



People & Culture Committee

Terms of Reference

1. Constitution

The South Central Ambulance NHS FT Trust Board hereby resolves to establish a Committee of the Trust Board (the Board) to be known as the People and Culture Committee (the Committee). The Committee is constituted as a Standing Committee of the Board.

The Committee has no executive powers other than those specifically delegated by the Board in these terms of reference. The Committee shall have Terms of Reference and powers and will ensure that the Board is able to act in accordance with legislation, compliance or direction requirements. Its constitution and Terms of Reference shall be as set out below; and will be subject to amendments approved by the Board.

2. Purpose

The purpose of the Committee is to provide assurance to the Board on all aspects of the quality and impact of people (including staff, volunteers and trainees), culture, organisational development strategies and the effectiveness of people management in the Trust. This includes but is not limited to recruitment and retention, training, appraisals, employee health and wellbeing, learning and development, employee engagement, reward and recognition, organisational development, leadership, workforce development, workforce spend and workforce planning and employee culture, equality, diversity, and inclusion, and speaking up. To include education supporting the provision of safe, high quality, patient-centered care and support the delivery of the Trust People Strategy and associated delivery plans.

Sub-Committees / Groups of this Committee may be established to deliver specific programmes or projects of work. The Committee will review and approve the Terms of References for such sub-Committees / groups.

3. Membership & Quoracy

The Committee membership shall be appointed by the Board from amongst both the Executive Directors and Non-Executive Directors and shall consist of not less than three Non-Executive Directors members, One Non-Executive member will act as Chair of the Committee.

The Committee will consist of the following members:

- Non-Executive Directors:

- The People and Culture Committee shall consist of three Non-Executive Directors.
- Executive Directors: (or their appropriate Deputy)
- Chief People Officer
- Chief Nurse Officer
- Chief Paramedic
- Executive Director of Operations

In line with the Foundation Trust Code of Governance, the Board will satisfy itself that the membership of the Committee has sufficient skills to discharge its responsibilities effectively, and as such the Trusts nominated NED for Freedom to Speak UP Guardian and the NED for Health and Wellbeing Guardian will be members.

Members are required to attend at least two thirds of the meetings held in each financial year. Where a member is unable to attend a meeting, they should notify the Committee Chair or Secretary of the Committee in advance.

In the absence of the Committee Chair, the remaining members present shall elect one of themselves to chair the meeting.

The Chair of the Trust shall not normally be a member of the Committee but will attend meetings periodically in order to seek assurance that the committee is operating effectively, and will have automatic rights as a member of the Committee at times when the quorum cannot be met or vacancies at Non-Executive Director level warrant temporary Committee membership.

The Committee will be deemed quorate to the extent that the following members are present:

Two Non-Executive Directors and one Executive Director or their appropriate Deputy (ref 5.2).

A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of its authorities and powers. For the avoidance of doubt, Trust employees who serve as members of the People and Culture Committee do not do so to represent or advocate for their respective department, division, or service area but to act in the interests of the Trust as a whole and as part of the Trust-wide governance structure.

Any member of the Committee may participate by means of telephone conferencing, video conferencing or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation in the meeting in this manner shall be deemed to constitute presence in person at such meeting.

One of the members of the committee will also be a member of the Trust's Quality and Safety Committee, to reinforce the relationship between the two Committees in respect of seeking assurance over the management of associated risk, quality and other relevant control issues. That member shall ensure that relevant issues

considered by the People and Culture Committee will also be escalated to the Quality and Safety Committee, and vice-versa. This member could be either the Chief Nurse, Chief Paramedic or Chief Governance Officer.

4. Attendance

Those that may be required at each meeting:

- Freedom to Speak up Lead Guardian
- Head of Equality, Diversity and Inclusion
- Associate Director of People & Wellbeing
- Associate Director of Education & Professional Development

Those who may also attend:

- Chief Executive Officer
- Chief Medical Officer
- Chief Governance Officer
- Chief Strategy Officer
- Head of Health and Safety
- A Governor, or Governors, may also attend and observe a meeting of the Committee, by invitation and with the prior agreement of the Committee Chair, for the purposes of further developing their understanding of SCAS and the NED role.
- For clarity, those in attendance are not members of the Committee for the purposes of quorum or decision-making however are expected and welcome to play a full and active part in Committee discussions and considerations.
- The Committee may invite other colleagues, such as Union and Staffside representatives, Chairs of the Integrated Workforce Planning Groups to be in attendance or attend as appropriate for timed business to provide assurance on key issues.

When an Executive Director, member or essential attendee is unable to attend a meeting, they should appoint a deputy to attend on their behalf.

Other Board Members, Executive Directors, officers and relevant representatives shall have the right of attendance (for all or part of the meeting), subject to invitation by the Committee Chair, particularly when the Committee is discussing areas of risk or operations that are the responsibility of that individual.

5. Frequency

Meetings of the Committee shall be formal, minuted, and compliant with relevant statutory and good practice guidance as well as the Trust's Standing Orders, Standing Financial Instructions and Governance Assurance and Accountability Framework.

Meetings of the People and Culture Committee shall be held bi-monthly, scheduled to support the business cycle of the Board and at such other times as the Committee Chair shall identify, subject to agreement with the Board Chair.

Additional meetings may be convened on an exceptional basis at the request of the Committee Chair to consider business that requires urgent attention.

6. Authority

The Committee is authorised by the Board to make decisions within its Terms of Reference, including matters specifically referred to it by the Board.

The Committee is authorised by the Board to investigate any activity within its Terms of Reference. It is authorised to seek any information it requires from any member of staff and all members of staff must cooperate with any request made by the Committee.

The Committee is authorised by the Board to obtain outside legal or other independent professional advice and to secure the attendance of individuals and authorities from outside the Trust with relevant experience and expertise if it considers this necessary or expedient to the carrying out of its functions. Any costs incurred must be within the remit of the Scheme of Delegation and Standing Financial Instructions.

The Committee is authorised to obtain such internal information as is necessary and expedient to the fulfilment of its functions.

The Committee is authorised by the Board to liaise, as necessary, with other sub-committees of the Board and Chairs of the formal sub-committees, have a responsibility for ensuring that the Audit Committee and the Board are advised of any risks or potential conflicts.

The Committee may establish, subject to Board approval, sub-groups to execute the delegated powers within these Terms of Reference.

It is not the duty of the Committee to carry out functions that properly belong to the Board itself or to other Board Committees.

Trust Standing Orders and Standing Financial Instructions apply to the operation of the Committee.

The Board has determined that the Audit Committee will have responsibility for risk management, to gain assurance that appropriate systems of internal control are in place and are operating as intended, and that the Board Committee system is working appropriately. As such the Audit Committee has overall responsibility for the Governance Assurance and Accountability Framework and will delegate any appropriate areas to this Committee as required.

The Board has determined that the Committee ensures that the Trust works collaboratively with relevant external statutory bodies in line with national legislation and implements appropriate guidance and requirements e.g. Health and Safety Executive, Equality and Human Rights Commission (EHRC), Health Education England and OFSTED.

To request specific reports from individual functions within the Trust.

Obtain such internal and external benchmarking information as is necessary and expedient to its functions.

7. Duties

- 1) To ensure that all statutory and regulatory elements of workforce governance are adhered to within the Trust.
- 2) To approve the Trust's annual Gender Pay Gap (GPG), Workforce Race Equality Standard (WRES) and Workforce Disability Equality Standard (WDES) reports before submission to the Board.
- 3) To make recommendations to the Audit Committee concerning the annual programme of internal audit work, to the extent that it applies to matters within these terms of reference.
- 4) Review people related elements of the Integrated Performance Report and seek assurance on the adequacy of the Trust's performance against operational people metrics and seek assurance around any performance issues identified, including proposed corrective actions.

Performance and Workforce Planning

Provide oversight of the Trust's strategic workforce plan, taking into account local, regional and national policies and/or directions, and receive assurance on its implementation with regards safety, affordability, career progression, leadership models and succession planning.

Scrutinise the medium to long-term implications of the integrated care system on the trust's workforce and any relevant policies from Health Education England, and ensure effective plans are in place to respond to any changes that are clear, fair and legally compliant.

Oversee the strategic priorities and investments needed to support the Trust's people and assure the Board accordingly taking into account relevant best practice and alignment with strategic objectives for the Trust.

Oversee the Trust's overarching People Strategy and associated activity/implementation plan to support Trust strategy and relevance to the Trust's vision, values, strategic objectives and impact.

Monitor, review and approve people-related policies to ensure they will positively enhance the Trust's culture and receive assurance on their implementation timeliness, fairness, integrity and consistency.

The Committee will ensure that there are robust policies, systems and procedures to ensure delivery and monitoring of workforce planning, recruitment and retention of people to deliver our People Strategy

Ensure engagement and consultation processes with people and stakeholders reflect the ambition and values of the Trust and meet statutory requirements.

Review the Trust's workforce performance indicators including but not limited to recruitment, attrition, sickness absence, training, appraisal, bank and agency usage and expenditure and monitor any necessary corrective plans and actions.

Culture, Engagement and Health & Wellbeing

Provide oversight of the Trust's People Strategy and associated culture delivery plans (e.g. People Voice, health and wellbeing, freedom to speak up, just and learning culture, EDI) to ensure that processes are in place to understand and improve staff experience thereby making the Trust an effective and better organisation.

Seek assurance of the establishment of a culture which promotes compassion, inclusion and collaboration, which in turn:

- Engages and motivates people to focus on doing their best for patients and each other
- Equips and supports the right and responsibility of all staff to speak up, listen and take action in the name of safety
- Builds respect, engagement and belonging across a diverse workforce
- Provides mechanisms to seek, understand and take action on feedback from all our people with the aim of shaping employee experience and patient-centred service delivery
- Enables learning and growth when things go wrong
- Identifies, celebrates and nurtures individual talent and potential for growth across our workforce

Receive regular People Voice and annual staff survey results and ensure appropriate plans are in place to address issues arising.

To ensure respectful, constructive and mutually beneficial relationships with union representatives and staff network leads are in place.

Ensure the health and wellbeing of our people continues to be held as a Trust priority and that the Trust's activities are systemically and effectively promoting health, safety and wellbeing.

Provide assurance to the Board that the Trust implements a working environment which consistently promotes staff wellbeing, where people feel safe and are able to raise concerns, and where bullying and harassment (incl sexual harassment) are visibly and effectively addressed.

Provide assurance to the Audit Committee that arrangements are in place to allow people to raise in confidence concerns about possible improprieties in financial,

clinical or safety matters, and that those processes allow any such concerns to be investigated proportionately and independently.

Skills, Capability and Education

Provide oversight of the Trust's Education plans (including Apprenticeship and Driver training) and ensures that processes are in place to understand and improve student experience, career pathways and quality of patient care. Including but not limited to:

- Receive assurance on the implementation of personal development reviews and mandatory training.
- Receive assurance on the development of career pathways for all roles, linked to learning opportunities and apprenticeships.
- Receive assurance on the provision of high-quality professional under and post graduate education.

Encourage and influence key relationships with educational partners, research institutes and the Academic Health Science Network to maximise the benefit of these relationships to the Trust.

Ensure that the Trust has a comprehensive Leadership Framework programme in place to support all leaders, which is designed to reinforce the culture the Trust is seeking to achieve and will evaluate the effectiveness of the programme to inform further improvements.

Gain assurance from the triangulation of feedback from staff surveys, exit interviews, Freedom to Speak Up Guardians and other sources to ensure the Trust is a good place to work, learn and volunteer.

Oversee the Trust's current and future educational and training needs to ensure they support the strategic objectives of the Trust in the context of the wider health and care system.

Equality and Inclusion

Provide oversight of delivery of the Equality, Diversity and Inclusion Strategy on behalf of the Board, ensuring the Trust progress its ambitions and plans in relation to inclusive leadership, patient experience, employee representation, and engagement. Including, but not limited to:

- Receive assurance that the trust is meeting its legal obligations in relation to equality and diversity and delivers improvement activity as required.
- Receives assurance that the Trust is delivering its plans in respect of the Gender Pay Gap, WRES and WDES.
- Receives assurance that the Trust is delivering its equality objectives.
- Receives assurance that the Trust is addressing bullying & harassment,

including sexual harassment both within the workplace and from service users and members of the public.

Oversee the continual development of an inclusive culture in which equality, diversity and inclusion is embedded into all of our people practices.

Maintaining oversight of the Trust's equality, diversity and inclusion agenda and plan.

Ensure the Trust is actively seeking to reduce inequalities in people experience and is promoting equality, diversity and inclusion in a systematic and effective way e.g Gender Pay, WRES, WDES etc

Consider key equality, diversity and inclusion metrics to support analysis of engagement and accessibility for all people.

Compliance

Seek assurance that the Trust is compliant with relevant legislation and regulations relating to people and education matters, for example professional registration and employment checks.

Seek assurance that appropriate action is taken to identify implications for the delivery of workforce, leadership and support plans arising out of recommendations from external investigations of other organisations/systems and processes and benchmarking against other appropriate organisations (eg CQC and/or Ofsted inspections).

Receive and review the findings of relevant internal and external audit reports covering people, education and training and staff engagement and to assure itself that recommendations and appropriately responded to and implemented in a timely and effective way. To request 'deep dive' reports on any matters arising from within its terms of reference.

Provide assurance to the Board that the Trust has an appropriate pay, reward and recognition system that is linked to delivery of the Trust's strategic objectives, outcomes and desired behaviours and is in accordance with national requirements and standards.

Receive assurance reports with regard to professional misconduct, tribunals and offences, including information on strategic themes relating to employment relations and terms of service.

8. Reporting

Minutes of the Committee meetings shall be recorded formally and ratified by the Committee at its next meeting. The meeting may be formally recorded to aid in the production of written minutes and the recording deleted in line with Trust guidance.

The Committee Chair shall prepare an assurance report (upward report) following each meeting for submission to the Board at its next formal business meeting.

This report should include details of any matters in respect of which adequate actions or improvements are needed. The Committee Chair shall draw to the attention of the Board any issues that require disclosure to the full Board or require executive action.

The following triggers outline the framework to be used for escalating an item from the Committee to the Board:

- i) Non-compliance with indicators for 2 consecutive months, or off track against agreed trajectory
- ii) Workforce and health and safety risks scoring 15 or higher residually, with inadequate mitigating actions in place, or with actions overdue with no assured plan to resolve.
- iii) Non-compliance with legislation
- iv) EDI risks scoring 15 or higher residually, with inadequate mitigating actions in place, or with actions overdue with no assured plan to resolve.
- v) Deterioration of more than 10% in any of the metrics associated with engagement.

The Committee shall be directly accountable to the Trust Board.

The Committee will provide an annual report to the Board setting out how it has discharged its responsibilities as set out in these Terms of Reference.

The following Sub-Committees shall report to the Committee as the primary reporting line using the standard upward reporting template:

- People and Culture Development Group
- Equality and Diversity Steering Group
- Health and Wellbeing Forum
- Joint Negotiation and Consultation Committee

Meeting papers will be circulated to members 1 week (5 working days) prior to the meeting.

The Committee will report to the Audit Committee on its work in support of the Annual Governance Statement, the Board Assurance Framework and the effectiveness of risk management within the Trust

The People and Culture Committee will review and update the strategic risks for which it has responsibility and will update the Board Assurance Framework at each of its meetings.

9. Committee support

Executive Assistant to Chief People Officer will act as Secretary to the Committee.

The Chief Governance Officer shall provide independent advice to the Committee Chair and Committee Members on compliance with the law and regulatory matters relevant to the Committee's delegated authority in accordance with Standing Orders.

The Secretary to the Committee will maintain the Committee's administrative function, to include:

- i) preparation of the draft agenda for agreement with the Committee Chair,
- ii) collation and circulation of papers,
- iii) minuting the proceedings and resolutions of all meetings of the Committee including recording the names of those present and in attendance,
- iv) keeping a record of matters arising and actions to be carried forward,
- v) drafting minutes of the meetings to be available within 5 working days but no longer than 10 working days from the date of the meeting, creating and maintaining a Forward Plan of business to come before the Committee.

10. Meeting Principles

Members of the Committee will monitor the effectiveness of these Terms of Reference by:

- i) Recording the attendance of members and how often they send a representative.
- ii) Number and frequency of meetings in line with Performance and Culture Terms of Reference as per section.

The Trust's Annual Report shall include a section describing the work of the People and Culture Committee in discharging its responsibilities.

The Committee will report on an annual basis to the Audit Committee on its performance against its Terms of Reference and on an ad-hoc basis any risks which have inadequate assurance on performance.

The Chair of the Board will receive a copy of all meeting papers and will attend at least one meeting per annum for monitoring and assurance purposes.

The Committee will review its own performance, at least annually, review its constitution and Terms of Reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.

The Committee shall review its Terms of Reference annually, to be reviewed by the Board recommending any changes to the Board, as appropriate.

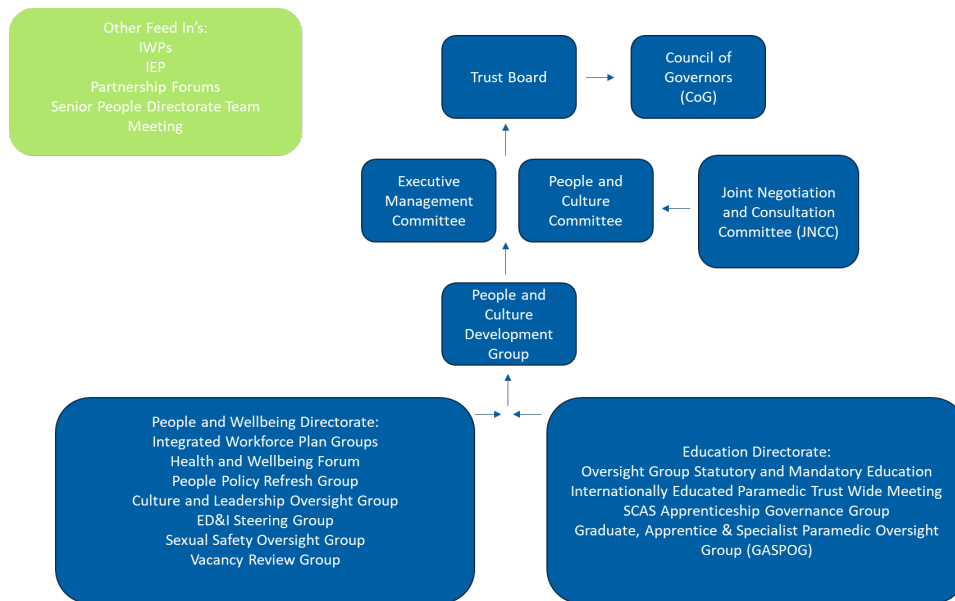
Strategies ratified and approved by this Committee

Strategies:

People Strategy

Equality and Diversity

The Sub-Group structure supporting the flow of assurance to the People and Culture Committee



Policies ratified and approved by this Committee

Policies: The Policies ratified by this Committee are detailed in the Policy for the development of Trust Policy.

11. Review

11.1. The Committee will undertake periodic self-assessments to review its effectiveness in discharging its responsibilities as set out in these Terms of Reference.

11.2. The Committee shall review its own performance and Terms of Reference at least once a year to ensure it is operating at maximum effectiveness.

This review date: May 2025

Next review date: May 2026