

TERMS OF REFERENCE

1. Status

The Cheshire East Place Partnership Board is a non-statutory partnership that brings together representatives from across the Cheshire East Place with the necessary authority from their Partner organisations to represent the Partner organisation at the Cheshire East Place Partnership Board and, where applicable, make collective decisions on matters within the remit and scope of the Cheshire East Place Partnership Board. The Cheshire East Place Partnership Board incorporates ICB and Council-specific structures (eg. the Section 75 Committee) that also enable statutory decisions to be taken by the ICB/Council (as relevant) within the Cheshire East Place Partnership Board structure.

The Cheshire East Place Partnership Board is not a separate legal entity, and as such is unable to take decisions separately from its constituent members or bind any one of them; nor can one Partner organisation 'overrule' the other on any matter (save for where decisions may be taken by the ICB and Council as part of the Section 75 Committee, which may operate by way of individuals on the Committee having delegated authority to take decisions on behalf of their respective organisations in accordance with the Section 75 agreement or, in time, by way of a joint committee). The functions of the Cheshire Clinical Commissioning Group (CCG) were transferred by statute to the Integrated Care Board (Cheshire & Merseyside) ('ICB') with effect from 1st July 2022.

The Cheshire East Place Partnership Board will operate as a place for the discussion of issues with the aim of reaching decisions by consensus (where members have delegated authority from their respective Partner organisations to make such decisions) or making recommendations and proposals to Partner organisations. Decisions may be taken on behalf of a Partner organisation by that organisation's representative on the Cheshire East Place Partnership Board acting under delegated authority.

Where a decision needs to be taken by one or more statutory Partner organisation(s) on matters falling within the remit of the Section 75 agreement and Section 75 Committee, other Partners represented within the Cheshire East Place Partnership Board may participate in discussions about those matters and decisions may be taken by way of consensus amongst all Partners. However, in the event that the Cheshire East Place Partnership Board is unable to agree a consensus position on such a matter, this will not prevent the Section 75 Committee taking any applicable decisions it is required to take, subject to meeting quoracy requirements. If consensus cannot be reached by the Cheshire East Place Partnership Board, the members of the Section 75 Committee can continue to take a decision on a matter by exercising their individual delegated authority in accordance with the Section 75 agreement. The Section 75 Committee may, where appropriate or necessary, meet separately from the Cheshire East Place Partnership Board in order to exercise the commissioning functions of the ICB and/or the Council.

2. Structure of these terms of reference

These terms of reference are for Cheshire East “Place” Partnership Board, which incorporates the following:

- (1) Section 75 Committee (formed in accordance with arrangements between Cheshire CCG (“the CCG”) and Cheshire East Council (“the Council”) under Section 75 of the NHS Act 2006 to administer matters connected with the BCF and IBCF and any other matters delegated to it in accordance with the Section 75 agreement in place from time to time). The membership of the S75 Committee is between the ICB and Council); and
- (2) Consultative forum between partners in Cheshire East Place.

These terms of reference may be amended from time to time in accordance with the process set out below, and may be amended to incorporate an ICB committee and/or joint committee at Place should it be determined by the ICB and partners at Place that any such committees should form part of the Cheshire East Place Partnership Board.

In addition to any such committee, or alternatively, the ICB may delegate functions to an ICB employee or officer such that that individual may take decisions on behalf of the ICB at Place as part of the consultative forum element of the Cheshire East Place Partnership Board, in addition to any ICB functions that may be exercised through the Section 75 Committee. These terms of reference may be amended accordingly to reflect any such arrangements.

3. Introduction

The organisations referred to in these terms of reference are partners in the Cheshire East Place (“Partners”). Representatives of the Partners have come together as the Cheshire East Place Partnership Board to enable the delivery of integrated population health and care services in Cheshire East Place, as set out in more detail below. The Partners intend to enter into a Memorandum of Understanding setting out their commitment to delivery of the Place vision and objectives, operating in accordance with the agreed collaboration/partnership values and principles.

The Cheshire East Place Partnership Board will be responsible for achieving our shared vision; *‘to enable people to live well for longer; to live independently and to enjoy the place where they live’*

The Cheshire East Place Partnership Board recognises the need to take account of relevant NHS and Council directions, policy and guidance, both local and national, statutory duties and the wider health and wellbeing agenda and strategy across Cheshire East Place in delivering this objective. The Cheshire East Place Partnership Board should ensure the alignment of planning, commissioning, transformation and service delivery with the priorities of the Joint Health and Wellbeing Strategy and NHSE/ICB strategy (both local and national).

As far as possible, the Cheshire East Place Partnership Board will make decisions on matters within its remit by consensus (the agreement of all members of the Cheshire East Place Partnership Board). This will be enabled through delegations from Partner organisations to individuals as part of the consultative forum element of the Cheshire East Place Partnership Board or through specific committees or other structures established by Partner organisations meeting as part of, or in parallel with, the Cheshire East Place Partnership Board (for example, the Section 75 Committee). If consensus cannot be reached between the members of the

Cheshire East Place Partnership Board, individual members with delegated authority from their respective organisation(s) may take their own respective decisions on a matter on behalf of that organisation, but for the avoidance of doubt, no decision taken by any member of the Cheshire East Place Partnership Board under individual delegated authority will bind any other Partner organisation. Alternatively, or in addition to consensus decision-making, the Cheshire East Place Partnership Board may act simply as a consultative forum for the discussion of matters and may make no decisions; decisions being reserved for individual Partner organisations.

Where a decision needs to be taken by one or more statutory Partner organisation(s) on matters falling within the remit of the Section 75 agreement and Section 75 Committee, other Partners represented within the Cheshire East Place Partnership Board may participate in discussions about those matters and decisions may be taken by way of consensus amongst all Partners. However, if consensus cannot be reached, the members of the Section 75 Committee can continue to take a decision on a matter by exercising their individual delegated authority in accordance with the Section 75 agreement. The Section 75 Committee may, where appropriate or necessary, meet separately from the Cheshire East Place Partnership Board in order to exercise the commissioning functions of the ICB and/or the Council in relation to the S75 Agreement.

Where applicable, the Cheshire East Place Partnership Board may make recommendations on matters that it has been asked to consider on behalf of a constituent Partner(s). Where the Cheshire East Place Partnership Board has been asked to consider and make recommendations on matters on behalf of a Partner(s), the Partner organisation(s) remains responsible for the exercise of its functions and nothing that the Cheshire East Place Partnership Board does shall restrict or undermine that responsibility.

4. Purpose

The purpose and main objective of the Cheshire East Place Partnership Board is to *provide oversight and management for the delivery of an integrated health and social care system through effective stakeholder collaboration and deliver improved health and social care services and outcomes for the population of Cheshire East in line with the Joint Health and Wellbeing Strategy.*

The Cheshire East Place Partnership Board will work within existing statutory and contractual frameworks and the Section 75 arrangements/agreement between the ICB and the Council to transform the way in which health and care services are delivered and services are integrated.

The priorities and work plan for the Cheshire East Place Partnership Board will be developed by the Partners within the Cheshire East Place Partnership Board and aligned with the Joint Health and Wellbeing Strategy.

5. Principles & Behaviours

The Cheshire East Place Partnership Board values and principles of collaborative working are founded on the definition of integration from the perspective of the patient / service user which is based upon the National Voices Coalition definition:

“Integrated care is not about structures, organisations or pathways – it is about better outcomes and experiences for citizens / service users”.

The Cheshire East Place Partnership Board will adopt the following principles:

- **Put the voices of people and communities at the centre** of decision-making and governance, at every level
- **Start engagement early when developing plans** and feed back to people and communities how their engagement has influenced activities and decisions
- **Understand communities' needs, experience and aspirations for health and care**, using engagement to find out if change is having the desired effect
- **Build relationships with excluded groups**, especially those affected by inequalities.
- **Work with Healthwatch and the voluntary, community, faith and social enterprise (VCFSE) sector** as key partners.
- **Provide clear and accessible public information about vision, plans and progress**, to build understanding and trust.
- **Use community development approaches that empower people and communities**, making connections to social action.
- **Use co-production, insight and engagement** to achieve accountable health and care services.
- **Coproduce and redesign services and tackle Cheshire East priorities in partnership** with people and communities.
- **Learn from what works and build on the assets of all Cheshire East partners** – networks, relationships, activity in local communities

A set of behaviours have also been agreed as part of the development of the terms of reference, and these are set out below:-

- We will operate with integrity, transparency, and honesty adopting the practice of reciprocity where we reward positive action and work together for mutual benefit.
- All members are respected and valued. They understand their own contribution and support the contributions of other members to the shared purpose
- We will support each other and work collaboratively to take decisions at the most local level as close as possible to the communities that the decision affect
- We will be transparent with each other and residents around decisions and appointments;

6. Chair

The Cheshire East Place Partnership Board will be chaired by an independent Chair until end September 2022 and then a Chair will be nominated and agreed from within the membership. The membership may also choose to appoint a Vice Chair.

In the absence of the Chair and Vice Chair (if appointed) providing the meeting is still quorate, the Cheshire East Place Partnership Board membership present can agree a Chair for a particular meeting.

7. Membership

Members of the Cheshire East Place Partnership Board contribute to discussion, participate in decision-making (where they have the delegated authority from their respective Partner organisations to do so) and are accountable for decisions made.

Each of the Partner organisations of the Cheshire East Place Partnership Board will ensure that their designated member of the Cheshire East Place Partnership Board is appointed to attend and represent their organisation on the Cheshire East Place Partnership Board with such authority as is agreed to be necessary in order for the Cheshire East Place Partnership Board to function effectively in discharging its responsibilities as set out in these terms of reference which is, to the extent necessary, recognised in an organisation's respective scheme of delegation (or similar);

The membership of the Cheshire East Place Partnership Board is set out below. The table also sets out the status of each member on the two component parts of the Cheshire East Place Partnership Board.

Nominated representative (role/title)	Organisation	Sector represented	Member of consultative forum	Member of S75 committee
Director of Place	ICB	ICB	Yes	Yes
Director of Public Health	Council	Public Health	Yes	No
Director of Adults, Health & Integration	Council	Adults	Yes	Yes
Director of Childrens Services	Council	Childrens	Yes	No
Chief Executive	Council	Place	Yes	No
	Cheshire East Council	Councillor representatives (x3)	Yes	No
	Mid Cheshire NHS FT	NED – Acute & Community	Yes	No
	Mid Cheshire NHS FT	Exec – Acute & Community	Yes	No
Board Chair	East Cheshire NHS Trust	NED – Acute & Community	Yes	No
Chief Executive	East Cheshire NHS Trust	Exec – Acute & Community	Yes	No
	Cheshire & Wirrall Partnership NHS Foundation Trust	NED – Health & Care	Yes	No

	Cheshire & Wirral Partnership NHS Foundation Trust	Exec – Health & Care		
	Vernova	Primary Care		
	LMC	Primary Care		
	Alliance	Primary Care		
		Primary Care		
	Healthwatch	NED - Residents		
Chief Executive		Exec - Residents		
Director	Social Action Partnership	VCFSE - Exec		

Other individuals may be invited to attend, participate in or observe discussions at Cheshire East Place Partnership Board meetings, as agreed by the membership of the Cheshire East Place Partnership Board from time to time.

Membership of the Cheshire East Place Partnership Board shall cease when a member:

- notifies the Cheshire East Place Partnership Board of their wish to resign;
- ceases to hold qualifying office as per the table above;
- is withdrawn by a Partner (in such circumstance the Council or the ICB shall notify the Cheshire East Place Partnership Board of such withdrawal).

The relevant individual shall be replaced by the appropriate Partner organisation appointing a replacement.

8. Quorum

For a meeting of the Cheshire East Place Partnership Board to be quorate, the following requirements must be met:

Section 75 Committee – quoracy is each representative from the ICB and Council, or their nominated substitute.

Consultative forum – quoracy is one representatives from each of the ICB and Council plus one NHS Trust representative, one Primary Care representative, the Healthwatch representative and the Voluntary Sector representative.

For the avoidance of doubt, if the Section 75 Committee and consultative forum are meeting in common as one 'meeting', the quoracy for that Cheshire East Place Partnership Board meeting overall is the quoracy required for the consultative forum.

The quorum does not include those observing or providing administrative or other support.

If it is not possible for the Section 75 Committee to convene a quorate meeting, meetings of the Cheshire East Place Partnership Board may proceed provided that there is at least one individual representative present from each of the ICB and Council. It shall be the responsibility of those individuals to ensure the scope of their authority is clear and that any

matters requiring a decision of the Section 75 Committee are reserved and ratified by the Committee at a later date.

9. Remit and objectives

The Cheshire East Place Partnership Board's scope includes the services currently within the ICB funding allocation for Cheshire East, and schemes included within the BCF 75 agreement in relation to adult social care services commissioned or provided by the Council, as well as integrated Child Health Hub developments. It is anticipated that the scope will extend to cover ICB delegated activity, and potentially other elements of Adults Social Care, Childrens Services, and Public Health in the future.

The Cheshire East Place Partnership Board will seek to agree the destination of any commissioning resources allocated to it.

The Cheshire East Place Partnership Board will make recommendations to, or, where delegated, take decisions on behalf of, Partner organisations on commissioning, planning, transformation and service delivery, collective leadership and assurance including oversight of risk management:

- delivering the health and care components of key strategies, particularly the Joint Health & Wellbeing Strategy, NHS Five Year Forward View and Better Care Fund, and any other relevant commissioning strategies and intentions;
- supporting capacity, sustainability and quality of the health and social care provider market;
- adopting a Population Health Management (PHM) approach ensuring joint strategic needs assessments of the whole population are used to inform commissioning and transformation across health and social care;
- ensuring that robust user-based evaluation and quality measures are applied to the delivery of services;
- ensuring best value for money;
- overseeing systems and infrastructure workstreams on behalf of the partnership (e.g. enablers such as digital, estates, workforce) and monitoring progress.

Objectives of the Cheshire East Place Partnership Board

Commissioning

- To provide the strategic commissioning leadership to support whole system transformation of health and social care across Cheshire East, including assurance of the programmes of work sitting under the Cheshire East Place Partnership Board.
- To manage and co-ordinate commissioning under the Section 75 agreement for the Better Care Fund and any further agreements across health, wellbeing and social care commissioning entered into between the ICB and Council.

Planning

- To agree and implement effective governance arrangements for the partnership.
- To agree the organisational development strategy and action plan for the partnership, including system leadership capacity and capability of the partnership workforce, and to monitor delivery.
- To develop health and social care Place plans which will deliver NHSE/ICB priorities and the health and care components of the Joint Health and Wellbeing Strategy.
- To receive assurance as to the impact of proposed changes to services or systems, including on care standards and quality, policies, practices and staff resources, and the wider system before such changes are implemented.
- To ensure that planned changes are appropriately communicated widely across all participating organisations, agencies and stakeholder groups.
- To agree collaborative workforce planning to ensure Cheshire East Place has a sufficient, valued, well trained and supported workforce that is fit for the future.
- To approve proposals for Place outcome measures and mechanisms for reporting collectively on the performance of providers working in the partnership.

Collaboration and partnership

- To promote integrated and partnership working across all organisations at Place and system wide to deliver sustainable health and social care for the population.
- To encourage the use of flexibilities as set out in the NHS Act 2006, including joint investment and pooled budgets.
- To encourage and support the development of and investment in the Voluntary Community Social Enterprise (VCSE) sector.
- To embed co-production and engagement mechanisms at Place to ensure the voice of people (including those with lived experience) and communities shape service delivery and outcomes.

Service delivery and assurance

- To agree and evaluate integrated service models which lead to the optimum delivery of the objectives.
- To deliver sustainable system change, improving quality and safety in care, access, and experience for all patients and residents.
- To provide assurance that all commissioned services are safe, effective and provide the best possible experience for service users.

Financial obligations

- Establishing financial governance at Place that enables any funds provided to the point of delegation to be allocated as required between Place Partners.
- To agree a strategy for managing financial pressures and financial risk within Place.
- To operate within the financial statutory duties and control totals of each Partner organisation.

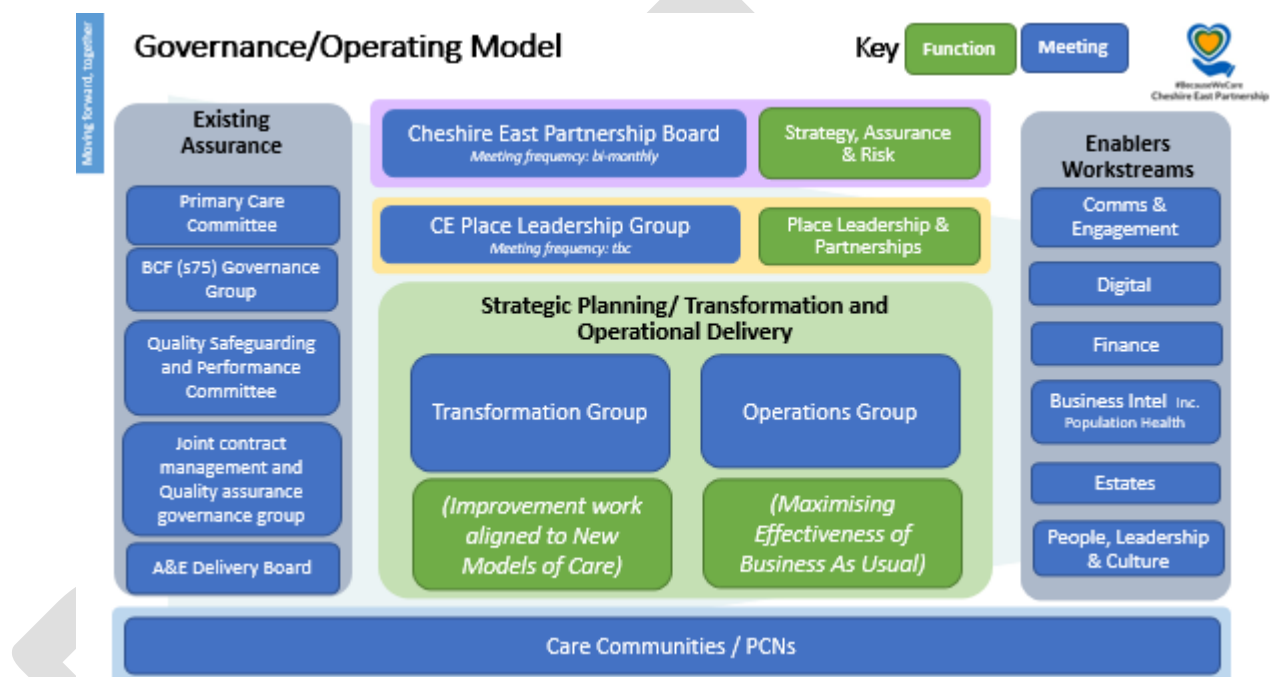
Section 75 Committee

The specific remit of the Section 75 Committee will be management and use of the Better Care Fund under the terms of the Section 75 agreement in place between the ICB and Council.

Reporting and Governance at Place

The Cheshire East Place Partnership Board will establish a Leadership Group to support its agreed functions; this can include co-opting members from other organisations/stakeholders and other external bodies in an advisory role, and it can also develop other groups as it feels are necessary.

The Cheshire East Place Partnership will have the below governance:



A report from the Leadership Group will be a standing item on every meeting agenda for the Cheshire East Place Partnership Board.

The Cheshire East Place Partnership Board may receive and consider recommendations and proposals from the Leadership Group in the course of fulfilling its functions, and it will seek financial, legal and other advice when necessary.

10. Reporting

The Cheshire East Place Partnership Board will report to the ICB and the Health and Wellbeing Board in relation to the exercise of its functions on a bi-monthly basis after each meeting of the Cheshire East Place Partnership Board. The members of the Cheshire East Place Partnership Board will report to each of their respective Partner organisations on the exercise of the functions of the Cheshire East Place Partnership Board.

The Cheshire East Place Partnership Board and the Health and Wellbeing Board will work closely together and will provide reports to each other. The reports the Cheshire East Place Partnership Board receives from the Health and Wellbeing Board will include the Board's recommendations to the Cheshire East Place Partnership Board on matters concerning the delivery of Place health and care priorities and objectives so as to ensure alignment with and the implementation of the health and care components of the Joint Health and Wellbeing Strategy. The Health and Wellbeing Board will continue to have statutory responsibility for the Joint Health and Wellbeing Strategy and Joint Strategic Needs Assessment for the Cheshire East Place.

The Cheshire East Place Partnership Board's exercise of its functions will be subject to scrutiny, as appropriate, by the Council's Scrutiny Committee. For the avoidance of doubt, individual partners may also be subject to statutory scrutiny in respect of their individual functions.

11. Meetings and administration

The Cheshire East Place Partnership Board shall carry out its functions in a manner that is consistent with the relevant governance and regulatory frameworks applicable to Partners, including the Council's and the NHS bodies' Constitutions.

The Cheshire East Place Partnership Board will meet at least 6 times a year (usually on a bi-monthly basis) and a schedule of dates for the following 12 months will be agreed between the membership and disseminated at the beginning of each financial year.

Meetings may be held in person, by telephone or video conference. Members/Participants may participate (and count towards quorum) in a face-to-face meeting, via telephone or video conference.

All members of the Cheshire East Place Partnership Board should endeavour to attend meetings of the Cheshire East Place Partnership Board. Where necessary, deputies may be sent to attend meetings in place of the Member/Participant. Deputies must have appropriate seniority and authority from their respective organisation to fully participate in discussions and make decisions under delegated authority where required to do so. Where a Member/Participant is unable to attend a meeting, apologies should be sent in advance of the meeting to the Chair, and notification should also be sent if a deputy is attending in their place.

Meetings shall be held in public and members of the public will have an opportunity to ask questions. The Cheshire East Place Partnership Board may resolve to go into private session in accordance with the NHS bodies and/or Council's Constitutions and/or Standing Orders.

The Chair may call extraordinary meetings of the Cheshire East Place Partnership Board at their discretion, subject to providing at least 5 working days' notice to Members.

The Cheshire East Place Partnership Board will be administered by a secretariat provided by the ICB.

Agenda items and supporting papers must be notified 5 working days in advance of each meeting to the Chair. All Members may suggest agenda items. Requests made less than 5 working days before a meeting may be included on the agenda at the discretion of the Chair. The final agenda shall be agreed by the Chair.

Agendas and supporting papers will be circulated at least 3 working days before each meeting of the Cheshire East Place Partnership Board.

The Cheshire East Place Partnership Board may consider items of any other business at the discretion of the Chair of the relevant meeting; however, papers should not normally be tabled.

Draft minutes of meetings will be sent to Members within 14 days of each meeting and any comments on accuracy should be provided before the next meeting. Approval of the minutes of the previous meeting of the Cheshire East Place Partnership Board will be a specific item on each meeting agenda. No discussion shall take place upon the minutes except upon their accuracy or where the Chair considers discussion appropriate. Minutes will be made available to each of the Partner organisations on request.

All Members are responsible for reporting on key issues from the meetings and communicating decisions within their respective organisations. A report from the Board will be provided to each Member for use within their organisations.

12. Review

The Cheshire East Place Partnership Board will review the terms of reference and effectiveness of the Cheshire East Place Partnership Board at least annually and provide an annual report to Partner organisations and to the Health and Wellbeing Board on the exercise of its functions.

Notwithstanding the annual review, these terms of reference may be reviewed and amended at any time by the Cheshire East Place Partnership Board by way of consensus. If consensus cannot be reached, the current chair will have the authority to determine and implement (jointly with the Chair of the C&M ICB) any necessary amendments to the terms of reference to enable the Cheshire East Place Partnership Board to continue to operate and meet its stated objectives.

13. Conduct

All members of the Cheshire East Place Partnership Board are required to notify the Chair of any actual, potential or perceived conflict of interest in advance of a meeting to enable appropriate management arrangements to be put in place. Conflicts of interest will be managed in accordance with the policies and procedures of the ICB and Council and management shall be consistent with the statutory duties contained in applicable legislation and any statutory guidance issued to Partner organisations.

All members are required to uphold the Nolan Principles and all other relevant NHS or Council Code of Conduct requirements which are applicable to them.

It is expected that members act in the spirit of co-production and collaboration in line with the values, principles and ethos of the Cheshire East Place.

Each Partner shall co-operate with the other in connection with any request for information relevant to the Cheshire East Place Partnership Board under the Freedom of Information Act 2000 or the Environmental Information Regulations.

14. Complaints and disputes

The Partners shall co-operate in the resolution of any complaint or dispute.

If a dispute arises in relation to the Section 75 agreement, the dispute resolution process set out in that agreement shall be followed by the relevant parties to that agreement.

For any other disputes, in the unlikely event that any disagreements are such that they cannot be resolved by Partner representatives at the Cheshire East Place Partnership Board, the Leadership Group will be asked to find an appropriate resolution.

However, in the event this is not possible, the matter will then be considered by the Chair of the Integrated Care Board who will have autonomy to make an appropriate decision in order to reach resolution.

If any Partner receives any formal enquiry, complaint, claim or threat of action from a third party relating to the operation of the partnership or the Cheshire East Place Partnership Board (including, but not limited to, claims made by a supplier or requests for information made under the FOIA), the receiving Partner will liaise with the Cheshire East Place Partnership Board as to the contents of any response before a response is issued.

V1 Sent on 25.4.22

V2 incorporating ECT and MCHFT comments (28.4.22)

V3 incorporating changes agreed by Place Exec Group (30.6.22)