

**Terms of Reference**  
Procurement and Investment Committee

<b>Version Tracking</b>				
Version	Date	Revision Description	Editor	Approval Status
0.1				Draft
0.2		Updated to reflect DAC Beachcroft advice	GS	Draft
1.0	13 Oct 2015	Approved by Board	GS	Approved
1.1	November 2017	Updated job title of Director of Performance and Corporate Affairs		Approved
1.2	10 July 2018	Approved by Board	LG	Approved

**Table of Contents**

1. CONSTITUTION .....3

2. PURPOSE.....3

3. AUTHORITY .....3

4. DUTIES .....3

5. REPORTING .....4

6. MEMBERSHIP .....4

7. QUORUM AND VOTING .....4

8. GROUNDS FOR OBJECTION .....4

9. SECRETARIAT SERVICES .....5

10. PROCEDURAL DOCUMENTS AND CORPORATE RECORD KEEPING.....5

11. FREQUENCY OF MEETINGS .....6

12. REVIEW OF TERMS OF REFERENCE .....6

## **1. CONSTITUTION**

- 1.1 The Procurement and Investment (P&I) Committee is a duly authorised committee of the West Leicestershire Clinical Commissioning Group (the CCG).

## **2. PURPOSE**

- 2.1 The purpose of the P&I Committee is to consider procurement and investment decisions where the Board of the CCG or its committees is unable to do so due to conflicts of interest and/or where quoracy affects decision making.
- 2.2 Where the Board or committee is of the view that decisions on a particular matter should not be made by the Board as result of potential conflicts of interest, the Board/committee may delegate such decision-making to the P&I Committee.
- 2.3 Such decisions may include approving a specification for services in which the GP members have an interest (by virtue of the GP Federation potentially being able to provide those services), or the decision to award a contract following a procurement process in which the GP members have an interest (by virtue of the GP Federation bidding for the contract).
- 2.4 Commissioning decisions will tend to have both clinical and financial elements. The P&I Committee must consider (but is not limited to) the financial element to the decision, whilst ensuring that adequate GP input to the decision is considered.
- 2.5 The delegating Board/committee must set a clear scope for each decision to be considered by the P&I Committee. The Committee is not however restricted in relation to information taken into account when coming to their decisions (for example, see paragraph 4.1.2 below).

## **3. AUTHORITY**

- 3.1 The Committee shall operate within the Corporate Governance Framework (i.e. The Constitution, Standing Orders, Standing Financial Instructions, and Scheme of Delegation & Reservation) of the CCG.
- 3.2 The Committee is authorised by the Board to undertake the duties set out in these terms of reference.

## **4. DUTIES**

- 4.1 The Committee undertake the following duties:
- 4.1.1 It is the duty of the Committee to make procurement and investment decisions as and when the Board/committee refers these to it. In so doing, the Committee shall:
- 4.1.2 Have due regard for:
- 4.1.2.1 Applicable procurement legislation and national guidance;
- 4.1.2.2 The strategy, aims, and objectives of the CCG;
- 4.1.2.3 Clinical leadership and input;
- 4.1.2.4 CCG and LLR commissioning arrangements
- 4.1.3 Consider all options on merit as defined in procurement documentation such as Invitations to Tender;
- 4.1.4 Where it is felt necessary by the P&I Committee, for example where in

extraordinary circumstances the Committee is unable to make a decision or where clarification of the scope for the decision is required, the Committee may refer a matter back to the Board/committee with clear recommendations for next steps and further delegation if required.

## **5. REPORTING**

- 5.1 The P&I Committee shall report to the delegating Board/committee by summary written report to the next available meeting following each Committee meeting.

## **6. MEMBERSHIP**

- 6.1 The P&I Committee shall comprise the following members:
- 6.1.1 A chair who is an independent lay member of the Board;
  - 6.1.2 A deputy chair who is also an independent lay member of the Board;
  - 6.1.3 Two non-conflicted GPs (see below);
  - 6.1.4 The Registered Nurse (or suitably qualified nominated deputy);
  - 6.1.5 The Accountable Officer (or suitably qualified nominated deputy)
  - 6.1.6 The Chief Finance Officer (or suitably qualified nominated deputy)
  - 6.1.7 The Director of Performance and Corporate Affairs (or suitably qualified nominated deputy)

## **7. QUORUM AND VOTING**

- 7.1 The quorum necessary for the conduct of business shall be the chair or their deputy, three non-GP members of the Board, and one GP member. Where a voting member has nominated a suitably qualified deputy, they will be entitled to vote.
- 7.2 This quorum provides for an 'independent' majority. The GP member should be a non-conflicted GP from either the CCG or from outside of the CCG's area (but from an area which is demographically similar to that of the CCG) as a full voting member of the Committee. The inclusion of this GP member would provide appropriate clinical input at GP level.
- 7.3 Decisions will be made by consensus whenever possible. Where this is not possible, a decision put to a vote at a meeting of the Committee shall be determined by simple majority of the voting members present.
- 7.4 In the case of an equal number of votes for and against any motion or resolution, the Chair of the Committee shall have a second and casting vote.

## **8. GROUNDS FOR OBJECTION**

- 8.1 Should the Board/committee wish to dispute a decision made by the Committee, the Board will meet to determine their concerns. These concerns will be considered at a special meeting of the P&I Committee where the Committee will consider any valid objection (see paragraph 8.2 below) to the decision. The Clinical Chair of the Board may attend the special committee meeting. The Committee may invite/request any person to attend such a meeting to provide information. The P&I Committee will consider all information and make a further decision on the item subject to objection.
- 8.2 Reasonable grounds for objection include:
- 8.2.1 Factual error in the materials submitted for decision;

8.2.2 Factually incomplete or inaccurate interpretation of key facts or figures by the Committee.

8.2.3 Where an item requires a very high level of clinical engagement, and the information considered by the Committee requires update from a delivery perspective

8.3 Alternatively, the P&I Committee may appoint an independent arbiter (of appropriate experience and standing e.g. the Chair of another CCG) for the purpose of considering challenges or objections.

## **9. SECRETARIAT SERVICES**

9.1 The Director of Performance and Corporate Affairs (the Secretary) shall act as Secretary to the Committee.

### **9.2 Notice and Conduct of Meetings – The Secretary shall:**

9.2.1 Call meetings of the Committee at the request of the Conflicts of Interest Screening Panel and subsequent approval of the Board/relevant committee, or following discussion at the direct request of the Board/committee

9.3 The agenda shall be agreed by the Chair of the Committee in consultation with the Secretary.

9.4 Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be available to each member of the Committee, and where appropriate, other persons required to attend, no later than five [5] working days before the date of the meeting.

9.5 Supporting papers shall be provided to members and to other attendees as appropriate, at the same time (i.e. no later than three [3] working days before the date of the meeting).

9.6 The Chair may call extraordinary meetings in the event of urgent business with no prior notice.

### **9.7 Minutes of Meetings – The Secretary shall:**

9.7.1 Minute the proceedings and resolutions of the Committee, including the names of members present and others in attendance;

9.7.2 Maintain and monitor a log of agreed actions and performance-manage each action to completion;

9.7.3 Make available the Minutes of meetings and the Log of Actions in draft format no later than three [3] working days after the date of the meeting.

## **10. PROCEDURAL DOCUMENTS AND CORPORATE RECORD KEEPING**

10.1 The Committee shall:

10.1.1 Prepare, review and approve procedural documents (strategies, policies, protocols and procedures) as set out in the Procedural Document Framework i.e. Policy for Polices;

10.1.2 Maintain the corporate records and evidence required to demonstrate how it has discharged its duties to the CCG; and,

10.1.3 Pursue gaps in evidence and assurance to demonstrate the successful

achievement of the Committee's objectives.

**11. FREQUENCY OF MEETINGS**

- 11.1 The Committee shall meet at least four [4] times a year and at such other times as the Board shall require.

**12. REVIEW OF TERMS OF REFERENCE**

- 12.1 At least once a year, the Committee shall review its own constitution, performance, and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.

**Last Review: July 2018**

**Next Review: By July 2019**