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Ymddiriedolaeth GIG
Prifysgol Felindre
Velindre University
NHS Trust

new Velindre Cancer Centre (nVCC) Project Scrutiny Sub-Committee

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Version:	V2

1. INTRODUCTION

- 1.1 Within 3.1.1 of the Trust's standing orders it provides that *"The Board may and, where directed by the Welsh Ministers must, appoint Committees of the Trust either to undertake specific functions on the Board's behalf or to provide advice and assurance to the Board in the exercise of its functions. The Board's commitment to openness and transparency in the conduct of all its business extends equally to the work carried out on its behalf by Committees"*.

In line with standing orders (and the Trust's scheme of delegation), the Board shall nominate annually a Sub-Committee to be known as the new Velindre Cancer Centre (nVCC) Project Scrutiny Sub-Committee.

As part of their functions, the Quality Safety and Performance Committee and the Strategic Development Committee are supported by the new Velindre Cancer Centre (nVCC) Project Scrutiny Sub-Committee to provide assurance to the programme governance arrangements for the new Velindre Cancer Centre (nVCC) Project, which extends to its constituent projects. At a project level the Sub-Committee will examine Project arrangements, the application and project management methodologies, monitor project performance, risk management, progress and provide assurance to the Quality, Safety and Performance Committee.

Assurance from the new Velindre Cancer Centre (nVCC) Project Scrutiny Sub-Committee on the Project and its interdependencies will be provided to the Strategic Development Committee.

Assurance reporting will also be reported to Trust Board.

The detailed terms of reference and operating arrangements set by the Board in respect of this Sub-Committee are set out below.

2. PURPOSE

- 2.1 The purpose of the new Velindre Cancer Centre (nVCC) Project Scrutiny Sub-Committee is to:
- Provide assurance that the leadership, management and governance arrangements are sufficiently robust to deliver the outcomes and benefits of the Project.
 - Scrutinise the progress of the Project and provide the Trust Board with assurance that implementation is effective, efficient and within the budget available.
 - Undertake any other scrutiny activity relating to the new Velindre Cancer Centre (nVCC) Project as directed by the Trust Board or Senior Responsible Owner (SRO).

- Seek advice and guidance from appropriate Technical Advisors as well as the Mutual Investment Model (MIM) Transactor to assist the Sub-Committee with their scrutiny of the new Velindre Cancer Centre (nVCC) Project.
 - Provide assurance to the Trust Board on all aspects of the new Velindre Cancer Centre (nVCC) Project in relation to approvals sought on all decisions reserved for the full Board.
 - Receive all audit, gateway and assurance reviews pertaining to the Project or its constituent projects and provide assurance (or otherwise) to the Trust that the project is being delivered in accordance with all professional, financial and Trust standards.
 - Provide assurance to the Trust Board and support to the Senior Responsible Officer in signalling the new Velindre Cancer Centre (nVCC) closure activities once it has met its objectives.
- 2.2 Where appropriate, the Sub-Committee will advise the Trust Board and the Accountable Officer on where, and how, its system of assurance in relation to the new Velindre Cancer Centre (nVCC) Project may be strengthened and developed further.

3. DELEGATED POWERS AND AUTHORITY

With regards to its role in providing advice to the Trust Board, the Sub-Committee will fulfil the following functions:

3.1 Strategy and Policy Development

- Scrutinise project documentation to ensure the direction of the new Velindre Cancer Centre (nVCC) Project remains within the scope and parameters set by the Trust Board and its alignment with the external commissioner and political environment.
- Scrutinise and provide assurance that the Project and its constituent projects are conducted in line with the Trust's requirements on policy and legislative compliance, best practice and within the Trust's governance framework.

3.2 Governance, Monitoring and Review

The Sub-Committee will, in respect of its assurance role:-

- Provide assurance that the Project has a clear and consistent strategic direction of travel aligned with the Trust Boards requirements; strong and effective leadership; clear and transparent lines of accountability and responsibility; and effective reporting to key stakeholders and decision-makers.
- Provide assurance that Project governance arrangements are appropriately designed, proportionately applied and implemented and are operating

appropriately to ensure the provision of a high-quality project management delivery.

- Undertake scrutiny and assurance of the Project progress against the master project plan, seeking explanations and remedies for any deviation from Project timelines. It will report any concerns to the Trust Board as and when appropriate and necessary.
- Undertake scrutiny and assurance of Project risks, issues and mitigating actions to satisfy itself that they can be placed back under the required levels of control.
- Scrutinise all sources of independent assurance in relation to the delivery of the Project (e.g. Internal/External Audit, Independent Reviews, Gateway Reviews, and CAP etc.) and scrutinise and monitor the organisation's response to independent reviews.
- Provide assurance that there are robust monitoring and management arrangements in place to identify important enablers and dependencies between the Project and the relevant corporate and Velindre Cancer Service projects and programmes, as failure to do so could impact on the Projects critical path.
- Scrutinise and assure that the Project expenditure against the budget allocated is appropriate and managed effectively.

3.3 Authority

The Sub-Committee is authorised by the Board to investigate or have investigated any activity within its terms of reference. In doing so, the Sub-Committee shall have the right to inspect any books, records or documents of the Trust relevant to the Sub-Committees remit and ensuring patient/service user, client and staff confidentiality, as appropriate. It may seek any relevant information from any:

- Employee (and all employees and directed to cooperate with any reasonable request made by the Sub-Committee); and
- Other Committee, sub Committee, or group set up by the Board (including the Project Board) to assist it in the delivery of its functions.
- Obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary, subject to the Board's budgetary and other requirements; and
- By giving reasonable notice, require the attendance of any of the officers or employees and auditors of the Board at any meeting of the Sub-Committee.

Provide assurance that any proposals /actual amendments to delegated limits as necessary in relation to the Project are in accordance with the Trust Boards direction and its Standing Orders and Statutory Financial Instructions.

3.4 Access

The Chair of the new Velindre Cancer Centre (nVCC) Project Scrutiny Sub-Committee shall have reasonable access to Executive Directors, Directors and other relevant staff.

4. MEMBERSHIP

4.1 Members

A minimum of three (3) members to include:

Chair - Independent member of the Board (Non-Executive Director)

Two (2) other Independent members of the Board (Non-Executive Director)

Other Trust Board members are extended an open invitation to attend all/any meeting

4.2 Attendees

Core Attendance:

- Chief Executive Officer
- Senior Responsible Owner
- nVCC Project Director
- Executive Director of Strategic Transformation, Planning and Digital
- Executive Medical Director
- Executive Director of Nursing, AHP's & Health Scientists
- Director of Corporate Governance and Chief of Staff
- Executive Director of Organisational Development and Workforce
- Executive Director of Finance
- Director of Commercial and Strategic Partnerships
- Director Velindre Cancer Centre
- Chief Operating Officer
- Chief Digital Officer
- Velindre Futures Programme Director

4.3 Specialist Estates and Governmental Support

Invites to the new Velindre Cancer Centre (nVCC) Project Scrutiny Sub Committee shall be extended to NWSSP- Specialised Estates Services (SES) and Welsh Government representatives in the capacity as observers. These representatives will support the Sub Committee by adopting a "Critical Friend" approach, thus providing assurance as required to the Sub Committee.

4.4 Other Programme / Project Staff as required

The Sub-Committee Chair may extend invitations to others from within or outside the organisation who the Sub-Committee consider should attend, taking account of the matters under consideration of each meeting.

4.5 Secretariat

As determined by the Director of Corporate Governance and Chief of Staff.

4.6 Member Appointments

The membership of the Sub-Committee shall be determined by the Board based on the recommendation of the Trust Chair – taking account of the balance of skills and expertise necessary to deliver the Sub-Committee’s remit and subject to any specific requirements or directions made by the Welsh Government

Members shall be appointed -for a maximum of three consecutive years before formally reviewing their role on the Sub-Committee. During this time a member may resign or be removed by the Board.

4.7 Support to Sub-Committee Members

The Director of Corporate Governance and Chief of Staff on behalf of the Sub-Committee Chair shall:

- Arrange the provision of advice and support to Sub-Committee members on any aspect related to the conduct of their role: and
- Ensure the provision of a programme of Organisational development for Sub-Committee members as part of the Trust’s overall OD programme developed by the Director of Workforce and Organisational Development.

5. SUB-COMMITTEE MEETINGS

5.1 Quorum

At least two (2) Independent members must be present to ensure the quorum of the Sub-Committee, one of whom should be the Sub-Committee Chair. -If the Chair of the new Velindre Cancer Centre (nVCC) Project Scrutiny Sub-Committee is not present an agreement as to who will chair the Sub-Committee must be agreed between the Independent Members, in absence of the new Velindre Cancer Centre (nVCC) Project Scrutiny Sub-Committee Chair

5.2 Frequency of Meetings

Meetings shall be held no less than four times a year and otherwise as the Chair of the Sub-Committee deems necessary – consistent with the Trust’s annual plan of Board Business.

5.3 Withdrawal of individuals in attendance

The Sub-Committee Chair may ask any or all of those who normally attend but who are not members to withdraw to facilitate open and frank discussion of particular matters.

6. RELATIONSHIPS & ACCOUNTABILITIES WITH THE BOARD AND ITS COMMITTEES/GROUPS

6.1 Although the Board has delegated authority to the Sub-Committee for the exercise of certain functions as set out within these terms of reference, it retains overall responsibility and accountability for the safety, security and use of information to support the quality and safety of healthcare for its citizens through the effective governance of the Organisation.

6.2 The Sub-Committee is directly accountable to the Board for its performance in exercising the functions set out in these terms of reference.

6.3 The Sub-Committee, through its Chair and members, shall work closely with the Board's other Committees and Groups to provide advice and assurance to the Board through the:

- Joint planning and co-ordination of Board and Committee business: and
- Sharing of information

In doing so, contributing to the integration of good governance across the Organisation, ensuring that all sources of assurance are incorporated into the Board's overall risk and assurance framework.

7. REPORTING AND ASSURANCE ARRANGEMENTS

7.1 The Sub-Committee Chair shall:

- Report formally, regularly and on a timely basis to the Quality, Safety and Performance Committee, the Strategic Development Committee and the Accountable Officer on the Sub-Committee's activities. This includes verbal updates on activity and the submission of written highlight reports by exception throughout the year. This reporting is also reported to the Trust Board.
- Bring to the Board's specific attention any significant matters under consideration by the Sub-Committee;
- Ensure appropriate escalation arrangements are in place to alert the Trust Chair, Chief Executive or Chairs of other relevant Committees/Groups of any urgent/critical matters that may affect the operation and/or reputation of the Trust.

- 7.2 The Sub-Committee shall provide a written, annual report to the Board on its work. The report will also record the results of the Sub-Committee's self-assessment and evaluation.
- 7.3 The Director of Corporate Governance and Chief of Staff, on behalf of the Board, shall oversee a process of regular and rigorous self-assessment and evaluation of the Sub-Committee's performance and operation.

8. APPLICABILITY OF STANDING ORDERS TO COMMITTEE BUSINESS

- 8.1 The requirements for the conduct of business as set out in the Trust's Standing Orders are equally applicable to the operation of the Sub-Committee, except in the following areas:
- Quorum – as per section 5.1 above.
- Cross reference with the Trust Standing Orders

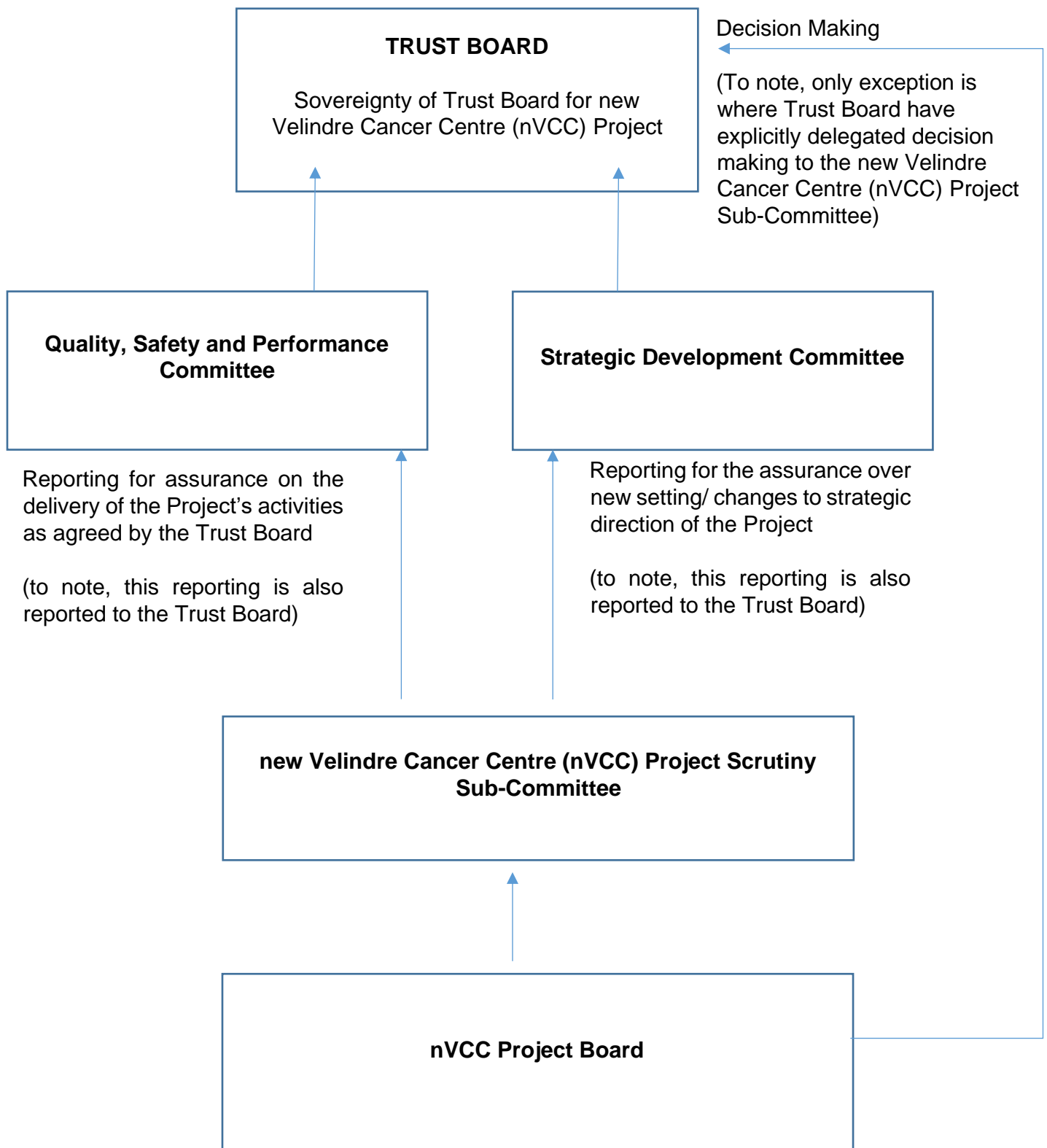
9. REVIEW

- 9.1 These Terms of Reference shall be reviewed annually by the Sub-Committee with reference to the Trust Board.

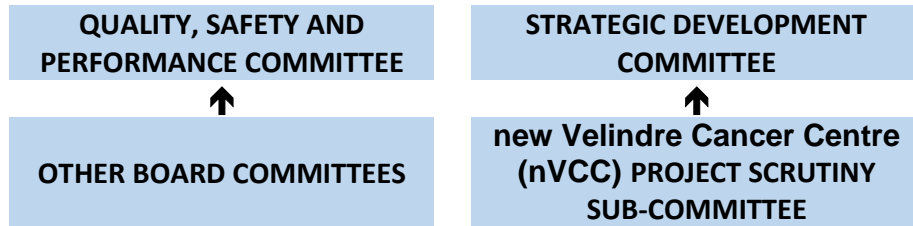
10. CHAIR'S ACTION ON URGENT MATTERS

- 10.1 There may, occasionally, be circumstances where decisions which normally be made by the Sub-Committee need to be taken between scheduled meetings. In these circumstances, the Sub-Committee Chair, supported by the Director of Corporate Governance and Chief of Staff as appropriate, may deal with the matter on behalf of the Board, after first consulting with one other Independent Members of the Sub-Committee. The Director of Corporate Governance and Chief of Staff must ensure that any such action is formally recorded and reported to the next meeting of the Sub-Committee for consideration and ratification.
- 10.2 Chair's urgent action may not be taken where the Chair has a personal or business interest in the urgent matter requiring decision.

Structure and Governance Arrangements



SCRUTINY AND ASSURANCE



MANAGEMENT ACCOUNTABILITY

