




West Glamorgan  
Regional Partnership

# Governance Framework

Draft V5.0

**Region:** West Glamorgan Regional Partnership

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## 1. STATUTORY FRAMEWORK

- 1.1. Section 33 of the National Health Service (Wales) Act 2006 (“the 2006 Act”) enables local authorities and Local Health Boards to develop formal partnerships and to delegate functions from one body to the other. This legislation enables a local authority to delegate certain specified functions to the Local Health Board, or for the Local Health Board to delegate certain specified functions to the local authority. The legislation also provides for the development of integrated services, integrated commissioning and arrangements for pooled funds.
- 1.2. The 2006 Act also consolidated measures from other legislation. Previous grant arrangements made under 28A and 28BB of the National Health Service Act 1977 were consolidated into the 2006 Act as sections 194 and 34 respectively.
- 1.3. Duties and powers placed on local authorities and health boards in relation to co-operation and partnership and other partners in Wales are set out in the **Social Services and Well-being (Wales) Act 2014**. This Act establishes the legal framework for meeting people’s needs for care and support and imposes general and strategic duties on local authorities and LHBs in order to effectively plan and provide a sufficient range and level of care and support services. The **Partnership Arrangements (Wales) Regulations 2015 (2015/1989)**, made under Part 9 of the **Social Services and Well-being (Wales) Act 2014** set out the arrangements made and provides for LHBs and local authorities to pool funds for the purpose of providing specified services.

Guidance on the provisions of Part 9 can be found at

<https://gov.wales/sites/default/files/publications/2020-02/part-9-statutory-guidance-partnership-arrangements.pdf>

- 1.4. The Guidance on the establishment of partnership arrangements provides details on establishing the partnership arrangements, and this document sets out the way in which the West Glamorgan Regional Partnership Board will operate by way of a Governance Framework.
- 1.5. For the purposes of this Framework, members of the Regional Partnership Board shall collectively to be known as “the Board”.
- 1.6. This Governance Framework will, as they are applicable, also apply to meetings of any formal groups established by the Board, including any working groups.
- 1.7. The partnership bodies (as defined in 2.1) must provide sufficient resources for the partnership arrangements, in accordance with their powers under section 167 of the Social Services and Well-being (Wales) Act.

## Variation and amendment of the Governance Framework

- 1.8. Although this Governance Framework will be subject to regular, annual review by the Partnership Bodies, there may, exceptionally, be an occasion where it is necessary to vary or amend the Framework during the year. In these circumstances, the Local Authority Monitoring Officer shall advise the Board of the implications of any decision to vary or amend this Framework and such a decision may only be made if the variation or amendment is in accordance with Part 9 of the **Social Services and Well-being (Wales) Act 2014** and does not contravene a statutory provision or direction made by the Welsh Ministers

## Interpretation

- 1.9. During any Board meeting where there is doubt as to the applicability or interpretation of the Governance Framework, the Chair shall have the final say, provided that his or her decision does not conflict with rights, liabilities or duties as prescribed by law. In doing so, the Chair shall take appropriate advice from the Local Authority Monitoring Officer.
- 1.10. The terms and provisions contained within this Governance Framework aim to reflect those covered within all applicable legislation. The legislation takes precedence over this Framework when interpreting any term or provision covered by legislation.

## 2. MEMBERSHIP

2.1 The following organisations are Partnership Bodies for the purposes of the Partnership Arrangements (Wales) Regulations 2015<sup>1</sup>

2.1.1. Swansea Bay University Health Board,

2.1.2. Council of the City and County of Swansea and

2.1.3. Neath Port Talbot County Borough Council

2.2 The Partnership Bodies are required to establish a Partnership Board pursuant to the Regulations to be known as the West Glamorgan Regional Partnership Board

2.3 The membership of the Board is set out below<sup>2</sup>:

- (a) Three elected Members of each local authority
- (b) One Member of the Local Health Board
- (c) The Director of Social Services appointed under Section 144 of the Act of each local authority (or his or her nominated representative)
- (d) Three representatives of the Local Health Board
- (e) Three persons who represent the interests of third sector organisations
- (f) One person who represents the interests of care providers in the area covered by the Board
- (g) Two persons to represent people with needs for care and support in the area covered by the Board
- (h) Two persons to represent carers in the area covered by the Board
- (i) One person to represent trade unions
- (j) One person to represent registered social landlords
- (k) One senior local authority officer who has responsibility for capital investment in housing
- (l) One senior local authority officer who has responsibility for education.

Local Authority	<ul style="list-style-type: none"><li>• Three elected members of each local authority;</li><li>• The Director of Social Services appointed under Section 144 of the Act of each local authority (or his or her nominated representative)</li><li>• One senior local authority officer who has responsibility for capital investment in housing</li><li>• One senior local authority officer who has responsibility for education.</li></ul>
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<sup>1</sup> Regulation 1 (4) Partnership Arrangements (Wales) Regulations 2015

<sup>2</sup> Regulation 11

Local Health Board	<ul style="list-style-type: none"> <li>• One Board Member</li> <li>• Three representatives (not board members)</li> </ul>
Third Sector	<ul style="list-style-type: none"> <li>• Three representatives of the interests of third sector organisations</li> </ul>
Those with the need for carers	<ul style="list-style-type: none"> <li>• One person who represents the interests of care providers in the area covered by the Board</li> <li>• Two persons to represent people with needs for care and support in the area covered by the Board</li> <li>• Two persons to represent carers in the area covered by the Board</li> </ul>
Other	<ul style="list-style-type: none"> <li>• One person to represent trade unions</li> <li>• One person to represent registered social landlords</li> </ul>

- 2.4 **Citizen and Carer Representatives** must be actively involved and engaged in the work of the Regional Partnership Boards and should be able to demonstrate how they have engaged with citizens and carers at all levels including assessing need, strategic planning, service design and delivery.
- 2.5 **Third Sector and Care Provider representatives** must be effectively engaged and able to influence and be involved in the design and delivery of integrated services.
- 2.6 **The Chair** – The Chair is responsible for the effective operation of the Board, chairing Board meetings when present and ensuring that all Board business is conducted in accordance with this Governance Framework.
- 2.7 The Chair shall work in close harmony with the Partnership Bodies as listed in 2,1, and, supported by the Programme Director, shall ensure that key and appropriate issues are discussed by the Board in a timely manner with all the necessary information and advice being made available to the Board to inform the debate and ultimate resolutions.
- 2.8 **The Vice-Chair** – The Vice-Chair shall deputise for the Chair in their absence for any reason, and will do so until either the existing chair resumes their duties or a new chair is appointed.
- 2.9 **Stakeholder Members**, whilst not sharing corporate responsibility for the decisions of the Board, are nevertheless required to act in a corporate manner and in accordance with the requirements of this Governance Framework, at all times, as are their fellow Board members from the Partnership Bodies.

### 3. APPOINTMENT OF BOARD MEMBERS

- 3.1. The Chair and Vice Chair will be appointed from one of the Partnership Bodies as defined in 2.1, through nominations from the Board and agreed by a majority vote of the Partnership Bodies. It is agreed that the Chair and Vice Chair will not be drawn from the same statutory group.
- 3.2. The maximum tenure of appointment for the Chair and Vice Chair will be for four years, and these appointments will be reviewed on an annual basis and elections undertaken to confirm the Chair and Vice Chair or to seek new post holders if required.
- 3.3. The persons referred to in 2.3 (e) (f) above shall be selected by the regional Third Sector Health and Social Care Network. The persons referred to in 2.3 (j) above shall be selected by the regional Housing Partnership. The persons referred to in 2.3 (g) above shall be selected by the People Forum. The persons referred to in 2.3 (h) above shall be selected by the Carers Partnership Board. The persons referred to in 2.3 (i) above shall be selected through the appropriate trade unions that work within the partner organisations. All of these members will be endorsed by the Board.
- 3.4. The members of the Board may substitute at any time another person for any of the persons appointed under paragraph 2.3. The Partnership Bodies shall endorse any substitution of members appointed under paragraph 2.3 (e) to (j).
- 3.5. The persons appointed under paragraph 2.3 (a) above shall cease to be members of the Board if they cease to hold the office of elected Member.
- 3.6. The term of office of Local Authority elected members shall run until the next general election of local authority members or until their resignation or replacement by their Local Authority or the dissolution of those local authorities by effect of statute.
- 3.7. The term of office for Stakeholder Members will be for a maximum of four years.
- 3.8. If any person appointed to the Board tenders written resignation, becomes incapable of acting or fails to attend Board meetings for a period of six months that person shall cease to become a member of the Board unless they are a representative of the Partnership Body.
- 3.9. Any occasional vacancy amongst the persons named in paragraphs 2.3 (e) (f) (i) and (j) above shall be filled by decision of the Partnership Bodies. Any occasional vacancy amongst the persons named in 2.3 (g) above shall be selected by the People Forum. The persons referred to in 2.3 (h) above shall be selected by the Carers Partnership Board.
- 3.10. The Board may co-opt such other persons to be members of the Board as it thinks appropriate.<sup>3</sup> Any such co-optees would not be eligible to vote.
- 3.11. All Board members' tenure of appointment will cease in the event that they no longer meet any of the eligibility requirements, so far as they are applicable.
- 3.12. Any member must inform the Chair as soon as is reasonably practicable to do so in respect of any issue which may impact on their eligibility to hold office.

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<sup>3</sup> Regulation 11 (2)

## 4. DECLARING AND RECORDING BOARD MEMBERS'

### 4.1 Declaration of interests

It is a requirement that all Board members must declare any personal or business interests they may have which may affect, or be perceived to affect the conduct of their role as a Board member. This includes any interests that may influence or be perceived to influence their judgement in the course of conducting the Board's business.

Board members must also declare any interests held by family members or persons or bodies with which they are connected. The respective Local Authority Monitoring Officer will provide advice to the Chair and the Board on what should be considered as an 'interest', taking account of the regulatory requirements and any further guidance. If individual Board members are in any doubt about what may be considered as an interest, they should seek advice from the West Glamorgan Regional Transformation Programme Director. However, the onus regarding declaration will reside with the individual Board member.

### 4.2 Register of interests

The West Glamorgan Regional Transformation Programme Director will ensure that a Register of Interests is established and maintained as a formal record of interests declared by all Board members. The register will include details of all Directorships and other relevant and material interests which have been declared by Board members.

The register will be held by the West Glamorgan Regional Transformation Programme Director, and will be updated during the year, as appropriate, to record any new interests, or changes to the interests declared by Board members.

Members are expected to complete a Declaration of Interest form on an annual basis.



## 5. SUB GROUPS

The Board may establish sub-groups to support it in undertaking its functions.

- 5.1 Each group established by or on behalf of the Board must have its own terms of reference, which must be formally approved by the Board.
- 5.2 Any sub-group of the Board must include at least one representative of a Partnership Body who will chair the sub-group. The sub groups shall also include a representative for people with needs for care and support and a carers representative.
- 5.3 The Board must ensure that the Chairs of all sub group operating on its behalf report formally, regularly and on a timely basis to the Board on their activities. Sub Group Chairs' shall bring to the Boards specific attention any significant matters under consideration and report on the totality of its activities through the production of minutes or other written reports.

## 6. MEETINGS

- 6.1 The Board's business will be carried out openly and transparently in a manner that encourages the active engagement of its citizens, community partners and other stakeholders.
- 6.2 The Board shall meet at least four times in any financial year. Additional meetings may be held at the discretion of the Board.
- 6.3 The West Glamorgan Regional Transformation Programme Director, on behalf of the Chair, shall produce an Annual Plan of Board business. This plan will include proposals on the coverage of business activity during the year and shall also set out any standing items that will appear on every Board agenda.
- 6.4 In addition to the planned meetings agreed by the Board, the Chair may call a meeting of the Board at any time. Individual Board members may also request that the Chair call a meeting provided that at least one third of the whole number of Board members support such a request.

### Setting the agenda

- 6.5 The Chair, in consultation with the West Glamorgan Regional Transformation Programme Director and representatives of the statutory bodies will set the Agenda. In doing so, they will take account of the planned activity set in the annual cycle of Board business; any standing items agreed by the Board; any applicable items received from the Board's Sub Groups. The Chair must ensure that all relevant matters are brought before the Board on a timely basis.
- 6.6 Any Board member may request that a matter is placed on the Agenda by writing to the Chair, copied to the West Glamorgan Regional Transformation Programme Director, at least 21 calendar days before the meeting. The Chair may, at their discretion, include items on the agenda that have been requested after the 12 day notice period if this would be beneficial to the conduct of board business.

### Notifying and equipping Board members

- 6.7 Board members shall be sent an Agenda and a complete set of supporting papers at least fourteen calendar days before a formal Board meeting. This information may be provided to Board members electronically or in paper form, in an accessible format, to the address provided. Supporting papers may, exceptionally, be provided, after this time provided that the Chair is satisfied that the Board's ability to consider the issues contained within the paper would not be impaired.
- 6.8 In the event that at least half of the Board members do not receive the Agenda and papers for the meeting as set out above, the Chair must consider whether or not the Board would still be capable of fulfilling its role and meeting its responsibilities through the conduct of the meeting. Where the Chair determines that the meeting should go ahead, their decision, and the reason for it, shall be recorded in the minutes.
- 6.9 A record of the proceedings of formal Board meetings shall be drawn up as 'minutes' and circulated in draft within fourteen calendar days of the meeting. These minutes shall include a record of Board member attendance (including the Chair) together with apologies for absence, and shall be submitted for agreement at the next meeting of the Board, where any discussion shall be limited to matters of accuracy. Any agreed amendment to the

minutes must be formally recorded.

- 6.10 All Board members must respect the confidentiality of all matters considered by the Board in private session or set out in documents which are not publicly available. Disclosure of any such matters may only be made with the express permission of the Chair of the Board.

### Chairing Board Meetings

- 6.11 The Chair of the Board will preside at any meeting of the Board unless they are absent for any reason (including any temporary absence or disqualification from participation on the grounds of a conflict of interest). In these circumstances the Vice Chair shall preside.
- 6.12 The Chair must ensure that the meeting is handled in a manner that enables the Board to reach effective decisions on the matters before it. This includes ensuring that Board members' contributions are timely and relevant and move business along at an appropriate pace. The Chair has the final say on any matter relating to the conduct of Board business.

### Quorum

- 6.13 A meeting of the Board shall be quorate if it is attended by at least 1 member from each of the Partnership Bodies. If the Chair or Vice Chair is not present then those present will appoint a temporary chair for that meeting only.
- 6.14 The quorum must be maintained during a meeting to allow formal business to be conducted. Any Board member disqualified through conflict of interest from participating in the discussion on any matter and/or from voting on any resolution will no longer count towards the quorum. If this results in the quorum not being met that particular matter or resolution cannot be considered further at that meeting, and must be noted in the minutes.
- 6.15 The Chair will determine whether Board members' view or sign of support should be expressed orally, through a show of hands. Where voting on any question is conducted, a record of the vote shall be maintained. Co-opted Members may not vote in any meetings or proceedings of the Board.
- 6.16 The Board is not a formal decision-making body and has no executive powers. Courses of action will be agreed by consensus among the full members. Partners will need to take issues agreed by the Board through their own local policy and decision-making for ratification as required.
- 6.17 There may, occasionally, be circumstances where courses of action which would normally be made by the Board need to be taken between scheduled meetings, and it is not practicable to call a meeting of the Board. In these circumstances, the Chair and the Vice Chair supported by the West Glamorgan Regional Transformation Programme Director as appropriate, may deal with the matter on behalf of the Board - after first consulting all Members.
- 6.18 The West Glamorgan Regional Transformation Programme Director must ensure that any such action is formally recorded and reported to the next meeting of the Board for consideration and ratification.
- 6.19 The West Glamorgan Regional Transformation Programme Director should review all requests for chair's action in the first instance and support the chair and members in the making of a decision. This should be on the standard report template to draw out the key points to consider with any supporting information appended.

## **7. POOLED FUNDS**

- 7.1. Partnership Bodies as defined in 2.1 will retain statutory responsibility for their functions carried out under any pooled fund that this established.
- 7.2. For each Pooled Fund there should be a partnership agreement that is carefully drawn up between the partners to cover the governance arrangements, which address accountability, decision making and how the budget is to work. Comprehensive monitoring arrangements must be put in place that assures partners that their shared aims are being fulfilled.
- 7.3. The pooled budget can be hosted and managed by a statutory partner, or it can be hosted by a statutory partner and managed on their behalf by another organisation contracted to do so. The host will provide the financial administrative systems on behalf of the partners, but will not incur any additional liabilities, except those that relate to the management of the budget.

## **8. INTEGRATED CARE FUNDS AND GRANTS**

- 8.1. The statutory Regional Partnership Board (RPB) is responsible for agreeing and managing the overall strategic direction and ensuring effective governance of the use of the Integrated Care Fund and other grants and funding
- 8.2. The Transformation Boards are decision making Boards and oversee the transformation, development and delivery of identified regional services, programmes and projects.
- 8.3. A business case process, which demonstrates how it will contribute towards regional strategic objectives is utilised for making investment decisions.
- 8.4. The process for the allocation of funding for the Third Sector grant scheme, in line with the regional strategic objectives is set out in Annex C.
- 8.5. West Glamorgan Transformation Office administer all the funding, on behalf of the partners, in accordance with the various Welsh Government's guidance and grant offer letters.

## 1. Annex A – West Glamorgan Regional Partnership Board Terms of Reference

### West Glamorgan Regional Partnership Board Terms of Reference

Prepared with reference to the Welsh Government Statutory Guidance Social Services and Well-being (Wales) Act 2014 Part 9 Statutory Guidance (Partnership Arrangements)

Agreed by West Glamorgan Regional Partnership Board on:

..... October 2021

#### Status

1. The following organisations are Partnership Bodies for the purposes of the Partnership Arrangements (Wales) Regulations 2015<sup>4</sup>
  - (a) Swansea Bay University Health Board,
  - (b) Council of the City and County of Swansea and
  - (c) Neath Port Talbot County Borough Council
2. The Partnership Bodies are required to establish a Partnership Board pursuant to the Regulations to be known as the West Glamorgan Regional Partnership Board<sup>5</sup>
3. West Glamorgan Regional Partnership Board (The Board) does not have separate legal personality and references to the Board are references to members of the Board acting jointly.

#### Objectives of the Board

4. The statutory objectives of the Board are summarised in paragraphs 5, 6 and 7 below.<sup>6</sup>
5. To ensure that the Partnership Bodies work effectively together to:
  - a) respond to the population assessment carried out under Section 14 of the Social Services and Well-being (Wales) Act 2014 (the Act)<sup>7</sup> and
  - b) implement the plans for each local authority area covered by the Board which the Partnership Bodies are each required to prepare and publish under Section 14A of the Act.
6. To ensure that the Partnership Bodies provide sufficient resources for the Partnership Arrangements in accordance with their powers under Section 167 of the Act.
7. To promote the establishment of pooled funds where appropriate.
8. Aside from the establishment of pooled funds for care home accommodation functions and family support functions, decisions on the establishment and maintenance of pooled funds shall be made by the Partnership Bodies in consequence of an assessment carried out under Section 14 of the Act or any plan prepared under Section 14A of the Act.
9. In exercising its functions the Board must have regard to:

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<sup>4</sup> Regulation 1 (4) Partnership Arrangements (Wales) Regulations 2015

<sup>5</sup> Regulation 5 (2)

<sup>6</sup> Regulation 10

<sup>7</sup> Regulation 10 (a) (i)

- (a) Any guidance issued by the Welsh Government and to any outcomes specified in a statement issued under Section 8 of the Act.<sup>8</sup>
- (b) The need to obtain timely and sufficient funding from the Welsh Government
- (c) Other statutory duties of the Partnership Bodies.

## Main Functions

10. The Board has the following functions:

- (a) To provide a senior forum to
  - (i) oversee the discharge of duties under Part 9 of the Act,
  - (ii) agree regional priorities,
  - (iii) identify and respond to opportunities for collaboration and integration in the delivery of health, social care and well-being in West Glamorgan programme area,
  - (iv) oversee delivery of the Regional Programme<sup>9</sup>
  - (v) unblock obstacles to successful collaborative working
- (b) To ensure that information is shared and used effectively to improve the delivery of services, care and support, using technology and common systems to underpin this
- (c) To sign off an annual Partnership Plan and produce an Annual Report on delivery against the Partnership Plan<sup>10</sup>
- (d) To agree a recommended budget for consideration by the Partnership Bodies to support delivery of the Partnership Plan and agree to any reallocation of resources within the course of the year to support revised priorities
- (e) To ensure the Partnership Plan reflects specific duties within the Act and facilitates service transformation across the region through effective collaborative working, sharing of practice and comparative analysis
- (f) To meet accountability arrangements to the Welsh Government regarding delivery of the Partnership Plan and deployment of grant funding
- (g) To mandate regional programme and project boards to oversee activities to support delivery of the Partnership Plan, deploy resources appropriately, monitor delivery and provide reports when required to the Regional Partnership Board.
- (h) To assess each year whether the regional governance arrangements are effective in promoting collaboration and facilitating delivery of the Partnership Plan
- (i) To assist the Partnership Bodies in preparing a Population Assessment each electoral cycle, as required under section 14 of the Act and implement plans at local authority and regional level as required under section 14A of the Act
- (j) To make recommendations to the Partnership Bodies for establishment of pooled funding arrangements for functions exercised jointly in response to the Population Assessment, family support functions and for care home accommodation for adults
- (k) To approve and oversee the implementation of the plans under the **Regional Funding**
- (l) To make appropriate arrangements for service user and carer engagement in the development and delivery of the regional programme and Partnership Plan

<sup>8</sup> Section 169 (2) Social Services and Well-being –(Wales) Act 2014

<sup>9</sup> the portfolio of programmes as approved by the Regional Partnership Board from time to time.

<sup>10</sup> Section 14A Social Services and Well-being (Wales) Act 2014

- (m) The Board is not a formal decision-making body and has no executive powers. Courses of action will be agreed by consensus among the full members. Partners will need to take issues agreed by the Board through their own local policy and decision-making for ratification as required.

## Board Membership

11. The membership of the Board is set out below<sup>11</sup>:
- (a) Three elected Members of each local authority
  - (b) One Member of the Local Health Board
  - (c) The Director of Social Services appointed under Section 144 of the Act of each local authority (or his or her nominated representative)
  - (d) Three representatives of the Local Health Board
  - (e) Three persons who represent the interests of third sector organisations
  - (f) One person who represents the interests of care providers in the area covered by the Board
  - (g) Two persons to represent people with needs for care and support in the area covered by the Board
  - (h) Two persons to represent carers in the area covered by the Board
  - (i) One person to represent trade unions
  - (j) One person to represent registered social landlords
  - (k) One senior local authority officer who has responsibility for capital investment in housing
  - (l) One senior local authority officer who has responsibility for education.
12. The persons referred to in 2.3 (e) (f) and (j) above shall be selected by the regional Third Sector Health and Social Care Network. The persons referred to in 2.3 (g) above shall be selected by the People Forum. The persons referred to in 2.3 (h) above shall be selected by the Carers Partnership Board. The persons referred to in 2.3 (i) above shall be selected through the appropriate trade unions that work within the partner organisations. All of these members will be endorsed by the Board.
13. The members of the Board may substitute at any time another person for any of the persons appointed under paragraph 11. The Partnership Bodies shall approve any substitution of members appointed under paragraph 11 (e) to (j).
14. The persons appointed under paragraph (a) above shall cease to be members of the Board if they cease to hold the office of elected Member.
15. The term of office of Local Authority elected members shall run until the next general election of local authority members or until their resignation or replacement by their Local Authority or the dissolution of those local authorities by effect of statute
16. The term of office for Stakeholder Members will be for a maximum of four years
17. If any person appointed to the Board tenders written resignation, becomes incapable of acting or fails to attend Board meetings for a period of six months that person shall cease to become a member of the Board.
18. Any occasional vacancy amongst the persons named in paragraphs (e) (f) and (j) above shall be filled by decision of the regional Third Sector Health and Social Care Network. An

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<sup>11</sup> Regulation 11

occasional vacancy amongst the persons named in (g) above shall be filled by decision of the People Forum and the person named in (h) above shall be filled by decision of the Carers Partnership Board, endorsed by the Board.

19. The Board may co-opt such other persons to be members of the Board as it thinks appropriate.<sup>12</sup> Any such co-optees would not be eligible to vote.
20. The Chair and Vice Chair will be appointed from one of the Partnership Bodies as defined in 2.1, through nominations from the Board and agreed by a majority vote of Partnership Bodies. It is agreed that the Chair and Vice Chair will not be drawn from the same statutory group.
21. The maximum tenure of appointment for the Chair and Vice Chair will be for four years, and these appointments will be reviewed on an annual basis and elections undertaken to confirm the Chair and Vice Chair or to seek new postholders if required.
22. Board decisions are made by simple majority but are only effective if supported by a representative of each of the Partnership Bodies appointed under paragraphs 11.
23. (a) In the event of a disagreement between members of the Board it is the responsibility of the Chair to convene a meeting to resolve the disagreement.  
(b) In the event that a consensus cannot be reached at that meeting the Chair shall appoint an independent mediator who must not be in the employment of any of the Partnership Bodies.  
(c) All Board members must cooperate with the mediator.  
(d) The costs of mediation shall be borne in equal shares by the Partnership Bodies.

## **Quorum**

24. A meeting of the Board shall be quorate if it is attended by at least one member of each of the Partnership Bodies.

## **Meetings of the Board**

25. The Board shall meet at least four times in any financial year.
26. Additional meetings may be held at the discretion of the Board
27. The first meeting of the Board in any financial year shall adopt a work programme for the Board during the course of that financial year and shall undertake a review of the functioning of the Board in the previous financial year.

## **Sub-Groups of the Board**

28. The Board may establish sub-groups to support it in undertaking its functions.
29. Any sub-group of the Board must include at least one representative of a Partnership Body who will chair the sub-group. The sub groups shall also include a representative for people with needs for care and support and a carers representative, subject to the chair's approval

## **Administrative Support**

30. Administrative support for the Board is provided by West Glamorgan Transformation Office.

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<sup>12</sup> Regulation 11 (2)



## **Scrutiny**

31. The Board shall submit to scrutiny by overview and scrutiny committees of the local authorities which are Partnership Bodies or a joint Overview and Scrutiny Committee established by those local authorities.
32. The Overview and Scrutiny Committees can require any member of the Board to give evidence but only in respect of the exercise of functions conferred on the Board.

## **Review**

33. In order to keep up to date with changes in legislation and any other decisions of the Board that may affect the operation of the Partnership Arrangements, the Board shall review these Terms of Reference at least once a year.

## **Emergency arrangements**

34. In the event of an emergency situation arising which either impacts upon the ability of the Regional Partnership Board to meet and undertake its functions in an effective manner or which otherwise requires a modification to these Terms of Reference then the Partnership Bodies shall by agreement and utilising the powers and authority vested in each of the Partnership Bodies in accordance with their respective constitutions, make such amendments to the Terms of Reference and to any operational and governance arrangements established as part of these partnership arrangements as are necessary to enable to the RPB to respond to the emergency situation.

## West Glamorgan Regional Partnership Board Membership

### PARTNERSHIP BODIES MEMBERSHIP

Name:	Partnership Body / Partner Organisation:	Role:
<b>Emma Woollett</b>	Swansea Bay University Health Board	Chair of RPB/ Chair SBU Health Board
<b>Vacant</b>	TBC	Vice Chair of RPB
<b>Cllr Mark Childs</b>	Swansea Council	Cabinet Member for Adult Social Care & Community Health Services
<b>Cllr Edward Latham</b>	Neath Port Talbot Council	Leader
<b>Cllr Peter Richards</b>	Neath Port Talbot Council	Member/Portfolio Holder – Adult Social Services & Health
<b>Cllr Alan Lockyer</b>	Neath Port Talbot Council	Member/Portfolio Holder – Children’s Social Services
<b>Cllr Rob Stewart</b>	Swansea Council	Leader
<b>Cllr Elliott King</b>	Swansea Council	Member/Portfolio Holder – Children Services
<b>Mark Hackett</b>	Swansea Bay University Health Board	Chief Executive
<b>Stephen Spill</b>	Swansea Bay University Health Board	Vice Chair
<b>Andrew Jarrett</b>	Neath Port Talbot Council	Director for Social Services, Health & Housing
<b>Dave Howes</b>	Swansea Council	Director for Social Services
<b>Siân Harrop-Griffiths</b>	Swansea Bay University Health Board	Director of Strategy

### STAKEHOLDER MEMBERS

<b>Andrew Thomas</b>	Neath Port Talbot Council	Statutory Partner Education Director of Education, Leisure & Lifelong Learning
<b>Mark Wade</b>	Swansea Council	Statutory Partner Head of Housing and Public Health
<b>Gaynor Richards</b>	NPT CVS	Third Sector Representative (CVC)
<b>Kelly Ahern</b>	Barnardos - Assistant Director for Children’s Services	Third Sector Representative (National)
<b>Gareth Thomas</b>	Swansea Counselling & Wellbeing Services	Third Sector Representative (Local)

<b>Kelvin Jones</b>	Service User/ Citizen Representative	Service User/ Citizen Representative
<b>Adele Rose-Morgan</b>	Service User/ Citizen Representative	Service User/ Citizen Representative
<b>Vacant</b>	Carer	Carers Representative
<b>Anne Newman</b>	Carer	Carers Representative
<b>Linda Whittaker</b>	Tai Tarian	Registered Social Landlord
<b>Malcolm Perret</b>	Care Forum Wales	Care providers Representative
<b>Vacant</b>		Trade Union Representative
<b>CO-OPTED MEMBERS</b>		
<b>Karen Jones</b>	Neath Port Talbot Council	Chief Executive
<b>Phil Roberts</b>	Swansea Council	Chief Executive
<b>Kelly Gillings</b>	West Glamorgan	Regional Transformation Director
<b>Nicola Trotman</b>	West Glamorgan	Regional Transformation Deputy Director
<b>IN ATTENDANCE</b>		
<b>Debbie Smith</b>	Swansea Council	Lawyer - Swansea
<b>Caritas Adere</b>	Swansea Council	Legal Executive
<b>Pam Wenger</b>	Swansea Bay University Health Board	Director of Corporate Governance

<p><b>Vision Statement</b></p>	<p>To oversee the development and delivery of the West Glamorgan Programme and a governance route for monitoring strategic key deliverables and issues.</p>
<p><b>Purpose</b></p>	<p>The primary purpose of the West Glamorgan Transformation Boards ('Boards') are to oversee the transformation, development and delivery of the transformation programme and associated services.</p> <p>The primary purpose of the Boards will be to:</p> <ul style="list-style-type: none"> <li>• Monitor progress of the programmes</li> <li>• Resolve escalating issues</li> <li>• Ensure that the programmes deliver the anticipated outcomes to the intended service user groups</li> </ul>
<p><b>Responsibilities</b></p>	<p>The Transformation Boards are responsible for:</p> <ul style="list-style-type: none"> <li>• Receiving update reports (written or verbal) from each of the programmes.</li> <li>• Resolving issues and risks brought to the attention of the Board</li> <li>• Making decisions that resolve issues and risks and progress the work streams as appropriate</li> <li>• Ensuring that each of the projects delivers the anticipated actions and outcomes</li> <li>• Reviewing governance arrangements, linking in the local, regional and national arrangements and ensuring that decision making is effective and duplication avoided</li> <li>• Ensuring that the work of the programmes is appropriately communicated with stakeholders across the region</li> <li>• Ensuring co-production principles are embedded across all programmes of work</li> <li>• Ensuring Social Value is considered and acknowledged</li> <li>• Ensuring that the programme support the Area Plan and key priority areas noted below: <ul style="list-style-type: none"> <li>• <b>Stabilisation and Reconstruction:</b> Work with (and invest in) communities, third sector and volunteers in maintaining and strengthening an asset and strengths based approach to safely supporting vulnerable individuals within their communities without unnecessary recourse to critical/essential health &amp; social care services, building upon the Our Neighbourhood Approach model - making sure there is a particular focus on support for carers.</li> <li>• <b>Remodelling Acute Health and Community Services:</b> Continue remodelling (&amp; shifting the balance of funding between) acute health and community health/ social care services, to maximise outcomes for individuals and their carers.</li> <li>• <b>Transforming Complex Care</b></li> </ul> </li> </ul>

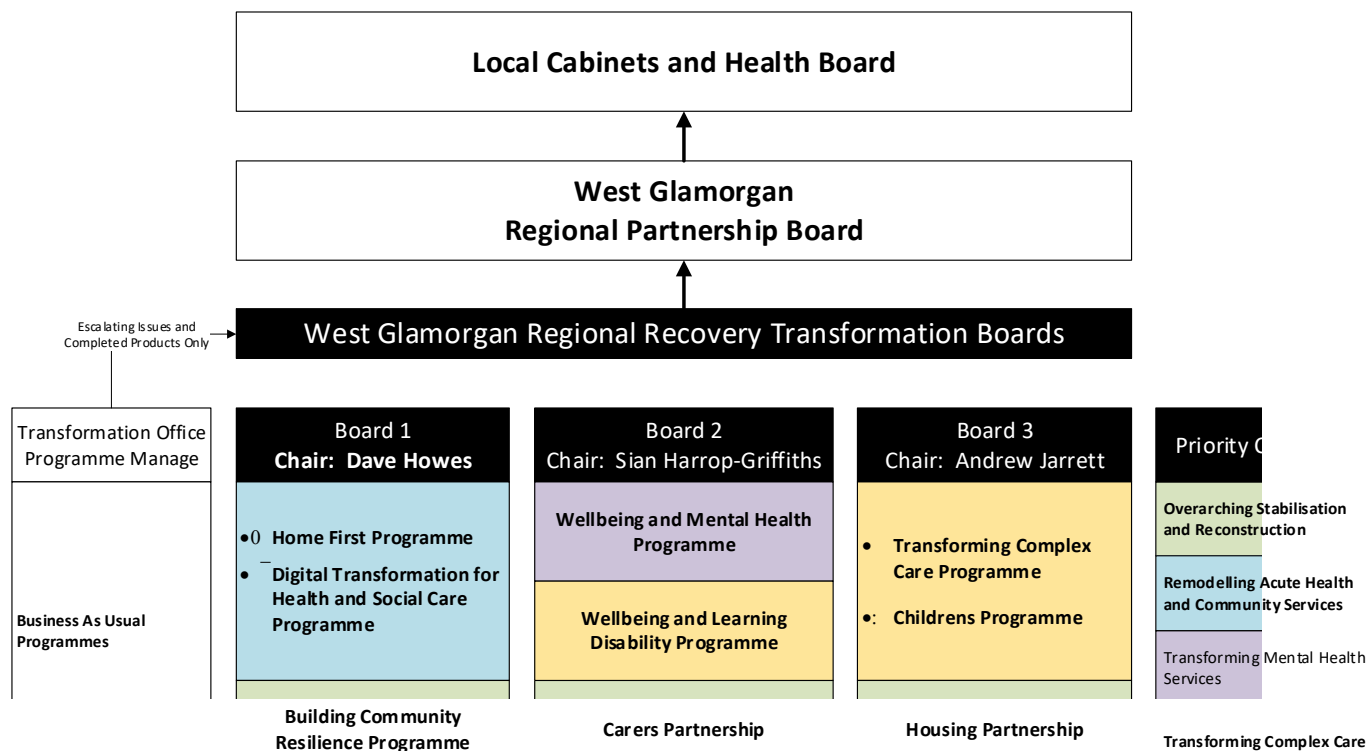
	<p>Establish fit for purpose joint funding arrangements to support the provision or commissioning of integrated/ collaborative health/ social care services to support children and adults with complex needs. This is intended to:</p> <ul style="list-style-type: none"> <li>• Safely support regional looked after children (LAC) reduction anywhere on the continuum of need</li> <li>• Safely support adults with complex needs to remain or return to living as independently as possible within their families or local communities within the region rather than within more institutional health or care settings.</li> <li>• Ensure seamless transition between services across all services including young people into adulthood</li> <li>• <b>Transforming Mental Health Services</b> <ul style="list-style-type: none"> <li>• Develop a continuum of support for the population who require Mental Health and Well Being Services</li> <li>• Safely support children and young people with emotional mental health and wellbeing needs to receive the support they need to live as fulfilled a life as possible with the minimum levels of intervention and receiving integrated care in a timely manner when they do</li> </ul> </li> </ul>	
<b>Membership</b>	Rotating Chair Transformation Board	Dave Howes (ALL)
	Rotating Chair Transformation Board	Sian Harrop Griffiths (ALL)
	Rotating Chair Transformation Board	Andrew Jarrett (ALL)
	West Glamorgan Programme Director	Kelly Gillings (ALL)
	West Glamorgan Deputy Programme Director	Nicola Trotman (ALL)
	Service Group Director for Primary, Community Care and Therapies Service Group	Brian Owens (Board 1)
	Service Group Director for Mental Health and Learning Disabilities	Dai Roberts (Board 2)
	Service Group Nurse Director, Primary, Community Care and Therapies Service Group Representing Adults for the Health Board	Tanya Spriggs (Board 1)
	Head of Adult Services Neath Port Talbot	Angela Thomas (ALL)
	Head of Adult Services Swansea Council Integrated	Helen St John (Board 1)
	Head of Adult Services Swansea Council	Amy Hawkins (Board 2 & 3)
	Head of Children Services Swansea	Julie Davies (Board 2 & 3)
	Head of Children Services Neath Port Talbot	Keri Warren (Board 2 & 3)
	Swansea Community Voluntary Service	Amanda Carr (ALL)

	Neath Port Talbot Community Voluntary Service	Gaynor Richards (ALL)
	Service User Representatives	Kelvin Jones (Board 1) Victoria Morgan-Beattie (Board 2 & 3) Richard Ebley (Board 2) Mark Davies (Board 3) Gerald Cole (Board 2)
	Carer Representatives	Mark Davies (Board 2) Julia Nawell (Board 2)
	Service Group Manager Children's Services Representing Children's for the Health Board	TBC
	<b>Leads for Each Workstream as required</b>	
	Assistant Director of Strategy & Partnerships, SBUHB; <i>Lead for Wellbeing and Mental Health</i>	Jo Abbott-Davies (Board 2)
	SBUHB <i>Lead for Cluster Whole Systems Approach (CWSA_</i>	Andy Griffiths (Board 1)
	Divisional Manager - Learning Disabilities, SBUHB <i>Lead for the Learning Disability Programme</i> Assistant Director of Nursing <i>Lead for Transforming Complex Care</i>	Gareth Bartley (Board 2)  Paul Stuart Davies (Board 3)
	Chief Transformation Officer <i>Lead for Digital Transformation of Health and Social Care</i>	Gareth Westlake (Interim)
	Head of Housing and Public Health <i>Lead for Housing</i>	Mark Wade (Board 3)
	Not all members will attend every meeting, attendance will vary depending on the agenda cycle Members are expected to prioritise attendance at the meeting and only in exceptional circumstances should this meeting be delegated.	
<b>Quorum</b>	The Boards quorum will be as a minimum one of the 3 rotating Chairs, one Local Authority representative, one Health representative, a third sector representative, a service user and carer representative. If the Chair is not available, then a nominated Director will chair the meeting. Any member unable to attend is required to nominate an appropriate representative with decision making authority.	
<b>Meeting Arrangements</b>	The Transformation Boards will meet during week 1, 2 and 3 of each calendar month using a bi-monthly agenda cycle The 2-hour weekly meetings will be held on Tuesdays between 11am and 1pm	

	<p>Agendas will be planned so that workstreams have an opportunity to report bi-monthly as a minimum, but the meeting will be sharp and focused to address key issues and decisions.</p> <p>All workstreams may raise exceptions at any of the boards under the substantive heading of Urgent Items, but this will be closely monitored by the Transformation Office. Urgent Items should be sent in advance to the Director and Deputy Director of West Glamorgan.</p> <p>The West Glamorgan Transformation Office will manage and support the other areas of work, which will be reported as required. It is noted that these elements of the programme should be embedded throughout the work programme, and it is the responsibility of the West Glamorgan Transformation Office to ensure that this occurs.</p> <p>These boards are designed to ensure pace, provide assurance on progress being made, and to escalate areas of delay so that the relevant board can support and “unblock” issues.</p> <p>The expectation of full report papers will be relaxed and a more presentation orientated approach will shape the meetings.</p> <p>There will be an expectation that full papers will be developed for decision making around finance and changes to scope of projects.</p> <p>All reports made to the Transformation Board should be presented by the relevant Workstream Lead.</p>
<b>Chair of the Meetings</b>	Rotating Chairs: Dave Howes, Sian Harrop-Griffiths and Andrew Jarrett.
<b>Reporting</b>	The Transformation Board will report to the Regional Partnership Board
<b>Secretariat</b>	Megan Crombie, West Glamorgan Transformation Team
<b>Review</b>	These Terms of Reference are subject to review in six months’ time.

## 2. Annex B – West Glamorgan Governance Structure

# West Glamorgan Governance Structure June 20





### 3. Annex C – Scheme of Delegation

Decision making remains with each organisation unless authority is delegated to the Regional Partnership Board. All decision-making across the Regional Partnership Board will therefore be taken under the Scheme of Delegation set out in the tables below.

In the context of the decision-making process, the following applies:

**Endorse** – to support decisions that have been made across the Regional Partnership Board

**Approve** – to approve decisions/documentation (in line with Statutory Duties and Functions of all Organisations across the Regional Partnership Board)

#### Schedule of Matters Delegated to the Regional Partnership Board and its members.

MATTER DELEGATED	DELEGATED TO
To approve the annual Partnership Plan	The Board
To agree a recommended budget for consideration by the Partnership Bodies to support delivery of the Partnership Plan	The Board
To approve and oversee the implementation of the plans under the Regional Funding	The Board
To endorse funding proposals following approval by the Transformation Boards	The Board
To approve the minutes of the Regional Partnership Board	The Board
To approve the terms of reference of the Transformation Boards	The Board

#### Matters Delegated to the Transformation Boards

MATTER DELEGATED	DELEGATED TO
To oversee the transformation, development and delivery of the transformation programme and associated services.	Transformation Board
To resolve, or oversee the resolution, of risks and issues escalated by the Programmes accountable to the Transformation Boards	Transformation Board
To report progress and provide assurance to the Regional Partnership Board that programme delivery is on track	Transformation Board
To approve the minutes of the Transformation Board	Transformation Board
To review the terms of reference and agree the membership of the Transformation Boards	Transformation Board

## Approval of Grants/Funding

Where a Partnership Body hosts the funding, spending approval will be taken collaboratively as outlined in this framework. The West Glamorgan Transformation Office will administer the grant, on behalf of the partners, in accordance with the Welsh Government's (WG) Integrated Fund guidance and other available regional funds

Organisations that have funding allocated must follow their own procurement policies and procedures.

The Programme Office will review annual the Integrated Care Written Agreement which will form part of this governance framework.

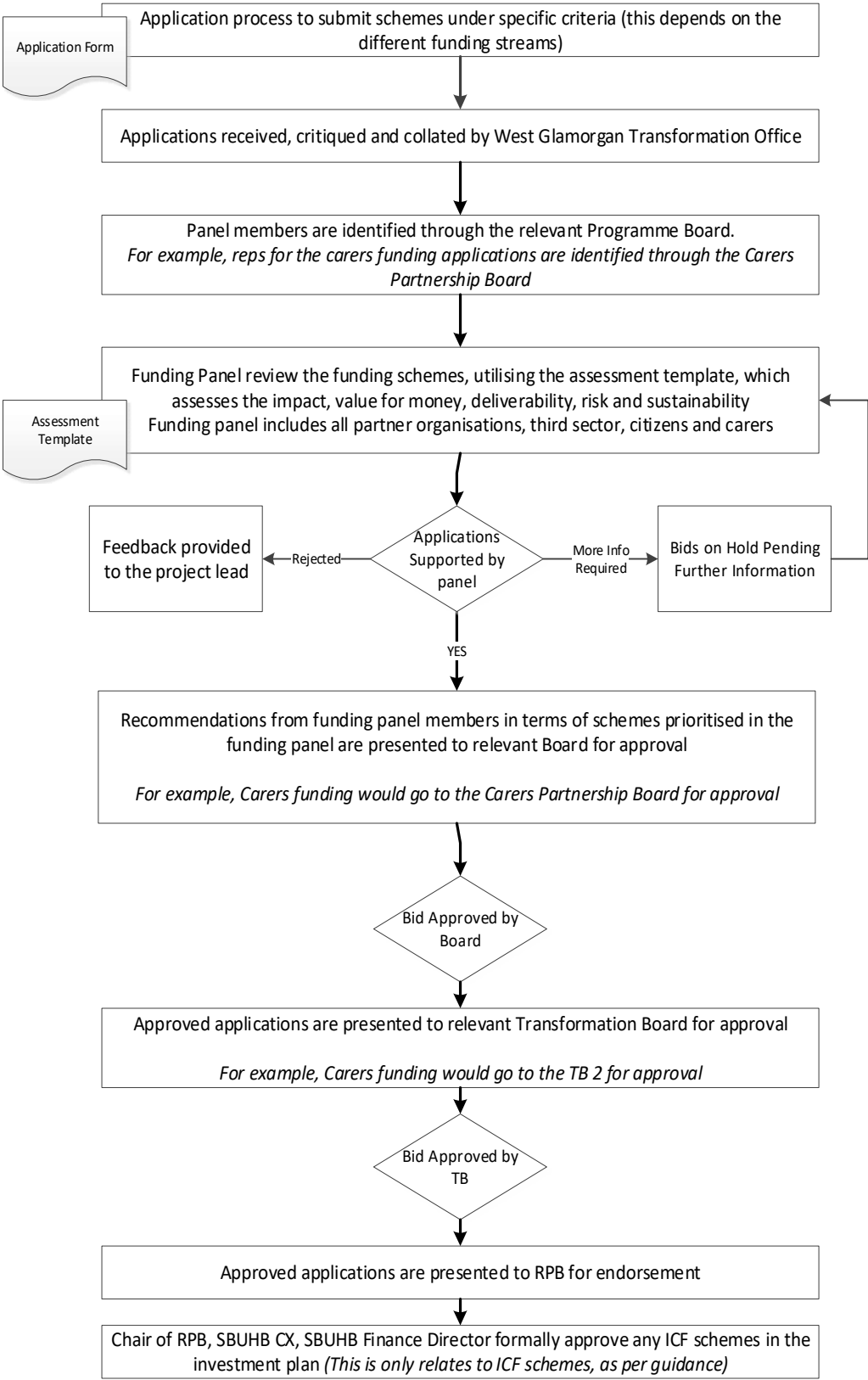
The Programme Boards, are responsible for reviewing and prioritising the funding schemes. Recommendations for the funding proposals are escalated to the relevant Transformation Board for approval.

The following table provides the level of authority to approve the allocation of funding received through grants and/or Integrated Care Funds

	<b>Approval Body</b>	<b>Maximum Financial Limit(exclusive of VAT) £000</b>
1	Regional Partnership Board	Schemes Over £1,000,000
2	Transformation Boards	Schemes up to £1,000,000
3	Programmes (The Programmes that support the Transformation Boards)	Schemes up to £75,000
4	West Glamorgan Director of Transformation / Deputy Director	Schemes up to £25,000

**Note:** A Third Sector grant scheme can have a number of 3rd sector proposals in it

# West Glamorgan Overview of Allocation of Revenue Funding Process for Third Sector Grant Scheme



## 4. ANNEX D – Board Etiquette

### Purpose

The ways in which Board members behave towards each other, and conduct Board and sub group business, are core to the way in which staff and stakeholders view Board effectiveness. This Protocol sets out the behaviours and conduct expected of all Board members and attendees, as the Board and sub groups enact their stewardship role and take the lead in promoting the Nolan Principles.

### General Principles

- adhere to the [Nolan Principles of Public Life](#), and relevant Codes of Conduct of their respective authorities
- declare any potential conflicts of interest at the beginning of a meeting (or when these arise if it becomes evident part way through) and if the interest could be prejudicial to any issues that the meeting will consider not take part in the meeting
- be respectful of, and courteous to others, recognising that all contributions have value and not use bullying behaviour or harass any person
- ensure that you have due regard to the principle that there should be equality of opportunity for all people, regardless of their gender, race, disability, sexual orientation, age or religion
- listen actively and challenge constructively
- manage conflict objectively, explore differences fully and look for resolutions. Respect any ultimate divergence of view
- commit and demonstrate throughout to openness, transparency and candour
- not to do anything that will or may bring the Board into disrepute
- not misuse any resources that maybe provided
- keep any information marked as confidential private and not disclose to anyone outside of the Board unless consent has been obtained

### Pre Board/Committee meetings

Chair/The West Glamorgan Regional Transformation Programme Director (with support from Local Authority/Health Board Governance Leads)

- agree annual work plans for final Board approval, and meeting agendas, decision tracking arrangements and sources of assurance. Evaluate effectiveness regularly
- build in continuous review of meetings, looking back, and then forward, to plan and adjust future meetings accordingly, as a means of regular evaluation

Lead Officer (from the Partnership Body)

- ensure that the papers are prepared in a timely way and in accordance with agreed standards/template. Note that Chairs are entitled to reject papers received too late for proper preparation and scrutiny

All Members

- read all papers prior to the meeting and request any clarification/ additional information in good time, to ensure that debate on the day is as informed as possible

## **At Board/Transformation Board and other meetings**


All Members / those attending the Board

- act in accordance with the general principles set out above
- turn mobile phones to silent, focus on the agenda and discussions in hand, and refrain from undertaking other work
- turn on video cameras
- avoid repeating points made by others
- avoid raising issues that are not the business of the Board
- adopt a solution-focussed approach to decision making
- be alert throughout to the issues of diversity and inclusion
- flag up in advance with the Chair if you will need to leave the Board meeting at any point
- do not use the side bar to make comments in place of speaking, unless agreed in advance with the Chair.

## **Post-Board meetings**

All Members / those attending the Board

- engage in the agreed evaluation mechanisms, to ensure continuous learning and improvement
- ensure follow through on the actions agreed

<b>Before the Meeting</b>	
<p><b>Download the Teams App</b></p> 	<p>Do not join the livestream meeting via the web (internet Explorer). This may mean that you join the meeting as a member of the public and are not able to participate in the meeting. You will need to have the Teams app downloaded onto your laptop (not a tablet / iPad).</p> <p><a href="https://www.microsoft.com/en-gb/microsoft-365/microsoft-teams/download-app">https://www.microsoft.com/en-gb/microsoft-365/microsoft-teams/download-app</a></p>
<p><b>Check the diary appointment</b></p>	<p>Check your diary to ensure that the diary invite is there and the link works.</p> <p><b><u>Do not forward the outlook appointment or the link</u></b> – this includes forwarding to a personal email address to access the meeting from another computer / account.</p> <p>If you require additional attendees to be added to the meeting contact the Programme Office who can add them to the appointment.</p>
<p><b>Make sure you are using the right device</b></p>	<p>Please ensure that your devices are fully charged, or you are positioned close to a power supply.</p>
<p><b>Camera framing and surroundings</b></p>	<p><b>Switch on your camera</b></p> <p><b>Backdrop</b> - Make sure the background behind you is appropriate, and there are no whiteboards for example with any confidential information, as well as personal items such as photos that could be viewed by other participants. Use the ‘blur’ background feature if you do not want your background visible to the public.</p> <p><b>Background Noise</b> - Remember to mute your microphone when not speaking, and to turn off/mute any mobile devices, beepers, etc.</p>
<p><b>Decide on your base for the meeting</b></p>	<p>If you are planning on dialling into the meeting with a colleague(s) in the same room, please ensure that you use your own separate laptop and headphones. You should not share the same laptop.</p>
<p><b>Join the meeting early</b></p>	<p>Please join the meeting a few minutes before the official start time of the meeting to ensure that your connection is working. Ensure your camera and microphone are working, and that they are correctly positioned.</p>
<b>During the Meeting</b>	
<p><b>Introductions</b></p>	<p>The Chair will welcome all participants to the meeting.</p>
<p><b>Chat Function</b></p>	<p>The Chat function should only be used only as a means to let the Chair of the meeting and the Programme Office or if you wish to raise a question. The Board is committed to openness and transparency.</p>

	<p>You should also use the Chat Function if you are having technical difficulties or have to leave the meeting for any reason.</p> <p>The Chat can only be seen by those who are invited to the meeting.</p>
<b>Presentations.</b>	Please let the Programme Office know prior to the day of the meeting if you have a presentation so that we can ensure that it is loaded in advance.
<b>Screen Display</b>	Please leave your camera on for the duration of the meeting.