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Bwrdd Iechyd Prifysgol  
Abertawe Bro Morgannwg  
University Health Board



<b>Meeting Date</b>	<b>25<sup>th</sup> June 2018</b>	<b>Agenda Item</b>	<b>2iii.</b>
<b>Report Title</b>	<b>Bridgend Boundary Changes – Transition Board Terms of Reference</b>		
<b>Report Author</b>	Pam Wenger, Director of Corporate Governance		
<b>Report Sponsor</b>	Tracy Myhill, Chief Executive		
<b>Presented by</b>	Tracy Myhill, Chief Executive		
<b>Freedom of Information</b>	Open		
<b>Purpose of the Report</b>	The purpose of this report is to confirm the structure for Transition Programme following the <u>written statement</u> by Vaughan Gething, Cabinet Secretary for Health and Social Services on 14 June 2018.		
<b>Key Issues</b>	Cwm Taf UHB and Abertawe Bro Morgannwg UHB have considered and agreed in principle the governance structure which has now been updated to reflect the comments of the respective Health Boards.		
<b>Specific Action Required</b> <i>(please ✓ one only)</i>	<b>Information</b>	<b>Discussion</b>	<b>Assurance</b>
			<input checked="" type="checkbox"/>
<b>Recommendations</b>	<p>Members are asked to:</p> <ul style="list-style-type: none"> <li>• <b>Note</b> the report, and <b>approve</b> the structure for overseeing the Bridgend transition, specifically the Terms of Reference for the Joint Transition Board.</li> </ul>		

# **BRIDGEND BOUNDARY CHANGE: TRANSITION PROGRAMME**

## **1. INTRODUCTION**

The purpose of this report is to confirm the structure for Transition Programme following the written statement by Vaughan Gething, Cabinet Secretary for Health and Social Services on 14 June 2018.

## **2. BACKGROUND**

Aligned to the public consultation on the proposed boundary change, Members will be aware that the Abertawe Bro Morgannwg (ABM) University Health Board and CT University Health Board Executive Teams have been working together on a scoping exercise to prepare for the possibility that we would need to deliver a transformation programme should the Welsh Government determine the proposed boundary changes should proceed.

Taking into consideration all the views expressed through the consultation process, the Cabinet Secretary for Health and Social Services, Vaughan Gething AM, announced on 14 June 2018 that from 1<sup>st</sup> April 2019, the responsibility for providing healthcare services for people in the Bridgend County Borough Council area will move from ABM University Health Board to Cwm Taf University Health Board.

As agreed by both Health Boards, work is underway to establish the formal structure to manage how we work together during the transition aligned with some agreed and developing over arching working principles. This will comprise of a Joint Transition Board, on behalf of both health boards, to oversee the implementation of the boundary change. There will also be a Transition Programme Group, which will report to the Joint Transition Board, and oversee and receive reports from established workstreams.

## **3. GOVERNANCE AND RISK ISSUES**

There are four key factors that need to be taken into consideration in designing the Transition Programme arrangements as follows:

- Joint actions to be taken by ABMUHB and CTUHB together.
- Actions required to be taken by ABMUHB alone.
- Actions required to be taken by CTUHB alone.
- Issues for consideration jointly with Bridgend County Borough Council (CBC) (and where appropriate Rhondda, Cynon Taff CBC and Merthyr Tydfil CBC).

The Transition Programme structures will need to take account of all of these requirements but at the same time ensure that the governance arrangements are appropriately aligned to the individual statutory bodies and proportionate.

### **3.1 Joint Programme arrangements**

The proposed programme arrangement structure is outlined within the Terms of Reference for the Joint Transition Board **Appendix 1** and primarily deal with the transactional activities required to deliver the proposed boundary change within the required timescale.

#### **Transition Board**

The Transition Board will be a Joint Committee of both Health Boards. The work programme for the Transition Board will be agreed by both Boards, together with an appropriate scheme of delegated authority for decision-making that facilitates pace of delivery, whilst preserving the individual accountability of the sovereign bodies. The delegated responsibilities for the Joint Transition Programme Board is in the process of being developed by the Board Secretaries of the two Health Boards.

The Terms of Reference for the Joint Transition Board, is attached as Appendix 1 and will be co-chaired by the two current Health Board Chairs and that the core membership also includes:

- Chief Executives x2
- Lead Executive for Transition Programme x2
- 1 additional Independent member from each Board
- The Programme Director

One of the Directors of Governance / Board Secretaries, will provide governance advice to the Transition Board (to be confirmed) and other Directors / Stakeholders (e.g. NHS Shared Services Partnership; NWIS (NHS Wales Informatics Services) as appropriate, will be invited to attend, according to the work of the Transition Board and related Programme and specific issues requiring decision.

It is recommended that Wales Audit Office be invited to attend the Transition Board as 'observer and 'critical friend'.

The inaugural meeting of the Transition Board will be held on 29 June 2018 and will meet thereafter on a monthly basis. Progress reports will be provided to each meeting of the individual Health Boards.

#### **Transition Programme Group (TPG)**

The Transition Programme Group will be established as a sub-group of the Transition Board and will be led and chaired by the Transition Programme Director. There will be a full-time Project Manager and Project Support Officer who will report to the Programme Director and be involved in the oversight of the work of the Programme Group.

The terms of reference for the TPG will need to be established and approved by the Transition Board. Frequency of meetings will need to be flexible to align with the transition work-plan and an appropriate scheme of delegation developed to facilitate appropriate decision-making.

## **Transition Work Streams**

There will be a series of Task-and-Finish Groups that will be established as sub-groups of the Transition Programme group that will be responsible for delivering the component parts of the overarching work plan. The lead for each group will be a member of the Transition Programme Group.

The terms of reference for the TPG will need to be established and approved by the Transition Board. Frequency of meetings will need to be flexible to align with the transition work-plan and an appropriate scheme of delegation developed to facilitate appropriate decision-making.

## **Individual organisational arrangements**

Over and above the Transition Programme arrangements outlined above, it is recognised that the two Health Boards will have significant issues to address individually, which may be aligned to the boundary changes, but will not require the direct support or involvement of the other organisation.

Examples of such issues include:

- Each Health Board working individually with its staff to re-shape its organisation.
- Local organisational development and staff engagement in preparation for the new arrangements;
- Consideration of any early structural / accountability changes that will need to be in place from 1<sup>st</sup> April 2019.
- Working with other agencies to realign partnership arrangements from April 2019.
- Individual Health Board due-diligence.

It is proposed that these issues are managed through the existing organisational structures and partnership arrangements of the relevant Health Board.

It should also be noted that as the Programme progresses, outputs from the work-streams may be identified as more appropriately sitting with one organisation to take forward through its core business processes. This would need to be endorsed, by consensus, through the Transition Programme Group and agreed with the Joint Transition Board.

## **Local Authority Partnership arrangements**

It is important that the Transition Programme appropriately ascribes responsibility for preserving current working arrangements during the transition phase and also ensures that from April 2019, the new partnerships are clearly defined and established to minimise disruption.

To that effect it is suggested that the Joint Transition Board ensures that all CBCs affected by the decision are kept apprised of progress and specifically:

- ABMUHB works with Neath Port Talbot CBC and Swansea CBC, outside the Transition Programme, to work through the revised partnership arrangements from April 2019.

- Cwm Taf UHB works with RCTCBC, MTCBC and Bridgend CBC, outside the Transition Programme, to work through the revised partnership arrangements from April 2019.
- Bridgend CBC is invited to be a full member of the Partnerships work-stream of the Transition Programme to ensure a seamless transfer of existing partnership arrangements and priorities to the new organisational arrangements.

ABMUHB will also need to agree with Western Bay how the partnership arrangements with Bridgend CBC continue during the Transition Programme period to 31 March 2019.

In addition to the proposed outline Programme arrangements, urgent attention and joint discussions will continue to be progressed on the following key matters;

- Appointment and hosting arrangements of the Programme Director and support team;
- Agreement on the physical location for the Programme team;
- Confirmation from Welsh Government on the decision on the resourcing support needed to deliver the Programme;
- Agreement on the delegated responsibilities for the Transition Programme Board;
- Agreement on the configuration, leadership and related Terms of Reference of the individual work-streams;
- Agreement on the configuration, leadership and related Terms of Reference of the Transition Programme Group;
- Consideration as to the approach and engagement with Community Health Councils;
- Ensuring where appropriate, that key Bridgend-based clinicians and senior managers of clinical and non-clinical services are invited to be part of the Cwm Taf future planning infrastructure arrangements. Specific details will need to be agreed by the Transition Board as and when appropriate.

#### **4. FINANCIAL IMPLICATIONS**

Resourcing implications of the Bridgend Transition programme have been considered and submitted to Welsh Government. Clearly there will be a significant amount of work via the Transformation Programme Group and related work streams that will require further consideration as part of the Transition arrangements.

#### **5. RECOMMENDATION**

Members of the Board are asked to:

- **Note** the report and **approve** the Terms of Reference for the Joint Transition Board.

<b>Governance and Assurance</b>							
<b>Link to corporate objectives</b> <i>(please ✓)</i>	Promoting and enabling healthier communities		Delivering excellent patient outcomes, experience and access	Demonstrating value and sustainability	Securing a fully engaged skilled workforce	Embedding effective governance and partnerships	
						✓	
<b>Link to Health and Care Standards</b> <i>(please ✓)</i>	Staying Healthy	Safe Care	Effective Care	Dignified Care	Timely Care	Individual Care	Staff and Resources
	✓				✓		✓
<b>Quality, Safety and Patient Experience</b>							
<p>There are no direct implications of this report. However, ensuring that the Board make fully informed decisions is dependent on the quality and accuracy of the information presented and considered by those making decisions. Informed decisions are more likely to impact favourably on the quality, safety and experience of patients and staff.</p>							
<b>Financial Implications</b>							
<p>Resourcing implications of the Bridgend Transition programme have been considered and submitted to Welsh Government. Clearly there will be a significant amount of work via the Transformation Programme Group and related work streams that will require further consideration as part of the transition arrangements.</p>							
<b>Legal Implications (including equality and diversity assessment)</b>							
<p>Ensuring the Board is fully sighted on key areas of its business is essential to positive assurance processes and related risk management. There are, and will be risks associated with this Programme and there will be a requirement of the Programme for these to be logged, assessed and where appropriate escalated and reported into the Transition Board. In order to enact the decision by Welsh Government to proceed on the changes consulted on, there will be a legal requirement on the part of Welsh Government to lay the relevant Regulations / Establishment Orders and for the Health Boards affected by the decision to develop appropriate governance arrangements in enacting the decision made.</p>							
<b>Staffing Implications</b>							
<p>There are no direct implications on workforce in this report. However, specific impact, where relevant, will have been considered within individual reports referenced within this update.</p>							
<b>Long Term Implications (including the impact of the <a href="#">Well-being of Future Generations (Wales) Act 2015</a>)</b>							
<p>Should the proposals be accepted, this will have a long term impact as to how health services will be provided across the Bridgend region.</p>							
<b>Report History</b>	Health Board In Committee May 2018						
<b>Appendices</b>	Appendix 1: Terms of Reference: Bridgend Joint Transition Board;						

Cwm Taf University Health Board

Abertawe Bro Morgannwg University Health Board

**BRIDGEND JOINT TRANSITION BOARD**

**DRAFT TERMS OF REFERENCE**

<b>Versio</b>	<b>Issued</b>	<b>Date</b>	<b>Comment</b>
V1.0	Issued electronically to inform Chairs and Chief Executives considerations on the establishment of the Joint Transition Board	May 2018	For Comment
V2.0	Issued by the Board Secretaries of ABM UHB and Cwm Taf UHB for approval by the respective Health Boards.	June 2018	For Approval

# BRIDGEND JOINT TRANSITION BOARD

## 1. Constitution

- 1.1 The Abertawe Bro Morgannwg University Health Board and the Cwm Taf University Health Board have resolved to jointly establish a Transition Board to take forward and implement a decision by Welsh Government to realign the Health Board boundaries for the Bridgend population into Cwm Taf University Health Board. The Welsh Government has been made aware of the establishment of these arrangements.
- 1.2 The remit of the Transition Board will be to oversee the arrangements, on behalf of the University Health Boards, to implement the decision of Welsh Government in line with the requisite proposed Establishment Order(s). This will involve establishing the new arrangements by the proposed date of 1 April 2019.

## 2. Membership

- 2.1 The membership of the Joint Transition Board is:

<b>Member</b>	<b>Position/Organisation</b>
Prof Andrew Davies	Chair, Abertawe Bro Morgannwg University Health Board (Joint Chair)
Prof. Marcus Longley	Chair, Cwm Taf University Health Board (Joint Chair)
Mrs Tracy Myhill	Chief Executive, Abertawe Bro Morgannwg University Health Board
Mrs Allison Williams	Chief Executive, Cwm Taf University Health Board
Mr Martin Sollis	Independent Member, Abertawe Bro Morgannwg University Health Board
Mr Paul Griffiths	Independent Member, Cwm Taf University Health Board
To be Confirmed	Transition Programme Director
Mrs Siân Harrop-Griffiths	Director of Director of Strategy, Abertawe Bro Morgannwg University Health Board (Lead Executive for the Transition)
Ms Ruth Treharne	Deputy Chief Executive / Director of Planning & Performance, Cwm Taf University Health Board (Lead Executive for the Transition)
<b>In Attendance</b>	<b>Position/Organisation</b>
To Be Confirmed (Co-opted Member)	Chief Executive or Nominated Senior Officer, Bridgend County Borough Council
To Be Confirmed (Observer and Critical Friend)	Wales Audit Office

Invitation to attend to discuss work programme areas requiring wider collaboration	
Governance Advice / Support	
Mrs Pamela Wenger	Director of Corporate Governance / Board Secretary, Abertawe Bro Morgannwg UHB
Mr Robert Williams	Director of Corporate Services & Governance / Board Secretary, Cwm Taf UHB

2.2 Whilst the Membership of the Joint Transition Board will remain under review, the implementation of the Welsh Government decision to realign the Health Board boundary, will determine and influence appropriate attendees at each meeting.

2.3 All members are expected to regularly attend meetings and make a serious commitment to participating actively in the work of the Joint Transition Board.

### 3. Quorum and Attendance

- 3.1 A quorum shall consist of no less than 50 % of the membership, which must include members from both University Health Boards and a Chair and Chief Executive Officer.
- 3.2 Any senior officer of the UHBs 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 that relates to the delivery of the Terms of Reference.
- 3.3 The Transition Board will have access to appropriate clinical advice as necessary.
- 3.4 Should any member be unavailable to attend, they may nominate an appropriately briefed Executive Director (for Chief Executives) or Vice Chair to attend in their place, subject to the agreement of the Joint Chairs.
- 3.5 The Joint Transition Board will be chaired in rotation by the Chairs of the University Health Boards.

### 4. Aim

- 4.1 The Joint Transition Board will, on behalf of both Health Boards', oversee the implementation of the outcome of the Welsh Government's decision on the Bridgend Health Board boundary change and in doing so, will report to the respective Health Boards.

4.2 The Joint Transition Board will establish the Transition Programme Group (TPPG) and will receive reports from the TPG, who will oversee and receive reports from the established Workstreams. A proposed structure diagram is attached at Appendix 1.

## 5. Objectives

5.1 The following objectives are within the scope of the Joint Transition Board:

### Internal Control and Risk Management

5.2 The primary duty of the Joint Transition Board is to oversee the implementation of the Welsh Government decision as it relates to the Bridgend catchment population.

5.3 In furtherance of this duty, the Transition Board will:

- Develop and agree the approach, and related processes, and take responsibility for identifying and managing associated key risks;
- Agree a set of working principles, that will help guide the approach to the work required;
- Maintain an agreement log for key decisions;
- Report to the Health Boards on the probability of those risks materialising and the arrangements for managing them.

### External Partnerships

5.4 Recognising the need to work in partnership the Transition Board will:

- Ensure Local Authority partners and Welsh Government are kept updated on related progress and where appropriate, invited to attend the Joint Transition Board.
- Ensure key stakeholders are communicated with on a regular basis.

## 6. Out of Scope

6.1 The following are outside the scope of the Joint Transitional Board:

- Replacement of existing University Health Board sovereignty or governance structures;
- Delivery of existing local services; or
- Replacement of existing planning, governance, or due diligence arrangements.

## 7. Delegated Authority

7.1 The Joint Transition Board is authorised by the Cwm Taf and Abertawe Bro Morgannwg University Health Boards to undertake activity in line with these terms of reference. It is authorised to seek any information it requires from

any employee and all employees are directed to co-operate with any request made by the Transition Board.

- 7.2 The Chairs and Chief Executives may need flexibility to take action outside the scheduled Transition Board meeting arrangements, in which case, the appropriate authority will be sought by consideration and application of existing Health Board arrangements.
- 7.3 These terms of reference may be varied only with the express agreement of both Health Boards.

## **8. Reporting**

- 8.1 The agenda will be based around the Terms of Reference of the Joint Transition Board and consider related risks and matters being considered and reported via the Transition Programme Group.
- 8.2 Transition Board meetings shall be recorded and routinely reported to the Health Boards. Papers will normally be distributed to Transition Board one week before the meeting. The Transition Board will agree information to be made available on the Health Boards websites.

## **10. Frequency of Meetings**

- 10.1 The Joint Transition Board will meet monthly and will report routinely to the Health Boards. Any additional meetings will be arranged as determined by the Joint Chairs.

## **11. Accountability, Responsibility and Authority**

- 11.1 Although, as set out within these terms of reference, the Board has delegated authority to the Joint Transition Board for the exercise of certain functions, the Health Boards retain overall responsibility and accountability for the commissioning (and where relevant, delivery) of healthcare of its citizens, through the effective governance of the organisation.
- 11.2 The Joint Transition Board is directly accountable to the respective University Health Boards for its performance in exercising the functions set out in these terms of reference.

## **12. Reporting**

- 12.1 Through the Chief Executive Officers, Board update reports will be provided routinely to respective Health Boards, and where required, through respective Committee structures responsible for planning.
- 12.2 Regular joint updates will be provided to respective Community Health Council Service Planning Committees, with the opportunity to present at joint statutory CHC meetings to provide ongoing briefings.

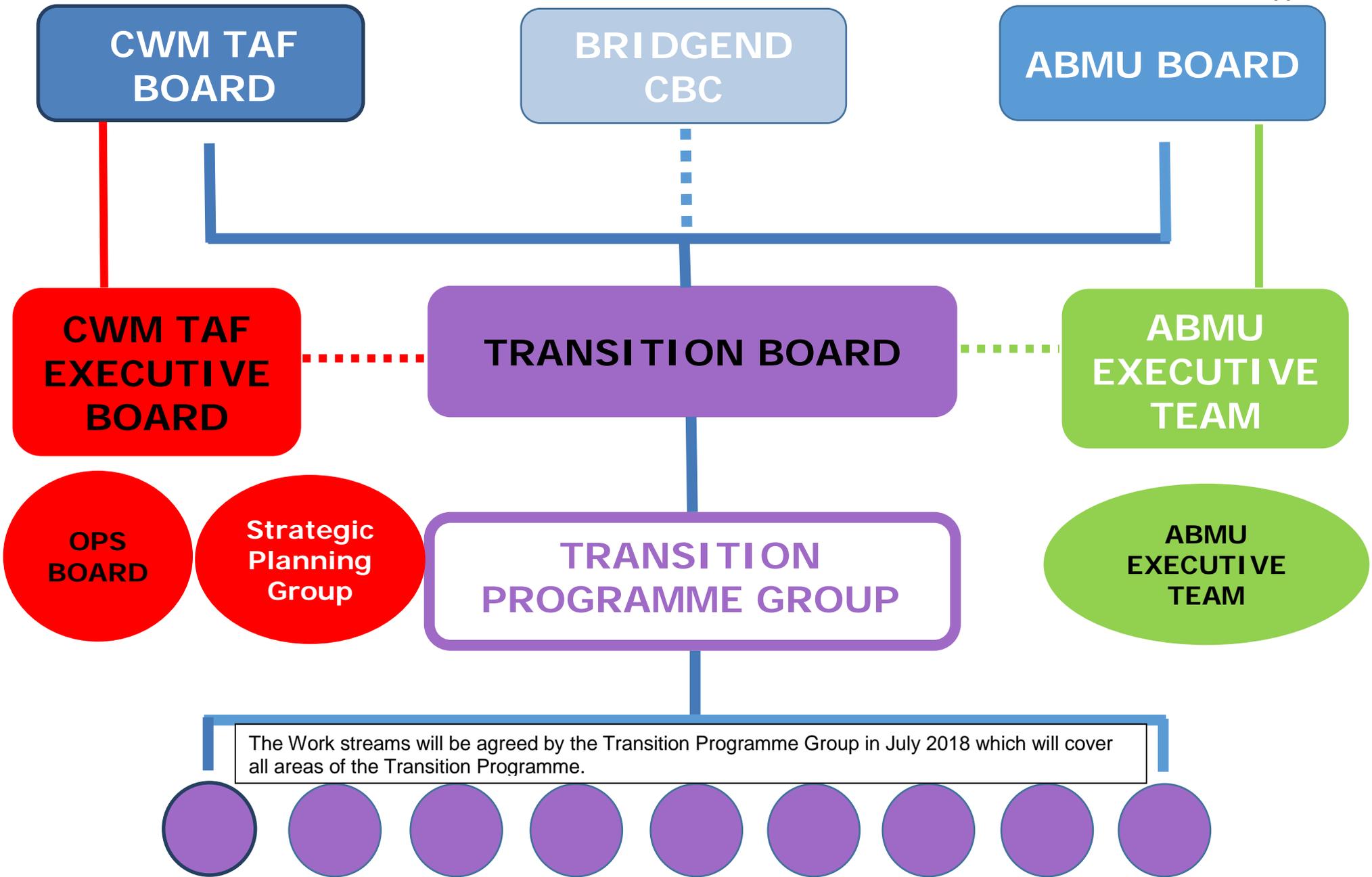
## **13. Secretarial Support**

13.1 The Committee Secretary shall be jointly determined by the Board Secretaries of Cwm Taf and Abertawe Bro Morgannwg University Health Boards.

#### **14. Review Date**

14.1 These terms of reference and operating arrangements will remain under review and should any changes be deemed necessary, will require approval by the respective University Health Boards.

**DRAFT Version 2.0 for Health Board (s) Approval June 2018**



The Work streams will be agreed by the Transition Programme Group in July 2018 which will cover all areas of the Transition Programme.