



NHS South West London
Integrated Care Board

NHS South West London Integrated Care Board Finance and Planning Committee Terms of Reference

Document Management

Revision history

Version	Date	Summary of changes
1.0	07.06.22	ToR presented to GoG
1.1	Jul 2023	Reviewed to align to updated SoRD
1.2	Feb 2024	Annual review and update

Reviewers

This document must be reviewed by the following:

Reviewer	Title / responsibility	Date	Version
Governance Oversight Group	To oversee the development of the ICB constitutions	n/a	All versions
Sarah Blow	ICS CEO Designate	07.06.2022	1.0
Millie Banerjee	ICS Chair Designate	07.06.2022	1.0
Chief Finance Officer	Chief Finance Officer	May 2023	1.1
Dick Sorabji	Finance and Planning Committee Chair	June 2023	1.1
Chief Finance Officer	Chief Finance Officer	Feb 2024	1.2
Dick Sorabji	Finance and Planning Committee Chair	Feb 2024	1.2

Approved by

This document must be approved by the following people:

Name	Signature	Title	Date	Version
ICB Board		ICB Board	01.07.2022	1.0
ICB Board		ICB Board	19.07.2023	1.1
ICB Board		ICB Board	20.03.2024	1.2

Contents

1. Constitution	4
2. Authority	4
3. Purpose	4
4. Responsibilities of the Committee	5
5. Membership and attendance	7
6. Meeting Frequency, Quoracy and Decisions	8
7. Accountability and reporting.....	9
8. Conflicts of Interest.....	10
9. Behaviours and Conduct	10
10. Secretariat and Administration.....	10
11. Review	10

1. Constitution

- 1.1 The Finance and Planning Committee (the Committee) is established by the Integrated Care Board (the Board or ICB) as a Committee of the Board in accordance with its Constitution, Standing Financial Instructions, Standing Orders and Scheme of Reservation and Delegation (SoRD).
- 1.2 These Terms of Reference (ToR) set out the membership, remit, responsibilities, and reporting arrangements of the Committee and may only be changed with the approval of the Board. They will be published as part of the Governance Handbook on the ICB's website.

2. Authority

- 2.1 The Committee is authorised by the Board to:
 - Investigate any activity within its ToR;
 - Seek any information it requires within its remit, from any employee or member of the ICB (who are directed to co-operate with any request made by the Committee) within its remit as outlined in these ToR;
 - Commission any reports it deems necessary to help fulfil its obligations;
 - Obtain legal or other independent professional advice and secure the attendance of advisors with relevant expertise if it considers this is necessary to fulfil its functions. In doing so, the Committee must follow any procedures put in place by the ICB for obtaining legal or professional advice;
 - Create task and finish sub-groups in order to take forward specific programmes of work as considered necessary by the Committee's members. The Committee shall determine the membership and ToR of any such task and finish sub-groups in accordance with the ICB's Constitution, Standing Orders and SoRD but may not delegate any decisions to such groups.
- 2.2 For the avoidance of doubt, the Committee will comply with, the ICB Standing Orders, Standing Financial Instructions and the SoRD, except as outlined in these ToR.
- 2.3 The Committee has no executive powers, other than those delegated in the SoRD and specified in these ToR.

3. Purpose

- 3.1 The Committee is established to ensure that there is both a robust financial strategy and planning framework in place and, to oversee that investments provide value for money and align to the systems strategy/objectives. To oversee system planning and broader financial management.
- 3.2 The duties of the Committee will be driven by the organisation's objectives and the associated risks. An annual programme of business will be agreed before the start of the financial year; however this will be flexible to new and emerging priorities and risks.

4. Responsibilities of the Committee

4.1 The Committee's duties can be categorised as follows:

NHS System responsibilities

- 4.2 Provide assurance to the Board of performance against system control total by scrutiny of financial and planning strategy, strategic and operational financial and non-financial plans, and the current and forecast financial position of the overall ICS.
- 4.3 As part of the ICB's performance management role, alongside the Quality and Oversight Committee, operate an ICS Performance Framework that enables the Committee to proactively manage the financial, broader performance, and savings agenda across the NHS system, and to assess the performance against the system control total, including:
- Receiving a report of the in-year financial position, performance and progress towards meeting targets within each organisation's/ collaborative's financial plans (both revenue and capital); and
 - Review the delivery of the system plans at least on a 6 monthly basis to ensure that plans are being achieved and, where not, review the proposed mitigations: review of plans would be more frequent where targets are not being met.
- 4.4 Oversight and approval of the process by which the ICB allocates the annual resource to stakeholders (partners), including both revenue and capital.
- 4.5 As part of the annual planning process alongside the Quality and Oversight Committee ensure oversight of financial and planning performance, focusing on oversight of the delivery of ICB-wide efficiency savings, performance and system control total, including:
- With the Quality and Oversight Committee ensure that workforce, finance, quality plans are sufficiently aligned and balanced to meet the needs of the system and system risks identified sufficiently early with the planning process;
 - Ensure that the system has a clear and robust approach to planning incorporating both Place and Providers/Collaboratives to jointly own and agree the system planning principles and associated planning cycle;
 - Review system delivery against the original plan, ensuring any outstanding items are reflected in the following years planning cycle as appropriate;
 - Ensure that the balance of system planning priorities are considered at a strategic level and where necessary consideration of the risks to the system are fully considered and reported to the Board and ICP; and
 - Ensure that the annual business planning process for the system is aligned to the annual planning process assessing Place and Collaborative plans and that these are sufficient to meet the overall agreed system strategic objectives.
- 4.6 Provide assurance system investments are value for money and aligned to the ICB Joint Forward Plan and system priorities.
- 4.7 Review collaboratives and partnership working to ensure value for money and aligned approaches to delivering the system strategy within the finances available

ICB responsibilities

- 4.8 Oversee the arrangements in place for the allocation of resources and the scrutiny of all expenditure. This will include actual and forecast expenditure and activity on commissioning contracts, ensuring budgets are set, in line with planning cycle and managed in an appropriate and timely manner. This will also include planning for the year ahead. Ensuring investments support the delivery of the Joint Forward Plan.
- 4.9 Consider and review ongoing Financial Reports and the Annual Statement to be presented to the Board, incorporating financial and planning performance against budget, targets, financial risk analysis, forecasts, and statements on the rigor of underlying assumptions, to ensure statutory financial duties are met.
- 4.10 Review delivery of savings plans and initiatives through regular reports. Understand the drivers behind any variances against the plans, and ensure any risks have been identified, and mitigating actions have been taken to address these.
- 4.11 With the Quality and Oversight Committee operate a Performance Framework that enables the Committee to proactively manage the financial, broader performance, and savings agenda, including:
 - Receiving a report of the in-year financial position and progress towards meeting targets within each Place;
 - Overseeing savings schemes and updates on both the financial and activity performance of each scheme;
 - Overseeing implementation of investments/transformation schemes, receiving updates outlining financial activity and delivery against KPIs for each scheme;
 - Management of system risks to mitigate their impact; and
 - Providing assurance to the Board about delivery and sustained performance in these areas.
- 4.12 Proactively identify from reports where remedial action is required, and ensure appropriate action is taken.
- 4.13 Where plans are in place to improve performance or reduce financial risks, ensure that progress against plans is monitored, and where appropriate, challenged.
- 4.14 With the Quality and Oversight Committee identify the need for, and allocate resources where appropriate, to improve performance.
- 4.15 Provide assurance to the Board and the Audit and Risk Committee of the completeness and accuracy of the financial information provided to the Board.
- 4.16 Consider and review any external financial monitoring returns and commentary.
- 4.17 Review, by exception, performance report summaries as required, and consider performance issues in so far as they impact on financial resource.

- 4.18 Review, scrutinise and approve/recommend business cases (prepared for changes to services and/or expenditure including capital or revenue investments, procurement of services and pathway redesigns) for approval to the Board, where appropriate, in line with the Scheme of Delegation.
- 4.19 Review, and agree, procurement decisions as appropriate, in accordance with Standing Financial Instructions and the Scheme of Delegation and make recommendations to the Board.
- 4.20 Review tender waivers and tenders from firms not on approved lists and ensure these are recommended to the Board as appropriate and in line with the Scheme of Delegation. All waivers should then be reported to Audit and Risk Committee.
- 4.21 Work alongside the Audit and Risk Committee to ensure financial probity in the organisation, and that value for money is reviewed and maintained.
- 4.22 Where appropriate, provide recommendations and actions to the Board.
- 4.23 Where appropriate, refer issues to other Committees or Sub-Committees of the Board.
- 4.24 To annually, or periodically as required, review the financial policies of the ICB and make appropriate recommendations to the Board.
- 4.25 Review and monitor those risks on the ICB's BAF and Corporate Risk Register which relate to finance. Ensure the ICB is kept informed of significant risks and mitigation plans, in a timely manner

5 Membership and attendance

Membership

- 5.1 The Committee members shall be appointed by the Board in accordance with the ICB Constitution.
- 5.2 The Committee membership is as follows:
 - Finance and Planning Committee Chair (Non-Executive Member)
 - SWL ICB Chief Finance Officer
 - SWL Chief Operating Officer
 - Chief Nursing Officer
 - Chief Medical Officer
 - Place representative.
- 5.3 The role of Committee Chair will be undertaken by a Non-Executive Member (who cannot be the Audit and Risk Committee Chair).
- 5.4 Members are required to attend a minimum of 75% of meetings, other than absence due to sickness.
- 5.5 Members may nominate deputies to represent them in their absence and make decisions on their behalf, subject to the approval of the Chair.
- 5.6 The Chair of the Board shall not be a member of the Committee.

- 5.7 Members will possess between them knowledge, skills and experience in the issues pertinent to the Committee's business. When determining the membership of the Committee, active consideration will be made to diversity and equality.

Chair and vice chair

- 5.8 The Committee will be chaired by a Non-Executive Member of the Board appointed on account of their specific knowledge skills and experience making them suitable to chair the Committee.
- 5.9 Committee members may appoint a Vice Chair who will be nominated by the Chair of the Committee. If the Committee Chair is absent or is disqualified from participating by a conflict of interest, the Vice Chair, if present, shall preside. If the Chair or Vice Chair are absent from any meeting, a Chair shall be nominated by other members attending that meeting.
- 5.10 The Chair will be responsible for agreeing the agenda and ensuring matters discussed meet the objectives as set out in these ToR.

Attendees

- 5.11 The Committee shall have the following non-voting attendees (as and when required):
- Audit and Risk Committee Chair
 - Place based finance and planning representatives;
 - Collaborative finance and planning representatives;
 - Other Directors and/or Managers as appropriate;
 - Representatives from other organisations, as required.
- 5.12 Attendees may present at meetings and contribute to the relevant discussions but are not allowed to participate in any formal vote.
- 5.13 Attendees may nominate deputies to represent them in their absence, with agreement of the Chair.
- 5.14 The Committee may call additional experts to attend meetings on a case by case basis to inform discussion.
- 5.15 The Committee may invite or allow people to attend meetings as observers. Observers may not present at meetings, contribute to any discussion or participate in any formal vote.
- 5.16 The Chair of the ICB will be invited to attend one meeting each year in order to gain an understanding of the Committee's operations.
- 5.17 The 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 Meeting Frequency, Quoracy and Decisions

- 6.1 The Committee will meet at least seven times a year. Arrangements and notice for calling meetings are set out in the Standing Orders. Additional meetings may take place as required.

- 6.2 The Board, Chair or Chief Executive may ask the Committee to convene further meetings to discuss particular issues on which they want the Committee's advice.
- 6.3 The Committees may choose to meet physically, at its discretion. However, by default, the Committees will be held virtually. Meetings, unless previously agreed by the Chair, will be held virtually via MS Teams or suitable alternative platform.

Quorum

- 6.4 For a meeting to be quorate a minimum of three members are required. This must include either the Committee Chair or the Chief Finance Officer. If the Committee Chair isn't present another Non Executive Member is required to attend.
- 6.5 If any member of the Committee has been disqualified from participating in an item on the agenda, by reason of a declaration of conflicts of interest, then that individual shall no longer count towards the quorum.
- 6.6 If the quorum has not been reached, then the meeting may proceed if those attending agree, but no decisions may be taken.

Decision making and voting

- 6.7 Decisions will be taken in accordance with the Standing Orders. The Committee will ordinarily reach conclusions by consensus. When this is not possible the Chair may call a vote.
- 6.8 Only members of the Committee may vote. Each member is allowed one vote and a majority will be conclusive on any matter.
- 6.9 Where there is a split vote, with no clear majority, the Chair of the Committee will hold the casting vote.
- 6.10 If a decision is needed which cannot wait for the next scheduled meeting, the Chair may conduct business on a 'virtual' basis through the use of telephone, email or other electronic communication.

7 Accountability and reporting

- 7.1 The Committee is accountable to the Board and shall report to the Board on how it discharges its responsibilities.
- 7.2 The Committee shall make any such recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.
- 7.3 The Chair will provide assurance reports to the Board at each meeting and shall draw to the attention of the Board any issues that require disclosure to the Board or require action.
- 7.4 The Committee will report to the Board at least annually on its work in support of the Annual Statement. The Annual Statement should also describe how the Committee has fulfilled its ToR and give details of any significant issues that the Committee considered, and how they were addressed.

8 Conflicts of Interest

- 8.1 Conflicts of Interest shall be dealt with in accordance with the ICB Conflicts of Interest Policy.
- 8.2 The Committee will have a Conflicts of Interest Register that will be presented as a standing item on the agenda.
- 8.3 All members and attendees of the Committee must declare any relevant personal, non-personal, pecuniary or potential interests at the commencement of any meeting. The Committee Chair will determine if there is a conflict of interest such that the member and/or attendee will be required not to participate in a discussion.

9 Behaviours and Conduct

ICB values

- 9.1 Members will be expected to conduct business in line with the ICB values and objectives.
- 9.2 Members of, and those attending, the Committee shall behave in accordance with the ICB's Constitution, Standing Orders, and Standards of Business Conduct Policy.

Equality and diversity

- 9.3 Members must demonstrably consider the equality and diversity implications of decisions they make.

10 Secretariat and Administration

- 10.1 The Committee shall be supported with a secretariat function which will include ensuring that:
 - The agenda and papers are prepared and distributed in accordance with the Standing Orders having been agreed by the Chair with the support of the relevant executive lead;
 - Attendance of those invited to each meeting is monitored and highlighting to the Chair those that do not meet the minimum requirements;
 - Records of members' appointments and renewal dates and the Board is prompted to renew membership and identify new members where necessary;
 - Good quality minutes are taken in accordance with the Standing Orders and agreed with the Chair and that a record of matters arising, action points and issues to be carried forward between meetings, and progress against those actions is monitored;
 - The Chair is supported to prepare and deliver reports to the Board; and
 - The Committee is updated on pertinent issues / areas of interest / policy developments.

11 Review

- 11.1 The Committee will review its effectiveness at least annually and recommend any changes it considers necessary to the Board.

11.2 These ToR will be reviewed at least annually and more frequently if required. Any proposed amendments to the ToR will be submitted to the Board for approval.

Date of approval: 20 March 2024

Date of next review: April 2025