

Appendix D to the Report of the Cardiff Race Equality Taskforce

Terms of Reference; Race Equality Taskforce and Sub-Groups

1. Race Equality Taskforce: Terms of Reference

Purpose

1. The Race Equality Taskforce ('the Taskforce') is established by Cardiff Council, following a decision by the Council's Cabinet on 16 July 2020, to enable the coordination of meaningful and evidence-led actions and recommendations to address racial discrimination and promote race equality in Cardiff.
2. The Taskforce will undertake this work until the end of the current political administration and local government elections in May 2022.

Objectives

3. The Taskforce will work to the following objectives:
 - Work with Cardiff's communities and organisations to improve and prioritise race equality to achieve an inclusive, cohesive, thriving and representative city;
 - Guide Cardiff's policy and strategy developers to make sure race equality is included in all of their work;
 - Use the Council's convening power to advance race equality in the public, private and voluntary sector, working closely where required with the Cardiff Public Services Board;
 - Coordinate actions and recommendations to advance race equality, focusing on priority work-streams, identified in consultation with the city's ethnic minority residents;
 - Report on progress on race equality and the general impact of inequality and discrimination on the ethnic minority communities of Cardiff.

Priorities

4. The following areas have been identified to be considered by the Taskforce:
 - a) Employment and Representative Workforce
 - b) Education and Young People's Experience of Services
 - c) Citizen's Voice
 - d) Health and Social Care
 - e) Criminal Justice

5. The priorities of the Taskforce have been informed by public consultation with Cardiff residents and agreed by the Race Equality Taskforce Membership at their inaugural meeting on 2nd December 2020. A work stream will be established for each of the agreed priorities, which will coordinate and consider strategic evidence, practice and policy reviews in order to produce recommendations for action.

Reporting Requirements

6. The Taskforce will report to Cabinet on each work-stream on a quarterly basis from March 2021. The formal report will be provided annually to Council. Work Stream's a) Employment and Representative Workforce b) Education and Young People's Experiences of Services c) Citizen's Voice will provide recommendations which will be considered at Cabinet. Work stream d) Health and Social Care will provide recommendations to the Health Board for consideration. Work stream e) Criminal Justice will provide recommendations for the Community Safety Partnership.
7. The Taskforce will also provide an annual report to Full Council, in line with the reporting schedule for the Council's statutory Equalities Annual Report.
8. A Cross-Party Group will provide Members input and engagement for the Taskforce.

Limitation of Authority

9. The Taskforce is an advisory body to the Council's Cabinet. It is not a decision-making body and does not have the authority to:
 - Expend money on behalf of Cardiff Council;
 - Commit Cardiff Council to any arrangement;
 - Direct Cardiff Council staff in the performance of their duties and shall not seek to do so;
 - Purport to represent Cardiff Council in any communication with the public or media; and
 - Consider any matter outside its Terms of Reference.
10. The actions of the Taskforce or any of its members shall not fetter the discretion of the Council in the exercise of any of its functions.

Membership

11. The Taskforce will comprise of the Chair and up to 14 members. Seeking to ensure a diverse range of protected characteristics are recognised within the Taskforce.
12. Members will be appointed until the end of the current political administration and local government elections in May 2022.

13. The membership will be made up of individuals with insight and interest in race, ethnicity and human rights and who have the ability, experience, opportunity and influence to make changes in their sector, industry and institutions or organisations.
14. Membership of the Taskforce is to be selected following a public appointment process openly advertised by the Council. The membership is selected in order to achieve a balance of representation across the following fields:

Voluntary Sector and Community Organisations	Public Services
Major Employers and Small-to-Medium Sized Enterprises (SMEs)	Culture and the Arts
Education, including Further and Higher Education	Sport
Trade Unions	Children and Young People

15. The Taskforce will also have the ability to co-opt members on a consensual basis.
16. Members of the Taskforce must submit, upon appointment, a declaration of personal interests, including a declaration that they understand and will abide by the Nolan Principles of Standards in Public Life. All members will strive to be respectful, consensus-oriented, transparent and accountable.
17. Everyone in attendance at Taskforce meetings must declare any actual or potential conflicts of interest; these shall be recorded in the minutes. Anyone with a relevant or material interest in a matter under consideration must be excluded from the discussion; this shall also be recorded in the meetings.

Chair

18. The appointment of the Chair of the Taskforce is a matter for decision by the Council's Cabinet.
19. The Chair will be appointed until the end of the current political administration and local government elections in May 2022.
20. The Chair is responsible for chairing meetings of the Taskforce and promoting the work of the Taskforce.
21. The Chair will also oversee the activities of the work-streams and strategic activities associated with tackling discrimination and disadvantage faced by ethnic minority residents in Cardiff.

Vice Chair

22. The Vice-Chair of the Taskforce will be selected by the Chair from among the 14 members who are publicly appointed to the Taskforce.
23. The Vice-Chair will be appointed for 6 months subject to reappointment.
24. The Vice-Chair will deputise in chairing meetings of the Taskforce in the absence of the Chair.

Meeting Arrangements

25. The Taskforce will be quorate at 25% of the total voting members, rounded up to the nearest whole number. This must include the Chair/ Vice-Chair.
26. Meetings of the Taskforce will take place on a quarterly basis (i.e. every 3 months) and will usually take place at a council venue or will be held remotely using Microsoft Teams due to the Covid-19 pandemic.
27. Members of the Taskforce are expected to make every effort to attend all meetings and attendance will be recorded formally through minutes of the meetings.
28. Where members are unable to attend Taskforce meetings, any apologies should be given to the Chair and/or meeting secretariat in advance of the meetings. Substitute delegates are not able to attend meetings without the prior approval of the Chair (or Vice-Chair in the absence of the Chair).

Recommendations and Voting

29. Draft recommendations will be brought to the Taskforce meetings through work streams, organised by number (eg: 1.1, 1.2) and will be recorded in the meetings minutes along with any votes. Recommendations are called to a vote by the Chair of the Taskforce during a meeting. Approved recommendations from Taskforce meetings will be reported to Cabinet.
30. Votes may be cast by Taskforce members only and not Council secretariat or observers. Votes are made only by the members present in a properly arranged meeting.
31. Decisions will be made by a majority of the votes cast at the meeting. In the event of there not being a clear majority vote, the Chair shall have a casting vote.
32. Votes are cast at the Chair's discretion and are as follows:
 - I. *By General Consent* -- When a recommendation is not likely to be opposed, the Chair says, "if there is no objection ..." The membership shows agreement by their silence, however if one member says, "I object," the item will then be put to a vote by one of the methods below.

- II. By Voice -- The Chairman asks those in favour to say, "Aye", those opposed to say "no". Any member may move for an exact count. (Whilst meeting virtually during the Covid-19 Pandemic the 'raise hand' function on Teams will be used)
- III. *By Roll Call* -- Each member answers "yes" or "no" as his name is called. This method is used when a record of each person's vote is required.

Confidentiality

33. Confidentiality rules are as follows: The Taskforce will adhere to the Chatham House Rule, anyone who comes to a meeting is free to use information from the discussion but is not allowed to reveal who made any comment. Failure to adhere to this rule may result in taskforce membership being revoked.

Administration

34. The Secretariat and administrative support services to the Taskforce will be provided by Cardiff Council, or an individual or organisation appointed by Cardiff Council, and will include meeting organisation, circulating meeting agendas, taking meeting minutes and overseeing general Taskforce administration.
35. All final papers/reports must be submitted to the meeting secretariat 7 clear days in advance of the meeting.
36. The agenda and supporting papers shall be forwarded to each member of the Taskforce 3 clear days in advance of the meeting.

Communications

37. The Taskforce will communicate via email using a private invite-only list of contacts. Communication may include:
 - Periodic updates concerning Taskforce activities;
 - Dissemination of minutes and initiatives;
 - Links and research related to Taskforce aims and ambitions; and
 - Draft documents for review and comment.

Press & Social Media

38. Council secretariat are available for any queries. However, confidentiality rules should be adhered to during all public or social correspondence. Further guidance on this can be found in the 'Communications Guidance' provided by the Equality Team.

General Requirements

39. In so far as it relates to the activities of the Taskforce, the Taskforce and individual members of the Taskforce:

- i. Will use all reasonable endeavours to comply with all applicable requirements of Cardiff Council's Welsh Language Scheme and the Welsh Language (Wales) Measure 2011 ("the Measure") and the Welsh language standards issued to the City of Cardiff Council (Compliance Notice – Section 44 Welsh Language (Wales) Measure 2011) insofar as it relates to the activities of the Taskforce. A copy of the Welsh language standards is available from: www.cardiff.gov.uk/bilingualcardiff
- ii. Will comply with any and all requirements under the Data Protection Legislation and shall not disclose or allow unauthorised access to any confidential information provided or acquired during the term of the Taskforce.
- iii. Shall not unlawfully discriminate within the meaning and scope of any law, enactment, order, or regulation or good practice relating to discrimination (whether in age, disability, gender reassignment, race, religion or belief, sex, sexual orientation, marriage and civil partnership, and pregnancy and maternity or otherwise).
- iv. Acknowledges that the Council is subject to the requirements of the Code of Practice on Government Information, Freedom of Information Act and the Environmental Information Regulations and shall assist and cooperate with the Council to enable the Council to comply with its Information disclosure obligations, and
- v. Shall not behave in a manner so as to bring Cardiff Council into disrepute.

Amendments to the Terms of Reference

40. The Terms of Reference may be amended, varied or modified in writing by the council's Head of Policy and Partnerships in consultation with the Chair, with advice from Legal Services.
41. Taskforce members will be given the opportunity to comment on any proposed substantive changes to the Terms of Reference, so far as reasonably practicable, and the Council will ensure that Taskforce members' views are duly taken into account.

2. RACE EQUALITY TASKFORCE: COUNCIL-LED SUB-GROUPS

TERMS OF REFERENCE

1. AIM

- 1.1. To develop proposals to improve race equality in Cardiff, in relation to the theme of the sub-group, which will be presented to Cardiff's Race Equality Taskforce for discussion and inform their recommendations.

2. OBJECTIVES

- 2.1. The Sub-Group will coordinate and consider strategic evidence, practice and policy reviews in order to produce proposals for the Taskforce's consideration.
- 2.2. Proposals will be brought to the Taskforce meetings for presentation, organised by number (e.g. 1.1, 1.2). Taskforce members will have the opportunity to discuss and vote on proposals to inform their recommendations to Cabinet.
- 2.3. To action feedback and guidance offered by the Taskforce to inform proposals relevant to the work stream, as necessary.
- 2.4. To act as a reference group for Race Equality related issues and provide a voice for Race Equality Taskforce issues within relevant Sub-Group themes.

3. MEMBERSHIP

- 3.1. The Chair of the Employment and Representative Workforce Sub-Group is Asmut Price, BAME Network Chair and Taskforce Member / The Chair of the Education & Young People's Experience of Service Sub-Group is Gillian James, Achievement Leader (Key Groups) for Cardiff Council / The Chair of the Citizen's Voice Sub-Group is Cllr Daniel De'Ath, Former Lord Mayor and Taskforce Member. The Chairs of the Council-led Sub-Groups are appointed until the end of the current Administration in May 2022.
- 3.2. The Vice Chairs are appointed from Sub-Group membership. The Vice Chair will chair meetings of the Sub-Group in the Chair's absence, and support meeting formalities as and when required.
- 3.3. The membership will be made up of individuals with insight and interest in race, ethnicity, and human rights and who have the ability, experience, opportunity and influence to make changes in their sector, industry and institutions or organisations within each relevant Sub-Group theme.
- 3.4. Council Members/officers may be invited to participate as and when necessary and in agreement with the Sub-Group Chair.
- 3.5. External guests may attend as invited e.g. Race Equality Taskforce Chair, Taskforce members, and external speakers.

4. ADMINISTRATION

- 4.1. The Sub-Group will be supported by the Race Equality Taskforce Secretariat who will be responsible for taking minutes in meetings, arranging a suitable meeting space and any other secretarial duties necessary.
- 4.2. A briefing regarding the Race Equality Taskforce will be prepared and presented to the appointed membership of the Sub-Group in the first convening by the Race Equality Taskforce Secretariat.
- 4.3. The Sub-Group will be quorate at 25% of the total membership, rounded up to the nearest whole number. This must include the Chair/ Vice-Chair.

5. RECORD OF MEETINGS

- 5.1. Minutes from each meeting of the Sub-Group will be recorded by the Race Equality Taskforce Secretariat and disseminated to members of the Sub-Group following each meeting.

6. FREQUENCY OF MEETINGS

- 6.1. The meetings will be held quarterly during the course of the current administration until May 2022.

3. RACE EQUALITY TASKFORCE: PARTNER-LED CRIMINAL JUSTICE SUB-GROUP

TERMS OF REFERENCE

1. AIM

- 1.1. To develop proposals to improve race equality in Cardiff, in relation to the theme of Criminal Justice which will be presented to Cardiff's Race Equality Taskforce for discussion and inform their recommendations.

2. OBJECTIVES

- 2.1. The Sub-Group will coordinate and consider strategic evidence, practice and policy reviews in order to produce proposals for the Taskforce's consideration.
- 2.2. Proposals will be brought to the Taskforce meetings for presentation, organised by number (e.g. 1.1, 1.2). Taskforce members will have the opportunity to discuss and vote on proposals to inform their recommendations.
- 2.3. To action feedback and guidance offered by the Taskforce to inform proposals relevant to the work stream, as necessary.
- 2.4. To empower community voices, act as a reference group for Race Equality related issues and provide a space for Race Equality Taskforce issues within relevant Sub-Group themes.
- 2.5. The Sub-Group will not be involved in individual or current case-specific investigations. The sub-group will utilise current data, qualitative feedback and lived experiences and act as a body to advise and guide Cardiff's Criminal Justice institutions in broader issues relating to policing and criminal justice policy and practice matters.

3. MEMBERSHIP

- 3.1. The Chair of the Sub-Group is Emma Wools, Deputy Police Crime Commissioner and Taskforce Member. The Chair of the Sub-Group is appointed until the end of the current Administration in May 2022.
- 3.2. The Vice Chair is appointed from the Sub-Group membership. The Vice Chair will chair meetings of the Sub-Group in the Chair's absence, and support meeting formalities as and when required.
- 3.3. The membership will be made up of individuals with insight and interest in race, ethnicity and human rights and who have the ability, experience, opportunity and influence to make changes in their sector, industry and institutions or organisations within each relevant Sub-Group theme.
- 3.4. Council Members/officers may be invited to participate as and when necessary and in agreement with the Sub-Group Chair.

3.5. External guests may attend as invited e.g. Race Equality Taskforce Chair, Taskforce members, and external speakers.

4. GOVERNANCE

4.1. Taskforce approved recommendations will be taken for consideration through governance structures such as Cardiff's Community Safety Partnership's Leadership Board or Cardiff Council's Cabinet, as is most relevant and appropriate.

4.2. Sub-Group members are able to escalate concerns or issues with regards to the Sub-Group to the Race Equality Taskforce's Chair, Cllr Saeed Ebrahim or the Council Secretariat.

7. ADMINISTRATION

7.1. The Sub-Group will be supported by Cardiff Council's Race Equality Taskforce Secretariat, who will undertake any secretarial duties necessary.

7.2. The Sub-Group will be quorate at 25% of the total membership, rounded up to the nearest whole number, this must include representation from both statutory and non-statutory organisations to ensure balanced membership. This must include the Chair/ Vice-Chair.

8. RECORD OF MEETINGS

8.1. Minutes from each meeting of the Sub-Group will be recorded by the Race Equality Taskforce Secretariat and disseminated to members of the Sub-Group following each meeting.

9. FREQUENCY OF MEETINGS

9.1. The meetings will be held quarterly during the course of the current administration until May 2022. The Chair has the ability to request further meetings subject to timescales of actions and proposals.

4. RACE EQUALITY TASKFORCE: PARTNER-LED HEALTH WORK STREAM

The Health work stream did not have an active sub-group, but health representatives informed their actions following guidance from Taskforce and governance from the Cardiff & Vale University Health Board's EQUALITY STRATEGY & WELSH LANGUAGE STANDARDS GROUP.

The Equality Strategy & Welsh Language Standards Group Terms of Reference can be found below:

1 PURPOSE

1.1 The purpose of the Equality Strategy & Welsh Language Standards Group (ESWLSG) is to:

Advise, embed and assure the Strategy and Delivery Committee on the development and implementation of the UHB's "Strategy Equality Plan - Caring about Inclusion" (SEP) and the Welsh Language Standards, and key enabling plans. This will include all aspects of service access/delivery, employment practice, patient and public involvement, commissioning services and partnership arrangements. It will include any risks that may hinder our achievement of the objectives set out in the SEP and the Welsh Language Standards, including mitigating actions against these.

The work of the ESWLSG will be driven by legislation and compliance but also in tandem with the organisation's values and behaviour around equality and Welsh language considerations. Focusing on prevention, improvement through inclusion as key to sustainable development, education, wellness and wellbeing for the future of the people who work for and receive services from the Health Board. Equality is about making sure that people are treated fairly. It is not about us treating everyone the same, but seeing people as individuals and recognising that everyone's needs are met in different ways. The ESWLSG must and will be sensitive, thoughtful and flexible in how it meets the needs of people.

The ESWLSG will do the right thing for every person and treat everyone with dignity and respect. It will protect people's dignity and privacy and take action when it sees these are being undermined.

2. RESPONSIBILITIES OF THE ESWLSG

In broad terms the role and responsibilities of the ESWLSG are divided into four categories as shown below

- A. Strategy
- B. Delivery
- C. Performance
- D. Other responsibilities

Part A

Strategy and /or Strategic Intent

2.1 Strategic Equality Plan- Caring about Inclusion (SEP). Provide assurance to the Strategy and Delivery Committee that the SEP and the Welsh Language Standards are being:

- a. Reviewed and progressed as intended, within the appropriate timescales to achieve desired outcomes.
- b. Provide assurance that key milestones identified in the SEP and Welsh Language Standards enabling plans are being delivered.
- c. Provide assurance that the SEP and Welsh Language Standards enabling plans are being actively embedded and continually refreshed within the organisation.
- d. Provide assurances that significant risks associated with the delivery of the SEP and the Welsh Language Standards are being mitigated.

The Health Board prohibits discrimination, victimisation and harassment and provides equality of both opportunity and outcome for all community members, staff and applicants regardless of age, disability, gender identity and/or trans identity, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, sexual orientation or socioeconomic status.

Members of the ESWLSG are expected to exercise accountability appropriate to their position and delegated authorities. They are accountable to each other, the Health Board and the Health Board's stakeholders both for their actions and their decisions not to act.

Members of the ESWLSG will exercise sound judgment in serving the best interests of the organisation and the communities it serves and represents. They will do this by exploring how individuals see themselves fitting into the organisation.

2.2 Organisational Strategy. Provide assurance to the Strategy and Delivery ESWLSG that the SEP and the Welsh Language Standards are strategically aligned with the organisation's "Shaping our Future Wellbeing (SOFW) strategy and Integrated Medium Term Plan.

2.3 National Strategies Provide assurance to the Strategy and Delivery ESWLSG that the SEP and the Welsh Language Standards are:

Strategically aligned with Welsh Government's health and social care strategy which includes:

- a. The Wellbeing of Future Generations Act
- b. The Social Care and Wellbeing Act
- c. The Equality Act, including both the Public Sector Equality Duty and the Socio-Economic Duty
- d. The Welsh Language (Wales) Measure
- e. The Human Rights Act
- f. A Healthier Wales: Our Workforce Strategy for Health and Social Care
- g. Health and Care Standards
- h. Race Equality Action Plan: An Anti-racist Wales

Part B

Development and Delivery of Plans that support Strategies

2.4 Enabling/Supporting Plans:

The ESWLSG will scrutinise and provide assurance to the Strategy and Delivery Committee that related or supporting equality and Welsh language UHB plans have been developed and that their objectives are being delivered and planned. This will include:

a) Integrated Medium Term Plan (IMTP): The development and delivery of the Health Board's three year plan ensuring that service provision and quality financial and workforce elements are aligned and integrated.

Particular attention will be given to:

i. **Workforce Plan:** Scrutinise and provide assurance to the Strategy and Delivery Committee that:

- The strategic equality and Welsh language workforce issues as set out in the SEP and the Welsh Language Standards are being fully addressed
- Early consideration is given to key service and operational issues which may impact on the delivery of any plans

ii. **Capital Plan:** Provide assurance to the Strategy and Delivery Committee that **major** capital investments are aligned with the SEP and Welsh Language Standards and have been appropriately assessed. The ESWLSG will where appropriate, be responsible for reviewing achievement of the intended outcomes following completion or implementation.

b) Other Significant Plans: The ESWLSG will scrutinise and provide assurance to the Strategy and Delivery Committee that other significant plans associated with the delivery of the UHB's strategy (SOFW) will be reviewed and monitored to ensure they are being progressed and implemented from an equality and Welsh Language Standards perspective. This will include, as appropriate, the plan for:

- I. Research and Development
- II. Commercial Developments
- III. Infrastructure/Estates
- IV. Key Service Change Proposals. This will include providing assurance that they are in accordance with national guidance regarding engagement and consultation with stakeholder/partner organisations
- V. Major consultations and or engagements that support the delivery of SOFW

Part C

Performance

2.5 Performance: The ESWLSG will scrutinise and provide assurance to the Strategy and Delivery Committee that key performance indicators will be reviewed and monitored to ensure they are being progressed and implemented from an equality and Welsh Language Standards perspective, are on track and confirm that effective actions are being taken to correct unintended variations giving full consideration to associated governance arrangements. This will include:

- a) The key organisational Performance relevant to the Strategy and Delivery Committee
- b) Workforce Key Performance Indicators
- c) Closer scrutiny ("Deep Dives") on areas of concern where the ESWLSG considers it appropriate.

Part D

Other Responsibilities

2.6 Equality and Health Impact Assessments: To provide assurance to the Strategy and Delivery Committee that Equality and Health Impact Assessments are fully considered and properly addressed in all service change proposals and that full consideration is given to the UHB's responsibilities for Equality and the Welsh Language.

2.7 Staff Wellbeing. To provide assurance to the Strategy and Delivery Committee that the wellbeing of staff:

- a) Is always fully considered regularly reviewed to ensure that suitable support is made available whenever necessary.
- b) Staff wellbeing plans are aligned with SOFW and the values of the organisation.

3 GOVERNANCE

3.1 Delegated Powers of Authority

As described above.

- The ESWLSG will advise the Strategy and Delivery Committee on the adoption of a set of key indicators of service planning against which the UHB's performance will be regularly assessed and reported.
- The ESWLSG will regularly review any high corporate risks associated with its functions and to ensure that appropriate and effective mitigating actions are in place.

3.2 Authority

The ESWLSG is authorised by the Strategy and Delivery Committee to investigate or have investigated any activity within its terms of reference. In doing so, the ESWLSG shall have the right to inspect any books, records or documents of the UHB relevant to the ESWLSG's remit and ensuring patient/client and staff confidentiality, as appropriate. It may seek any relevant information from any:

- employee (and all employees are directed to cooperate with any reasonable request made by the ESWLSG); and
- other sub-ESWLSG or taskforce/group set up by the Strategy and Delivery Committee to assist it in the delivery of its functions.

The ESWLSG is authorised by the Strategy and Delivery Committee to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers it necessary, in accordance with the Strategy and Delivery Committee's procurement, budgetary and other requirements.

3.3 Membership

Chair: Executive Director of Workforce and Organisational Development

Vice Chair: Senior HWOD for Education and Inclusion

Members: A minimum of 3 Independent Board Members

The ESWLSG may also co-opt additional independent 'external' members from outside the organisation to provide specialist skills, knowledge and expertise.

3.4 Attendees

In attendance:

Equality Manager

Inclusion Manager

Welsh Language Officer

Nominated representatives from all of the UHB Clinical Boards

Nominated representative Patient Experience.

Nominated representatives from the Corporate Teams e.g.

Head of Human Resources

A representative from Staff side

Assistant Director of Nursing

Associate Medical Director (Workforce and Revalidation)

Director of Communications, Arts, Health Charity and Engagement

Trade Union representation

By invitation: The ESWLSG Chair may extend invitations to attend ESWLSG meetings as required to internal staff as well as others from outside the organisation who the ESWLSG considers should attend, taking account of the matters under consideration at each meeting. This would include extending an invitation to the Chair of the organisation's established Black, Asian, & Minority Ethnic Staff Network/Forum.

Attendance is required by members at 80% of meetings. Members unable to attend should indicate in writing to the ESWLSG Secretariat, at least 7 days in advance of the meeting. In normal circumstances, any members (except Independent Members) who are unable to attend must nominate a deputy who is appropriately briefed to participate in the meeting.

A register of attendance will be maintained and the Chair of the ESWLSG will follow up any issues related to the unexplained non-attendance of members. Should continuing non-attendance of a member jeopardise the functioning of the ESWLSG, the Chair will discuss the matter with the member and, if necessary, seek a substitute or replacement.

3.5 Secretariat

Secretary: As determined by the Executive Director of Workforce & Organisational Development.

3.6 Member Appointments

The membership of the ESWLSG shall be determined by the Strategy and Delivery Committee, based on the recommendation of the UHB Chair - taking account of the balance of skills and expertise necessary to deliver the ESWLSG's remit and subject to any specific requirements or directions made by the Welsh Government.

ESWLSG members' terms and conditions of appointment, (including any remuneration and reimbursement) are determined by the Strategy and Delivery Committee, based upon the recommendation of the UHB Chair {and on the basis of advice from the UHB's Remuneration and Terms of Service ESWLSG}.

3.7 Support to ESWLSG Members

The Director of Corporate Governance, on behalf of the ESWLSG Chair, shall:

- arrange the provision of advice and support to ESWLSG members on and any aspect related to the conduct of their role; and
- ensure the provision of a programme of organisational development for ESWLSG members as part of the UHB's overall OD programme developed by the Executive Director of Workforce and Organisational Development.

3.8 ESWLSG MEETINGS

Quorum

At least two members must be present to ensure the quorum of the ESWLSG, one of whom should be the ESWLSG Chair or Vice Chair.

Frequency of Meetings

Meetings shall be held bi-monthly and otherwise as the Chair of the ESWLSG deems necessary – consistent with the UHB's annual plan of Strategy and Delivery Committee business.

Withdrawal of individuals in attendance

The ESWLSG 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. RELATIONSHIPS AND ACCOUNTABILITIES WITH THE STRATEGY AND DELIVERY COMMITTEE AND ITS ESWLSGS / GROUPS

Although the Strategy and Delivery Committee has delegated authority to the ESWLSG for the exercise of certain functions as set out within these terms of reference, it retains overall responsibility and accountability for ensuring the quality and safety of healthcare for its citizens. The ESWLSG is directly accountable to the Strategy and Delivery Committee for its performance in exercising the functions set out in these terms of reference.

The ESWLSG, through its Chair and members, shall work closely with the Strategy and Delivery Committee's other ESWLSGs, including joint (sub) ESWLSGs and groups to provide advice and assurance to the Strategy and Delivery Committee through the:

- joint planning and co-ordination of Strategy and Delivery Committee and ESWLSG business; and
- sharing of information

in doing so, contributing to the integration of good governance across the organisation, ensuring that all sources of assurance are incorporated into the Strategy and Delivery Committee's overall risk and assurance framework.

The ESWLSG shall embed the UHB's corporate standards, priorities and requirements, e.g., equality and Welsh language best practice through the conduct of its business.

4.1 REPORTING AND ASSURANCE ARRANGEMENTS

The ESWLSG Chair shall:

- report formally, regularly and on a timely basis to the Strategy and Delivery Committee on the ESWLSG's activities. This includes verbal updates on activity, the submission of ESWLSG minutes and written reports throughout the year;
- bring to the Strategy and Delivery Committee's specific attention any significant matters under consideration by the ESWLSG;
- ensure appropriate escalation arrangements are in place to alert the UHB Chair, or Chairs of other relevant ESWLSGs of any urgent/critical matters that may compromise patient care and affect the operation and/or reputation of the UHB.

The Strategy and Delivery Committee may also require the ESWLSG Chair to report upon the ESWLSG's activities at public meetings, e.g., AGM, or to community partners and other stakeholders, where this is considered appropriate, e.g., where the ESWLSG's assurance role relates to a joint or shared responsibility.

The Strategy and Delivery Committee e, shall oversee a process of regular and rigorous self-assessment and evaluation of the ESWLSG's performance and operation including that of any sub ESWLSG taskforce/group established.

4.2 APPLICABILITY OF STANDING ORDERS TO ESWLSG BUSINESS

The requirements for the conduct of business as set out in the UHB's Standing Orders are equally applicable to the operation of the ESWLSG, except in the following areas:

- Quorum (set within individual Terms of Reference)

4.3 REVIEW

These terms of reference and operating arrangements shall be reviewed annually by the ESWLSG with reference to the Strategy and Delivery Committee.

5. ACCEPTANCE & SIGN-OFF

These ESWLSG members have been chosen based on their role and skill set, experiences, perspective and commitment to equality and Welsh language. Individual ESWLSG members are asked to sign-off on the Terms of Reference. This sign-off indicates that the terms of reference are understood and accepted.

The following signatures represent acceptance of these Terms of Reference.

Name	Signature	Date
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