


# **NHS Cheshire & Merseyside ICB**

## **Research and Innovation Committee**

### **Terms of Reference**



**Document revision history**



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# Research and Innovation Committee

## Terms of Reference

### 1. Introduction and Purpose

The Research and Innovation Committee (the Committee) is established by NHS Cheshire and Merseyside Integrated Care Board ('NHS Cheshire and Merseyside') as a Sub-Committee of its Board in accordance with its Constitution.

These terms of reference, which must be published on the NHS Cheshire and Merseyside website, set out the membership, the remit, responsibilities, and reporting arrangements of the Committee and may only be changed with the approval of the Board of NHS Cheshire and Merseyside.

The Committee is a non-executive led forum, and its members, including those who are not members of the Board, are bound by the Standing Orders and other policies of NHS Cheshire and Merseyside.

The Committee's main purpose is to exercise the functions of the ICB relating to the legal duties on ICBs, as outlined within the Health and Care Act 2022 (the 2022 Act), regarding the facilitation and promotion of research relevant to health service and the use in the health service of evidence obtained from research.

These duties have been emphasised in NHS England's subsequent guidance to ICBs on Maximising the Benefits of Research<sup>1</sup> which makes a number of recommendations on how best to embed a culture of research and innovation within an Integrated Care System (ICS)

### 2. Role and Responsibilities

The Committee, through delegated authority from the ICB, will develop recommendations on to the Board of NHS Cheshire and Merseyside in line with the development of an Integrated Research Innovation System (IRIS), which will:

- create the most comprehensively networked system across the Cheshire and Merseyside Integrated Care System (ICS)
- build a system attracting investment and intellectual value because of its straight forward nature
- creates a functional network of research delivery because it is underpinned by the richest data science
- allow research to take place within each of the nine Places across Cheshire and Merseyside
- cements academic and NHS relationships.

The Committee's duties are as follows:

- to approve an annual workplan

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<sup>1</sup> <https://www.england.nhs.uk/long-read/maximising-the-benefits-of-research/>

- make recommendations to the Board of NHS Cheshire and Merseyside
- to involve and engage NHS and wider partners in IRIS, managing the interdependencies with similar systems across Cheshire and Merseyside (and beyond) and resolving any conflicts
- ensure the development of IRIS has sufficient resources drawn from all partners, with the right skills and capacity to deliver against its objectives
- identify and address risks and issues.
- report on progress, risks, issues and delivery to the Board of NHS Cheshire and Merseyside
- ensure that the voice of patients, public and stakeholders are integral to the programme
- receive and consider reports from the Cheshire and Merseyside Research and Innovation Steering Group, ensuring transparency, accountability, and alignment with the overarching healthcare strategy.
- Establish working Groups (specialised groups responsible for specific research and innovation areas and initiatives) that will also report to the Committee.

### 3. Authority

The Research and Innovation Committee is authorised by the ICB Board to:

- investigate and approve any activity as outlined within its terms of reference
- seek any information it requires within its remit, from any employee or member of the ICBs (who are directed to co-operate with any request made by the committee) within its remit as outlined in these terms of reference
- obtain independent professional advice and secure the attendance of advisors with relevant expertise if it considers this is necessary to fulfil its functions. In doing so the committee must follow any procedures put in place by the ICB for obtaining legal or professional advice
- create task and finish sub-groups in order to take forward specific programmes of work as considered necessary by the Committee's members. The Committee shall determine the membership and terms of reference of any such task and finish sub-groups in accordance with the constitution of the ICB, standing orders and SoRD but may /not delegate any decisions to such groups without the approval of the ICB Board.
- commission, review and authorise policies where they are explicitly related to areas within the remit of the Committee as outlined within the TOR, or where specifically delegated to the Committee by the ICB Board.
- approve the TOR for the IRIS Steering Group.

For the avoidance of doubt, in the event of any conflict, the ICB Standing Orders, standing Financial Instructions and the Scheme of Reservation and Delegation will prevail over these terms of reference other than the committee being permitted to meet in private.

### 4. Membership & Attendance

#### Membership

The Committee membership shall be confirmed by the Board of NHS Cheshire and Merseyside via approval of the Committee Terms of Reference and in accordance with the NHS Cheshire and Merseyside Constitution.

Membership of the Committee may be drawn from individuals employed by or appointed by NHS Cheshire and Merseyside: individuals drawn from partners within the wider health and social care system; and other individuals / representatives as deemed appropriate for the delivery of the Committees remit.

When determining the membership of the Committee, active consideration will be made to diversity and equality.

The Committee Membership will be composed of:

- at least one Non-Executive Member from the NHS Cheshire and Merseyside Board (also to be the Chair)
- ICB Medical Director
- Associate Medical Director for Transformation and Deputy Medical Director
- x2 ICB Directors of Research, Cheshire and Merseyside Integrated Care System
- a representative from University of Liverpool
- a representative from Alder Hey Childrens Hospital.

### **Attendees**

Only members of the Committee have the right to attend Committee meetings, but the Chair may invite relevant staff and individuals to the meeting as necessary in accordance with the business of the Committee.

Meetings of the Committee may also be regularly attended by the following individuals who are not members of the Committee. Such attendees will not be eligible to vote.

The Chair may ask any or all of those who normally attend, but who are not members, to withdraw to facilitate open and frank discussion of matters.

## **5. Meetings**

### **5.1 Leadership**

The Committee shall be chaired by a Non-Executive Member of the NHS Cheshire and Merseyside Board. Committee members may appoint a Deputy Chair from amongst its standing members.

If the Chair, or Deputy Chair, is unable to attend a meeting, they may designate an alternative NHS Cheshire and Merseyside Non-Executive Member or Executive Director to act as Chair.

If the Chair is unable to chair an item of business due to a conflict of interest, the Deputy Chair will be asked to Chair the meeting. On the occasion where both the Chair and Deputy Chair are unable to Chair an item due to a conflict of interest, then another member of the Committee, without any conflicts, will be asked to chair the Meeting for that item. Where these requirements are unable to be met the meeting item will need to be deferred.

The Chair will be responsible for agreeing the agenda and ensuring matters discussed meet the objectives as set out in these Terms of Reference.

## 5.2 Quorum

A meeting of the Committee is quorate if the following are present:

- at least four Committee members in total, of which this must consist of
  - the Chair or Deputy Chair
  - at least one ICB Associate Director of Research and Innovation.

If any member of the Committee has been disqualified from participating on an item in the agenda, by reason of a declaration of conflicts of interest, then that individual shall no longer count towards the quorum.

## 5.3 Decision-making and voting

Decisions will be taken in accordance with the Standing Orders and Operational Standing Orders of NHS Cheshire and Merseyside and within the authority as delegated to the Committee and its members. The Committee will ordinarily reach conclusions by consensus. When this is not possible the Chair may call a vote.

Only members of the Committee may vote. Each member is allowed one vote, and a majority will be conclusive on any matter.

Where there is a split vote, with no clear majority, the Chair of the Committee will hold the casting vote.

If a decision is needed which cannot wait for the next scheduled meeting, the Chair may conduct business on a 'virtual basis through the use of telephone, email or other electronic communication'. Decisions will be recorded and formally minuted and ratified at a subsequent formal meeting of the Committee.

## 5.4 Frequency and meeting arrangements

The Committee will meet in private.

The Committee will meet bi-monthly prior to the Research and Innovation Steering Group.

Additional meetings may take place as required.

At its first meeting (and at the first meeting following each subsequent anniversary of that meeting) the Committee shall prepare a schedule of meetings for the forthcoming year ("the Schedule").

Members may call for a special meeting of the Committee outside of the Schedule as they see fit, by giving notice of their request to the Chair. The Chair may, following consultation with the Committee members, confirm the date on which the special meeting is to be held and then issue a notice giving not less than one week's notice of the special meeting.

The Committee may meet virtually and members attending using electronic means will be counted towards the quorum.

## 6. Administrative Support

The Committee shall be supported with a secretariat function. Which will include ensuring that:

- the agenda and papers are prepared and distributed having been agreed by the Chair with the support of the executive lead
- good quality minutes are taken in accordance with the standing orders and agreed with the chair and that a record of matters arising, action points and issues to be carried forward are kept
- the Chair is supported to prepare and deliver reports to the Board
- the Committee is updated on pertinent issues / areas of interest / policy developments; and
- action points are taken forward between meetings.

## 7. Accountability and Reporting

The Committee is accountable to the Board of NHS Cheshire and Merseyside and shall report to the Board on how it discharges its responsibilities.

The Chair will provide assurance reports to the Board at the subsequent meeting of the Board following a meeting of the Committee and shall draw to the attention of the Board any issues that require disclosure to the Board or require action.

The Committee will also submit copies of its confirmed minutes to the Board of NHS Cheshire and Merseyside following each of its meetings.

The Committee will provide the Board with an Annual Report. The report will summarise its conclusions from the work it has done during the year.

## 8. Behaviours and Conduct

Members will be expected to conduct business in line with the NHS Cheshire and Merseyside values and objectives and the principles.

Members of, and those attending, the Committee shall behave in accordance with NHS Cheshire and Merseyside constitution, Standing Orders, and Standards of Business Conduct Policy.

All members shall comply with the NHS Cheshire and Merseyside Managing Conflicts of Interest Policy at all times. In accordance with the NHS Cheshire and Merseyside policy on managing conflicts of interest, Committee members should:

- Inform the chair of any interests they hold which relate to the business of the Committee.

- Inform the chair of any previously agreed treatment of the potential conflict / conflict of interest.
- Abide by the chair's ruling on the treatment of conflicts / potential conflicts of interest in relation to ongoing involvement in the work of the Committee.
- Inform the chair of any conflicts / potential conflicts of interest in any item of business to be discussed at a meeting. This should be done in advance of the meeting wherever possible.
- Declare conflicts / potential conflicts of interest in any item of business to be discussed at a meeting under the standing "declaration of interest" item.
- Abide by the chair's decision on appropriate treatment of a conflicts / potential conflict of interest in any business to be discussed at a meeting.

As well as complying with requirements around declaring and managing potential conflicts of interest, Committee members should:

- Comply with NHS Cheshire and Merseyside policies on standards of business conduct which include upholding the Nolan Principles of Public Life
- Attend meetings, having read all papers beforehand
- Arrange an appropriate deputy to attend on their behalf, if necessary
- Act as 'champions', disseminating information and good practice as appropriate
- Comply with the NHS Cheshire and Merseyside administrative arrangements to support the Committee around identifying agenda items for discussion, the submission of reports etc.

#### Equality diversity and inclusion

Members must demonstrably consider the equality, diversity, and inclusion implications of decisions they make.

## **9. Review**

The Committee will review its effectiveness at least annually

These terms of reference will be reviewed at least annually and earlier if required. Any proposed amendments to the terms of reference will be submitted to the Board for approval.