



UNIVERSITY PARTNERSHIP BOARD

TERMS OF REFERENCE

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UNIVERSITY PARTNERSHIP BOARD

1. Constitution

- 1.1 The University Partnership Board (UPB) has been established as a Committee of the Hywel Dda University Health Board (HDdUHB) and constituted from 1st March 2015.

2. Membership

- 2.1 The membership of the UPB shall comprise the following:

Member
Independent Member (Chair)
Independent Member (Vice-Chair)
2 x Independent Members
HDdUHB Chair
Chief Executive
Director of Partnerships and Corporate Services
Director of Research and Development
Director of Public Health
Director of Workforce and Organisational Development
Director of Planning, Performance & Commissioning
Director of Therapies and Health Science
Director of Nursing, Quality and Patient Experience
Medical Director and Director of Clinical Strategy
3 x Aberystwyth University Representatives
3 x Trinity Saint David University Representatives (Dual Sector)
3 x Swansea University Representatives
1 x Further Education Representative (Pembrokeshire College)

- 2.2 The membership of the UPB will be reviewed on an annual basis.

3. Quorum and Attendance

- 3.1 A quorum shall consist of no less than one-third of the membership and must include as a minimum the Chair or Vice Chair of the UPB. The meeting will not be quorate if there is no representation from one or more of the signatory's on the Memorandum of Understanding.
- 3.2 The membership of the UPB shall be determined by the Board, based on the recommendation of the UHB Chair, taking into account the balance of skills and expertise necessary to deliver the UPB's remit and subject to any specific requirements or directions made by the Welsh Government.
- 3.3 Any senior officer of the UHB or partner organisation may, where appropriate, be invited to attend, for either all or part of a meeting to assist with discussions on a particular matter.
- 3.4 The UPB may also co-opt additional independent 'external' experts from outside the organisation to provide specialist skills.

- 3.5 Should any officer member be unavailable to attend, they may nominate a deputy with full voting rights to attend in their place, subject to the agreement of the Chair.
- 3.6 The Chairman of the UHB, or Vice-Chancellor of any University partners, reserves the right to attend any of the UPB's meetings as ex officio members.
- 3.7 The Head of Internal Audit shall have unrestricted and confidential access to the Chair of the University Partnership Board.
- 3.8 The Chair of the University Partnership Board shall have reasonable access to Executive Directors and other relevant senior staff.
- 3.9 The University Partnership Board may ask any or all of those who normally attend but who are not members to withdraw to facilitate open and frank discussion of particular matters.

4. Purpose

- 4.1 The purpose of the University Partnership Board is to provide assurance to the Board around its University status. Universities will also have comparable governance arrangements, such as reporting to their Senior Management Board.
- 4.2 The UPB is a formal, reciprocal, partnership arrangement between the UHB and its University partners. It is a creative hub, and will drive and monitor developments in agreed Priority Areas under the umbrella of the University Partnership Board Strategy:
- 4.3 The UPB will monitor progress against the plans developed by the Priority Area leads and ensure that the UHB is meeting the criteria to maintain its University status against which it will be judged by Welsh Government.
- 4.4 The UPB will assess the current position of the UHB, identify gaps and opportunities, and ensure links are made to maximise the effectiveness of developments to improve the health of its population and the quality and effectiveness of its services (including those delivered jointly with partners).
- 4.5 It will advise the UHB to ensure it is sighted on major innovations. The guiding principles will be:
 - 4.5.1 clear strategy;
 - 4.5.2 clear governance and performance management;
 - 4.5.3 mindful of budget constraints.
- 4.6 Issues of relevance to the UHB will include rurality, frailty, links with partners, legislation and work with related initiatives.
- 4.7 The UPB will:
 - 4.7.1 assure the Health Board that a plan is in place to ensure it continues to meet the criteria for university status;
 - 4.7.2 assure the Board that the work of the University Partnership Board, through partnership working with the Universities, is leading to continual improvement in the quality of care being provided and patient outcomes;
 - 4.7.3 assure the Board that the organisation is compliant with research governance statutory requirements, and that the Board is meeting its contractual requirements with regard to research and development;

4.7.4 receive the R&D Annual Report for approval prior to submission to the Health and Care Research Wales.

4.8 There will be cross cutting and underpinning themes of the UPB. This may include innovation, service improvement and change, workforce development, regeneration within communities and demographic factors such as rurality, as well as a focus on the importance of quality and cultural change.

5. Key Responsibilities

The University Partnership Board will:

- 5.1 In the areas developed by the Priority Area leads, assess current and proposed developments in relation to research and education by:
 - 5.1.1 information gathering & strategic Intent;
 - 5.1.2 delivery plans and knowledge mobilisation;
 - 5.1.3 implementation success.
- 5.2 Develop creative ideas and solutions to drive research, education and innovation.
- 5.3 Advise the UHB on development opportunities and creative solutions to any barriers.
- 5.4 Ensure the UHB increases its R&D capacity, research output and research income.
- 5.5 Monitor activities in the Priority Areas and against the UHB status criteria.
- 5.6 Develop joint roles between University partners and the UHB (e.g. honorary contracts, joint contracts, academic roles, clinical academic roles).
- 5.7 Utilise an annual programme of events to showcase joint work.
- 5.8 The UPB will also help support service provision for the UHB population served and be part of its everyday business. It will provide opportunities of research or academia to NHS staff.
- 5.9 The UPB will also support Universities with their research agenda and impact, including undergraduate/postgraduate work, Research Excellence Frameworks submission.

6. Agenda and Papers

- 6.1 The UPB Secretary is to hold an agenda setting meeting with the Chair and/or Vice-Chair, and the Lead Director (Director of Governance, Communications and Engagement) at least **six** weeks before the meeting date.
- 6.2 The agenda will be based around the UPB work plan, identified risks, matters arising from previous meetings, issues emerging throughout the year, and requests from UPB members. Following approval, the agenda and timetable for papers will be circulated to UPB members.
- 6.3 All papers must be approved by the Lead/relevant Director.
- 6.4 The agenda and papers will be distributed **seven** days in advance of the meeting.

- 6.5 The minutes and action log will be circulated to members within **ten** days to check the accuracy.
- 6.6 Members must forward amendments to the UPB Secretary within the next **seven** days. The UPB Secretary will then forward the final version to the UPB Chair for approval.

7. In Committee

- 7.1 The UPB can operate with an In Committee function to receive updates on the management of sensitive and/or confidential information.

8. Frequency of Meetings

- 8.1 The UPB will meet quarterly and shall agree an annual schedule of meetings. Any additional meetings will be arranged as determined by the Chair of the UPB in discussion with the Lead Executive.
- 8.2 The Chair of the UPB, in discussion with the UPB Secretary, shall determine the time and the place of meetings of the UPB and procedures of such meetings.

9. Accountability, Responsibility and Authority

- 9.1 Although the Board has delegated authority to the UPB for the exercise of certain functions as set out within these terms of reference, it retains overall responsibility and responsibility for ensuring the quality and safety of healthcare for its citizens through the effective governance of the organisation.
- 9.2 The UPB is directly accountable to the Board for its performance in exercising the functions set out in these terms of reference.
- 9.3 The UPB shall embed the UHB's vision, corporate standards, priorities and requirements, e.g. equality and human rights, through the conduct of its business.
- 9.4 The requirements for the conduct of business as set out in the UHB's Standing Orders are equally applicable to the operation of the UPB.

10. Reporting

- 10.1 The UPB, through its Chair and members, shall work closely with the Board's other Committees, including joint/sub-committees and groups to provide advice and assurance to the Board through the:
 - 10.1.1 joint planning and co-ordination of Board and Committee business;
 - 10.1.2 sharing of information.
- 10.2 In doing so, the UPB shall contribute to the integration of good governance across the organisation, ensuring that all sources of assurance are incorporated into the Board's overall risk and assurance framework.
- 10.3 The UPB, may, establish sub-committees or task and finish groups to carry out on its behalf specific aspects of UPB business. The UPB will receive an update following each sub-committee or task and finish group meeting detailing the business undertaken on its behalf. The Sub-Committee reporting to the UPB is:
 - 10.3.1 Research & Development Sub-Committee.

10.3.2 Collaborative Institute Sub-Committee

- 10.4 The UPB Chair, supported by the UPB Secretary, shall:
- 10.4.1 Report formally, regularly and on a timely basis to the Board on the UPB's activities. This includes the submission of an UPB update report, as well as the presentation of an annual report within 6 weeks of the end of the financial year.
 - 10.4.2 Bring to the Board's specific attention any significant matter under consideration by the UPB.
 - 10.4.3 Ensure appropriate escalation arrangements are in place to alert the UHB Chair, Chief Executive or Chairs of other relevant Committees of any urgent/critical matters that may compromise patient care and affect the operation and/or reputation of the UHB.
- 10.5 The Board Secretary, on behalf of the Board, shall oversee a process of regular and rigorous self assessment and evaluation of the UPB's performance and operation including that of any sub-committees established.

11. Secretarial Support

- 11.1 The UPB Secretary shall be determined by the Director of Partnerships and Corporate Services.

12. Review Date

- 12.1 These terms of reference and operating arrangements shall be reviewed on at least an annual basis by the UPB for approval by the Board.