compliance with effective procurement procedures with lessons learnt being implemented
- the Trust has a system to minimise the risk of Standing Financial Instruction and EU Procurement Law breaches for all Trust non-pay expenditure.

iv. Financial strategy

- review the detailed medium term financial plans as part of the annual Strategic Plan, prior to ratification by the Board of Directors and onward submission to NHS England
- scrutinise the quarterly financial reports to NHS England and provide assurance to the Board of Directors on the continuity of services rating, to ensure compliance with the Risk Assessment Framework
- review and monitor the financial impact and achievement of cost improvement plans.

Receiving assurance:

- regarding the Trust's contracting performance and the robustness of information provided to document activity
- on the on-going development of payment mechanisms and tariff system within the Trust to ensure that these are effective and will be deployed meeting national targets and mandatory guidance.

v. IT and information governance

Receiving assurance:

- approve the Trust's Health Informatics Plan and receive assurance that it is progressing as originally intended
- Chair's reports from the Information Governance Group.

vi. Capital and estates

Receiving assurance that:

- the Trust's Strategic Estates Plan is progressing as originally intended
- actions related to the Trust's capital programme are being taken forward operationally and advising the Board of Directors of issues that needed to be escalated
- action is being taken operationally relating to the Trust's estate from regulatory and statutory bodies and in respect to sustainability.

vii. Performance

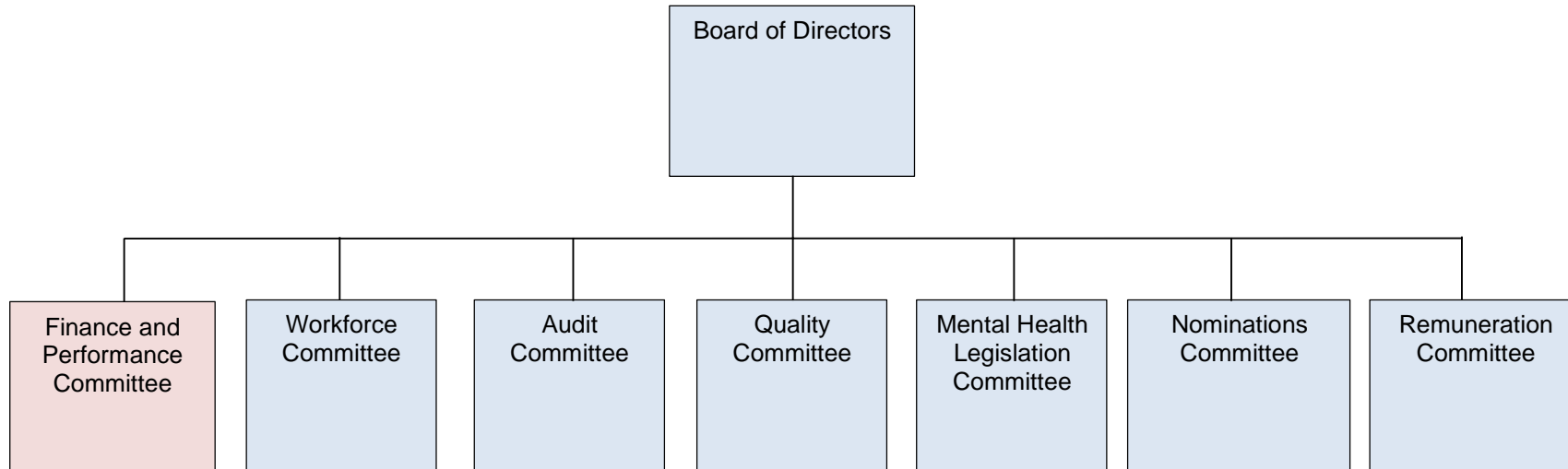
Receiving assurance on the Trust's performance against:

- annual budgets, capital plans, and the Cost Improvement Programme
- quality, innovation, productivity, and prevention plans
- commissioning for quality and innovation plans (CQUIN)
- clinical activity and key performance indicators.

viii. Internal Audit

- The Committee will also review the draft Internal Audit Annual work plan so it can be assured on the sufficiency of the work the Auditors will carry out in respect of matters pertaining to the duties of the Committee. Assurance on the plan's sufficiency (or comments on any matters that should be included) will be provided to the Audit Committee to allow it to approve the overall plan.

7 Links with Other Committees



The Finance and Performance Committee does not have any sub-committees. It is linked to the Information Governance Group as an assurance receiver. The Finance and Performance Committee provides a route of escalation for this group to the Board of Directors. Although this does not preclude any other group being asked to provide assurance. The Committee has a duty to work with other Board sub-committees to ensure matters are not duplicated.

Reporting

The Finance and Performance Committee will receive an assurance report from the Information Governance Group. An assurance and escalation report will be made to the Board of Directors by the Chair of the Committee.

Links with operational processes

The Finance and Performance Committee will receive high level reports from operational functions such as estates, informatics, and the North of England NHS Commercial Procurement Collaborative.

In addition to this, operational groups within the Chief Financial Officer's portfolio will report any significant governance implications by way of highlight reports into the Finance and Performance Committee. Groups dealing with the following areas have thus far been identified:

- Estates Steering Group
- Financial Planning Group
- Information Management Strategy Steering Group
- Procurement Strategy Steering Group
- Emergency Preparedness Resilience and Response Group (this group sits within the Chief Operating Officer's portfolio).

8 DUTIES OF THE CHAIR

The Chair of the Committee shall be responsible for:

- agreeing the agenda with the Chief Financial Officer and Chief Operating Officer
- directing the conduct of the meeting ensuring it operates in accordance with the Trust's values whilst ensuring all attendees have an opportunity to contribute to the discussion
- giving direction to the secretariat and checking the minutes
- ensuring the agenda is balanced and discussions are productive
- ensuring sufficient information is presented to the Board of Directors in respect of the work of the Committee.

In the event of there being a dispute between any 'groups' in the hierarchy (in the case of this Board sub-committee, this would be between the Board and the Finance and Performance Committee and, in recognition of the nature of matrix working between the work of all Board sub-committees, the Finance and Performance Committee and any other Board sub-committee) it will be for the chairs of those 'groups' to ensure there is an agreed process for resolution; that the dispute is reported back to the 'groups' concerned; and that when a resolution is proposed regarding the outcome this is also reported back to the 'groups' concerned for agreement.

9 REVIEW OF THE TERMS OF REFERENCE AND EFFECTIVENESS

The terms of reference shall be reviewed by the Committee at least annually, and then presented to the Board of Directors for ratification, where there has been a change. The Chair must ensure the Committee carries out an annual assessment of how effectively it is carrying out its duties and make a report to the Board of Directors including any recommendations for improvement.

Schedule of Deputies

Committee Member	Deputy
NED Chair	Deputy Chair of the Committee
NED member	Another NED
NED member	Another NED
Chief Financial Officer	Deputy Director of Finance
Chief Operating Officer	Deputy Director of Operations