



# **INTEGRATED GOVERNANCE COMMITTEE**

## **ANNUAL REPORT**

### **2023-2024**

**Sub-Committee Chair:**

**Kate Eden**

**Report Approved by Sub-Committee  
Chair:**

**25/03/2024**

## **INTEGRATED GOVERNANCE COMMITTEE (IGC) ANNUAL REPORT 2023-2024**

### **1. BACKGROUND / INTRODUCTION**

In line with section 4.2.2 of Welsh Health Specialised Services Committee (WHSSC) Standing Orders and in accordance with best practice and good governance, the Integrated Governance Committee ("*the Sub-Committee*") is required to produce an Annual Report to the Joint Committee setting out how the Committee has met its Terms of Reference (ToR) during the financial year, setting out its activities during the year and detailing the results of a review of its performance.

The purpose of the Sub-Committee is to scrutinise evidence and information brought before it in relation to activities and potential risks which impact on the services commissioned by WHSSC. The Sub-Committee also provides assurance to the Joint Committee (JC) that effective governance and scrutiny arrangements are in place across the organisation.

The Sub-Committee, in respect of its provision of advice to the JC, ensures that:

- a) It maintains an oversight of the work of the WHSSC Quality and Patient Safety Committee (Q&PSC) and CTMUHB Audit & Risk Committee (ARC). The Sub-Committee ensures integration of the governance work, addressing issues which fall outside or between the work of these sub-committees, ensuring no duplication and coordinating those issues which need the attention of all three sub-committees,
- b) Appropriate mechanisms and processes are in place to manage risk issues, ensuring that plans are in place to manage those risks,
- c) It oversees the development of the JC's Integrated Commissioning Plan (ICP) for Specialised Services, scrutinising the delivery and performance of the Plan; and
- d) It maintains an oversight of the work of the Welsh Kidney Network (WKN) addressing issues which fall outside or between the work of the network and the Welsh Health Specialised Services Team.

### **2. MEMBERSHIP**

The Sub-Committee membership consists of the WHSSC Chair and the three WHSSC Independent Members (IMs).

The Chair of the JC is also the Chair of the IGC. If the Chair is absent, the Vice-chair of the JC will deputise. Chantal Patel who has been an IM with WHSSC since 1 December 2022, was appointed on 19 September 2023 to the unremunerated role of Vice Chair for the Joint Committee, in accordance with the WHSSC Standing Orders (SOs) which states:

*1.4.3 The appointment process for the Vice Chair and the two other Independent Members shall be determined by the Joint Committee, subject to the approval of each LHB Board and any directions made by the Welsh Ministers.*

In addition to the core Membership, the meetings are also attended by the Committee Secretary who acts as the guardian of good governance within WHSSC. Other WHSSC Executives/deputies are required to attend as appropriate to provide further detail and information concerning agenda items, and to answer specific questions from the Sub-Committee.

The Chair of the Welsh Kidney Network (WKN) is an attendee and provides assurance to WHSSC independent members on the WKN governance arrangements.

## 2.1 Membership

Independent Member	Designation	Membership
Kate Eden	Chair	1 April 2023 - 31 March 2024
Professor Ceri Phillips	Independent Member, Chair of WHSSC QPSC	1 April 2023 – 30 June 2023
Steve Spill	Independent Member Audit/Finance Lead	1 April 2023 - 31 March 2024
Chantal Patel	Independent Member, Vice Chair	1 April 2023 - 31 March 2024
Carolyn Donoghue	Independent Member, Chair of WHSSC QPSC	1 July 2023 – 31 March 2024

As at 1 April 2023, the WHSSC Independent Members (IM) consisted of Steve Spill from SBUHB (Audit/Finance Lead IM), Professor Ceri Phillip from C&VUHB (Chair of WHSSC QPSC) and Chantal Patel (Generalist) from HDdUHB.

Professor Ceri Phillips resigned from WHSSC effective from 30 June 2023.

Carolyn Donoghue, CTMUHB, was appointed as the new WHSSC IM for a 2-year period with effect from 1 July 2023. In addition, Carolyn Donoghue agreed to take on the Chair role for the WHSSC Quality & Patient Safety Committee (QPSC) and Chaired her first meeting on 23 October 2023 after observing the August 2023 meeting.

## 3. MEETINGS & ATTENDANCE

During 2023-2024, the IGC continued to monitor and track progress against the recommendations outlined in the Audit Wales report on Committee governance arrangements at WHSSC, on behalf of the Joint Committee.

Further to the Committee effectiveness exercise for 2022-2023 undertaken in April

2023, the feedback from individual members indicated that the majority of members preferred to continue with the virtual meeting arrangements adopted during the COVID-19 pandemic and the recovery phase but with occasional face to face meetings. Therefore, the majority of Joint Committee and sub-committee meetings continued to be held virtually during 2023-2024 and face to face meetings were considered for any key decision making requirements as deemed appropriate by the Chair. Arrangements were in place to ensure that the decision logs were maintained and reported to each meeting appropriately.

IGC met virtually, and these virtual meetings and electronic communication remained the key to the Sub-Committee’s functionality.

To ensure business was conducted in as open and transparent manner as possible IGC papers were published at least 5 working days prior to the Sub-Committee meeting dates.

Five out of the six IGC meetings took place as planned and the Sub-Committee met five times during 2023-2024 as outlined in the table below. This was in accordance with the ToR which specify that the Sub-Committee should meet at least three times per year. At least two members must be present to ensure the quorum of the Sub-Committee and each meeting was quorate.

18 April 2023	13 June 2023	15 August 2023
25 October 2023	13 December 2023 (Cancelled due to the sequencing of meetings)	14 February 2024

### 3.1 Members Attendance at Meetings

The IGC achieved an attendance rate of 80% during the period 1 April 2023 to 31 March 2024 as outlined in Table 1 below.

Table 1 – Member Attendance at Integrated Governance Committee (IGC) April 2023-March 2024

Independent Member	18.04.23	13.06.23	15.08.23	25.10.23	14.02.24	Attendance
<b>Kate Eden Chair</b>	Y	Y	Y	Y	Y	5/5
<b>Professor Ceri Phillips,</b>	Y	N				1/2

<b>WHSSC QPS Chair, Independent Member, Cardiff &amp; Vale UHB.</b>						
<b>Steve Spill, Independent Member, Swansea Bay UHB</b>	Y	Y	N	Y	Y	4/5
<b>Chantal Patel, Independent Member, Hywel Dda UHB</b>	N	Y	Y	Y	Y	4/5
<b>Carolyn Donoghue, Independent Member, CTMUHB</b>			Y	Y	N	2/3

#### 4. MAIN AREAS OF COMMITTEE ACTIVITY

The agenda for each meeting follows a standard format, broken down into four main parts:

- **Preliminary Matters**  
This section of the meeting includes standard items such as apologies, welcome, declarations of interest, minutes of the last meeting, action log and matters arising,
- **Items for Information and Support**  
This section includes reports which will be of interest to the Sub-Committee,
- **Routine Reports**  
Standing Agenda Items discussed at every Sub-Committee meeting, in line with the Terms of Reference; and
- **Concluding Business**  
This section of the meeting includes standard items such as any other business, date of the next meeting and dates for future meetings.

The IGC considered the following key items at its meetings throughout the year:

- The Welsh Kidney Network (WKN) Governance Plan was presented to the IGC at its June and October 2023 meetings. The monitoring of this action plan was a key focus for the IGC during 2023 and the action plan has now been signed off as completed.
- Updates on the progress tracker for the Audit Wales Governance Review were presented in the Corporate Governance report prior to presentation at the JC meetings and the CTM ARC meetings. It was noted that all recommendations for WHSSC have been completed and that the only outstanding recommendations now remain those in the remit of Welsh Government.

- The Sub-Committee received regular updates on the revised Corporate Risk and Assurance Framework (CRAF). The Sub-Committee provided scrutiny of the CRAF before presentation to the JC and the CTM ARC for approval and assurance.
- The Summary of Services in Escalation was presented as a routine report to ensure members were kept up to date with any changes to the level of escalation of services.
- The Sub-Committee received the WHSSC Annual Governance Statement (AGS) on 18 April 2023 prior to the final version being presented to the JC on 16 May 2023 and CTMUHB Audit & Risk Committee on 21 June 2023.
- The IGC received the final update on progress on delivering the Integrated Commissioning Plan 2022-23 which was developed to respond to the Welsh Government requirement as set out in the NHS Planning Guidance 2021.
- The IGC also received quarterly updates on the Delivery of the Integrated Commissioning Plan for 2023-2024.
- The Sub-Committee received regular updates on the ICP process to provide assurance on the development of the forthcoming ICP for 2024-2025.
- The draft Annual Report for 2022-2023 was discussed at the 13 June 2023 meeting before submission to the JC meeting on 21 November 2023.
- The Sub-Committee discussed the review of the Governance and accountability Framework before presentation to the JC for approval.
- The Annual Committee Self-Assessment process was discussed and endorsed by the Sub-Committee and the findings were presented to the JC on 18 July 2023. The identified actions from the 2022-2023 were completed and the Sub-Committee received a report updating members on progress on 13 June 2023.
- Assurance was provided in relation to the Declaration of Interest (DOI) process and the DOI Register was presented for assurance on 13 June 2023.
- Members provided feedback and helped inform the process for the 2023-2024 Committee Effectiveness Exercise.
- The Corporate Governance Update report provided important updates in-line with the governance and accountability framework for WHSSC and the IGC ToR.
- The Corporate Governance report has been used to provide updates with progress on updating the WHSSC ToR for the Individual Patient Funding Request Panel (IPFR) and updates on the tenure of the Interim Chair and the substantive Chair appointment of the IPFR Panel; and
- A comprehensive Forward Work Plan provided a 12 month overview of agenda items.

A key function of the IGC is to maintain an oversight of the work of the WKN addressing issues which fall outside or between the work of the network and the WHSS Team. The significant success of the WKN to date has been widely acknowledged.

A governance review was undertaken by Steven Combe, Independent Governance Advisor, as a way of identifying any potential governance issues that the WKN needed to address the governance review was undertaken over the summer 2022 and an Action Plan was developed and approved by the WKN Board on 6 October 2022.

The recommendations from the Independent Governance Review were presented to the Joint Committee on the [17 January 2023](#) for assurance and an action plan was developed, agreed and monitored through the WKN Board. The delivery of the action plan has been regularly scrutinised by the Integrated Governance Committee (IGC).

## **5. LINKS WITH SUB COMMITTEES AND REPORTING RESPONSIBILITIES**

The Chair of the IGC is also the Chair of the JC. Following each meeting, a Chair's summary report of the key discussion items is submitted to the JC and the Chair highlights any key issues.

WHSSC Directors and other Members of the Sub-Committee provide links with other Sub-Committees such as the Q&PSC and CTM ARC (of host organisation).

## **6. WORK PROGRAMME**

In order to monitor progress and any necessary follow up action, the Committee has developed an Action Log that captures all agreed actions. This has provided an essential element of assurance to the Committee, and onwards to the JC.

In addition, a comprehensive 12 month forward work plan is presented to each IGC meeting as part of the Corporate Governance update report.

The confirmed minutes of the Committee are available on request from the Head of Corporate Governance.

## **7. ASSESSMENT OF GOVERNANCE AND RISK ISSUES**

The Sub-Committee provides an essential element of the overall governance framework for the organisation.

A Review of National Commissioning Functions was announced by Welsh Government on 23 January 2023. The functions housed within the Welsh Health Specialised Services Committee (**WHSSC or the Joint Committee**) will formally transfer to the newly established NHS Wales Joint Commissioning Committee (**JCC**) on 1 April 2024. To ensure business continuity and to support the transition it has been proposed to continue with existing sub-Committees/Groups during Q1 with some variations to membership/remit to be determined once the new JCC Chair and Interim Chief Commissioner are in post. This will allow for a robust review of the function and membership of all forums during Q1 to inform the new Sub-Committee arrangements which will be taken forward from Q2.

The Sub-Committee has operated within its ToR and in accordance with the Governance and Accountability Framework.

The approach to the annual Committee self-assessment covering the 2023-2024 financial year was discussed during the February 2024 IGC meeting. As the corporate governance team are heavily involved in drafting the new governance frameworks for the new Joint Commissioning Committee, it was agreed that the Committee Effectiveness exercise for 2023-2024 is limited to the Joint Committee. Therefore, in order to comply with the reporting requirements of the Annual Governance Statement this approach has been adopted as a pragmatic way forward. The surveys for the JC Committee Effectiveness were circulated on 19 March 2024.

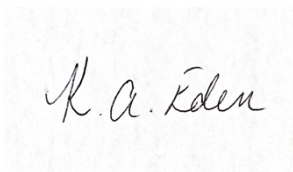
## **8. ASSURANCE TO THE JOINT COMMITTEE**

Attendance at Sub-Committee meetings has been good and the IMs demonstrate the appropriate scrutiny required.

The Sub-Committee wishes to assure the JCC that, based on the work completed during 2023-2024, there are effective governance measures in place across the organisation. The Sub-Committee is well established with a clearly defined role, remit and work programme.

## **9. CONCLUSION AND LOOK FORWARD**

The Sub-Committee is fulfilling its role as set out within the ToR and there are no matters that the Sub-Committee is aware of at this time that have not been disclosed appropriately. The Sub-Committee will await the transfer to the newly established NHS Wales Joint Commissioning Committee (**JCC**) on 1 April 2024.

A handwritten signature in cursive script that reads "K. A. Eden". The signature is written in black ink on a light-colored, slightly textured background.

**Kate Eden**  
**Chair of the Integrated Governance Committee**