

## Terms of Reference of the Board

### NHS London Procurement Partnership Steering Board - Terms of Reference

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#### 1. Aim

The aim of this document is to define the role and executive responsibilities of the LPP steering board (the board). The LPP Managing Director is responsible for the day to day direction, activity and control of LPP. The LPP steering board is collectively responsible for the delivery of the workplan and its overall targets.

#### 2. Membership of the Steering Board

The board will comprise representatives of the various stakeholders including the host trust. The current composition of the board is shown in the table at Appendix 1. The structure of the board will be reviewed and may be changed by decisions of the board as required to reflect developments in the NHS health economy.

Members of the board will serve for three years. At the end of the three-year period membership will be reviewed.

Eligibility to serve on the board as a member is restricted to representatives of stakeholders in LPP and nominated individuals as identified by the board from time to time. Consequently, if a member leaves the service of (e.g. ceases to be employed by) the stakeholder trust who nominated him or her as a member then he or she shall cease to be a stakeholder member of the board and be replaced by a new nominee from the stakeholder trust.

Membership from representatives of stakeholders that have not paid the agreed contribution to fund LPP will not be allowed without written confirmation of their intention to pay. The only exception to this is if a particular member has received agreed dispensation not to pay, for example, due to undertaking significant unpaid work on behalf of LPP. This dispensation can only be made by the Steering board.

Members of the board will be required to declare any interests they hold that may present a conflict of interest with their role as a member of the board.

A member of the board may resign from the board prior to the expiry of his or her three year term of office, by giving a minimum of 3 months' notice.

The board may appoint any representative of any stakeholder to fill any resultant vacancy for a member. Such appointment shall be only until the expiry of the then current three year period.

The LPP steering board chair, the Managing Director of LPP and the Chief Operating Officer of LPP shall be members of the board for the term of their respective employment. In the event that they cease to be employed by the relevant organisation in those roles, they shall be replaced on the board by their successors. Other members of the board will be the LPP NHS leads and directors of member NHS organisations, with each sector, i.e. acute trusts, mental health trusts, community trusts and foundation trusts represented.

All members of the board will have one equal voting right each, other than members of the LPP executive. For the avoidance of doubt, being a member of LPP in itself does not attract a vote.

### **3. Board Meetings**

The Board will be quorate when a minimum of five of the following members are in attendance:

- Chair or Vice Chair
- At least 3 other stakeholder members
- The Host Representative
- At least 1 LPP Executive Management Board member (C.O.O. or M.D.)

Telephone attendance is allowed with Chair's permission

At board meetings each member will have one vote (except LPP executives) and board decisions shall be made by a majority of votes. In the case of an equality of votes, the Chair of the meeting shall have a second or casting vote.

The members will appoint a Chair and Vice Chair from among the members. The Chair and the Vice Chair may be removed from that office by a decision of the board (in which the Chair or the Vice Chair, as appropriate, will not be entitled to vote). The Chair shall preside at every meeting of the board at which he or she is present and if not present within 15 minutes of the time appointed for the meeting the Vice Chair, if present, shall preside.

The board will meet at least four times per year.

Board meetings will be called by the Chair ordinarily with not less than 30 days' notice. In exceptional circumstances a board meeting may be called with not less than 7 days' notice. Any member may request the Chair to call a board meeting at any time.

Members may appoint a deputy to attend board meetings by exception. This should be kept to a minimum. Deputies must be able to contribute to meetings.

If a member misses any three consecutive board meetings or more than three board meetings in any period of 24 months without having notified the Chair in advance that he or she will not be attending a board meeting and without having provided an explanation for his or her absence which the board considers to be reasonable in all the circumstances, the board shall be entitled to remove that member from the board and to appoint someone in his or her place to fill the resultant vacancy on the board.

Any such replacement member appointed to the board shall hold office until the expiry of the then current three year period of operation of LPP.

Minutes will be taken at every board meeting and circulated to members within 14 days of the meeting.

### **4. Appointment of additional Members to the Board**

Applications from new stakeholders to join the board will be considered for approval by the board.

Where a new stakeholder joining LPP proposes a representative to serve as an additional stakeholder member on the board, the board may, if it considers it appropriate on the following grounds: -

- a) representation of key stakeholders;
- b) inclusion of a particular health economy sector and/or representation of bodies within a particular geographic region served by LPP;
- c) the ability of the board to function efficiently without becoming unwieldy; and
- d) the contribution offered by the prospective new stakeholder member;

decide to appoint the proposed representative of the new stakeholder to serve as an additional stakeholder member of the board for the remainder of the three year term.

## 5. Board responsibilities

The board will be responsible for: -

- Setting the strategic direction, defining objectives and agreeing plans
- Agreeing the budget on an annual basis and membership fees on an annual or multi year basis as may be required from time to time
- Appointing a Host Trust, agreeing a Hosting agreement with such Trust and managing the relationship with the Host Trust
- Stewardship of the assets and finances directly employed in the operation of the LPP
- Ensuring the Business Case vision and benefits are delivered and that LPP meets the needs of the stakeholders it supports
- Providing advice and guidance on healthcare changes and their impact on the development of collaborative procurement
- Overseeing the delivery of planned results by monitoring performance against agreed strategic objectives and targets; ensuring corrective action is taken as appropriate
- Establishing and maintaining an effective system of corporate governance consistent with the hosting organisation policies and procedures and criteria set by regulatory bodies from time to time
- Supporting a strong commercial approach to the delivery of all procurement activity and tracking the benefits in a transparent way
- Ensuring that LPP operates in a way that maintains the highest standards in line with the public service values and best procurement practices outlined under the Chartered Institute of Purchasing and Supply (CIPS). The board will where possible support and champion applications for accreditation from best in class organisations such as CIPS.
- Ensuring that LPP has clear and efficient mechanisms for making decisions
- Approving the charging policies to be applied to existing and new stakeholders
- Review and approve priorities and allocation of investment against delegation of authority guidelines as approved by the board from time to time
- Monitoring the overall performance of LPP against the financial plans

- Advising the host employing organisation on the appointment, appraisal or removal of the Managing Director and other key appointments of LPP
- Reviewing and approving strategies for widening and expanding the member base
- Actively championing collaborative procurement and use of LPP commercial arrangements within member organisations
- Maintaining good communication with external stakeholders

### **6. Finances**

LPP will be financed by activity based income, commercial income raised by providing consultancy services, membership fees and investment from stakeholders. The methodology of apportionment will be agreed on a yearly basis.

Financial management and reporting will be provided by the board to the stakeholders, reflecting the funding streams. The stakeholders share the financial and commercial risks and rewards associated with operation of LPP.

### **7. Corporate governance**

LPP shall operate under the corporate governance arrangements of the host organisation. LPP will be subject to the scheme of delegation, standing orders and standing financial instructions of the host organisation including financial and risk reporting.

## Appendix 1

### Current Steering Board Membership

**Chair:**

**John Goulston**, Chief Executive, Croydon Health Services NHS Trust

**Vice Chair:**

**Gus Heafield**, Chief Financial Officer, South London and Maudsley NHS Foundation Trust

**Members:**

Title	First name	Last name	Job title	Trust/Organisation
Ms	Jinjer	Kandola	Chief Executive	BEH
Mr	Paul	Betts	Assistant Director of Partnership & Procurement	Central London Community Healthcare NHS Trust
Ms	Sandra	Easton	Chief Finance Officer	Chelsea and Westminster Hospitals NHS Foundation Trust
Mr	Henry	Black	Chief Finance Officer	NHS Tower Hamlets CCG
Mr	Keith	Mahoney	Non-Executive Director	Barking Havering and Redbridge University Hospitals NHS Trust
Mr	Martin	Shaw	Director of Finance	Guy's and St Thomas' NHS Foundation Trust
Mr	David	Lawson	Director of Procurement	Guy's and St Thomas' NHS Foundation Trust
Ms	Pav	Devisi	Head of procurement/Stakeholder board chair	North East London NHS Foundation Trust
Ms	Norma	French	Director of Workforce	University College London Hospitals NHS Foundation Trust
Mr	Hari	Sundaresan	Chief Procurement Officer, BT	BT
Mr	David	Slooman	Chief Executive	Royal Free London NHS Foundation Trust
Mr	Michael	Dinan	Representing David Slooman	Royal Free London NHS Foundation Trust
Ms	Lucie	Jaggar	Director of Procurement	Bart's Health NHS Trust
Mr	Mick	Corti	Director PPS	UCL Partners Procurement Shared Service
Mr	Lee	Joseph	Chief Operating Officer, LPP	LPP
Mr	Rob	Hurd	Chief Executive	RNOH

## London Procurement Partnership

Mr	Chris	Forster	Director of Estates & Facilities	Homerton University Hospital NHS FT
Ms	Jacqueline	Scott	Chief Executive	Bromley Healthcare
Mr	Barry	Jenkins	Executive Director of Finance and Commercial Development.	North East London NHS Foundation Trust
Mr	Stephen	Docherty	CIO representative and Chief Information Officer, South London and Maudsley NHS Trust	CNWL
Mr	Lorcan	Woods	CFO	King's College Hospital NHS Foundation Trust
Mr	Andrew	Grimshaw	CFO	St. George's Healthcare NHS Trust
Ms	Lorraine	Bews	DoF	London Ambulance Service NHS Trust
Dr	Mohit	Venkataram	Executive Director of Commercial Development and Performance	ELFT
Mrs	Heather	Weaver	London Regional Specialised Commissioning Pharmacy Lead	NHSE