

**[Insert CCG  
logo]**

**NHS [Insert Name]  
CLINICAL COMMISSIONING GROUP**

**CONSTITUTION**

## NHS [Insert Name] Clinical Commissioning Group Constitution

| <b>Version</b> | <b>Effective Date</b> | <b>Changes</b>  |
|----------------|-----------------------|---|
| <b>V0.1</b>    | <b>Aug 2018</b>       | <b>Standard model</b>                                   |
| <b>V0.2</b>    | <b>Jun 2019</b>       | <b>Decisions &amp; actions required – B Westmancott</b> |
| <b>V0.3</b>    | <b>Aug 2019</b>       | <b>Post working group<br/>P Young comments</b>          |
| <b>V0.4</b>    | <b>Aug 2019</b>       | <b>Post working group (05/08/2019</b>                   |
| <b>V0.5</b>    | <b>Aug 2019</b>       | <b>Post Chairs meeting engagement (08/08/2019)</b>      |

This model constitution has been prepared on behalf of NHS England by thiNKnow LTD with the support of Browne Jacobson LLP



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# 1 Introduction

## 1.1 Name<sup>i</sup>

The name of this clinical commissioning group is NHS North West London Clinical Commissioning Group (“the CCG”).

## 1.2 Statutory Framework<sup>ii</sup>

**1.2.1** CCGs are established under the NHS Act 2006 (“the 2006 Act”), as amended by the Health and Social Care Act 2012. The CCG is a statutory body with the function of commissioning health services in England and is treated as an NHS body for the purposes of the 2006 Act. The powers and duties of the CCG to commission certain health services are set out in sections 3 and 3A of the 2006 Act. These provisions are supplemented by other statutory powers and duties that apply to CCGs, as well as by regulations and directions (including, but not limited to, those issued under the 2006 Act).

**1.2.2** When exercising its commissioning role, the CCG must act in a way that is consistent with its statutory functions. Many of these statutory functions are set out in the 2006 Act but there are also other specific pieces of legislation that apply to CCGs, including the Equality Act 2010 and the Children Acts. Some of the statutory functions that apply to CCGs take the form of statutory duties, which the CCG must comply with when exercising its functions. These duties include things like:

- a) Acting in a way that promotes the NHS Constitution (section 14P of the 2006 Act);
- b) Exercising its functions effectively, efficiently and economically (section 14Q of the 2006 Act);
- c) Financial duties (under sections 223G-K of the 2006 Act);
- d) Child safeguarding (under the Children Acts 2004, 1989);
- e) Equality, including the public-sector equality duty (under the Equality Act 2010); and
- f) Information law, (for instance under data protection laws, such as the EU General Data Protection Regulation 2016/679, and the Freedom of Information Act 2000).

**1.2.3** Our status as a CCG is determined by NHS England. All CCGs are required to have a constitution and to publish it.

**1.2.4** The CCG is subject to an annual assessment of its performance by NHS England which has powers to provide support or to intervene where it is satisfied that a CCG is failing, or has failed, to discharge any of our functions or that there is a significant risk that it will fail to do so.

**1.2.5** CCGs are clinically-led membership organisations made up of general practices. The Members of the CCG are responsible for determining the governing arrangements for the CCG, including arrangements for clinical leadership, which are set out in this Constitution.

### **1.3 Status of this Constitution<sup>iii</sup>**

**1.3.1** This CCG was first authorised on [date].

**1.3.2** Changes to this constitution are effective from the date of approval by NHS England.

**1.3.3** The constitution is published on the CCG website at www.[insert URL].

### **1.4 Amendment and Variation of this Constitution<sup>iv</sup>**

**1.4.1** This constitution can only be varied in two circumstances.

- a) where the CCG applies to NHS England and that application is granted; and
- b) where in the circumstances set out in legislation NHS England varies the constitution other than on application by the CCG.

**1.4.2** The Accountable Officer may periodically propose amendments to the constitution which shall be considered and approved by the Governing Body unless:

- Changes are thought to have a material impact
- Changes are proposed to the reserved powers of the members;
- At least half (50%) of all the Governing Body Members formally request that the amendments be put before the membership for approval.

### **1.5 Related documents**

**1.5.1** This Constitution is also informed by a number of documents which provide further details on how the CCG will operate. With the exception of the Standing Orders and the Standing Financial Instructions, these documents do not form part of the Constitution for the purposes of 1.4 above. They are the CCG's:

- a) **Standing orders** – which set out the arrangements for meetings and the selection and appointment processes for the CCG’s Committees, and the CCG Governing Body (including Committees).
- b) **The Scheme of Reservation and Delegation** – sets out those decisions that are reserved for the membership as a whole and those decisions that have been delegated by the CCG or the Governing Body
- c) **Prime financial policies** – which set out the arrangements for managing the CCG’s financial affairs.
- d) **Standing Financial Instructions** – which set out the delegated limits for financial commitments on behalf of the CCG.
- e) **The CCG Governance Handbook<sup>v</sup>** – (if the CCGs has one, if not, cite where these documents may be found eg website) which includes:
  - Conflicts of Interest and Standards of Business Conduct Policy – which includes the arrangements the CCG has made for the management of conflicts of interest;
  - Committee terms of reference;
  - the detailed Scheme of Reservation and Delegation (SoRD);
  - arrangements for the admission and removal of member practices;
  - roles and responsibilities; and
  - relevant policies and procedures

## 1.6 **Accountability and transparency<sup>vi</sup>**

**1.6.1** The CCG will demonstrate its accountability to its members, local people, stakeholders and NHS England in a number of ways, including by being transparent. We will meet our statutory requirements to:

- a) publish our constitution
- b) appoint independent lay members and non-GP clinicians to our Governing Body;

- c) manage actual or potential conflicts of interest in line with statutory guidance and expected standards of good practice (see also part 6 of this constitution);
- d) hold Governing Body meetings in public (except where we believe that it would not be in the public interest);
- e) publish an annual commissioning strategy that takes account of priorities in the health and wellbeing strategy;
- f) procure services in a manner that is open, transparent, non-discriminatory and fair to all potential providers and publish a Procurement Strategy;
- g) involve the public, in accordance with its duties under section 14Z2 of the 2006 Act, and as set out in more detail in the CCG's [insert where further information can be found e.g. engagement strategies etc].
- h) When discharging its duties under section 14Z2, the CCG will ensure that it [the CCG must include a statement of the principles that it will follow when implementing the arrangements made pursuant to s 14Z2 e.g. openness; early and active involvement; fairness and non-discrimination];
- i) comply with local authority health overview and scrutiny requirements;
- j) meet annually in public to present an annual report which is published;
- k) produce annual accounts which are externally audited;
- l) publish a clear complaints process;
- m) comply with the Freedom of Information Act 2000 and with the Information Commissioner Office requirements regarding the publication of information relating to the CCG;
- n) provide information to NHS England as required; and
- o) be an active member of the local Health and Wellbeing Board.

**1.6.2** In addition to these statutory requirements, the CCG will demonstrate its accountability by:

- a) the presentation of an annual compliance statement presented to the Governing Body.

b) [CCGs to list these- see notes for suggestions]

## **1.7 Liability and Indemnity<sup>vii</sup>**

### **1.7.1 Indemnity**

Any member of the Governing Body (whether executive, non-executive or otherwise) who has acted honestly and in good faith, will not have to meet out of his or her own personal resources any civil liability which is incurred in the execution of his or her CCG functions, save where the person has acted recklessly

## **2 Area Covered by the CCG<sup>viii</sup>**

**2.1.1** The area covered by the CCG is coterminous with the eight local authorities in NW London namely:

- Brent Council
- Ealing Council
- Harrow Council
- London Borough of Hammersmith and Fulham
- London Borough of Hillingdon
- London Borough of Hounslow
- Royal Borough of Kensington and Chelsea
- Westminster City Council

## **3 Membership Matters<sup>ix</sup>**

### **3.1 Membership of the Clinical Commissioning Group**

**3.1.1** The CCG is a membership organisation.

**3.1.2** All practices who provide primary medical services to a registered list of patients under a General Medical Services, Personal Medical Services or Alternative Provider Medical Services contract in our area are eligible for membership of this CCG.

**3.1.3** The practices which make up the membership of the CCG are listed in annex B.

## **3.2 Nature of Membership and Relationship with CCG<sup>x</sup>**

**3.2.1** The CCG's Members are integral to the functioning of the CCG. Those exercising delegated functions on behalf of the Membership, including the Governing Body, remain accountable to the Membership.

## **3.3 Speaking, Writing or Acting in the Name of the CCG<sup>xi</sup>**

**3.3.1** Members are not restricted from giving personal views on any matter. However, Members should make it clear that personal views are not necessarily the view of the CCG.

Nothing in or referred to in this constitution (including in relation to the issue of any press release or other public statement or disclosure) will prevent or inhibit the making of any protected disclosure (as defined in the Employment Rights Act 1996, as amended by the Public Interest Disclosure Act 1998) by any member of the CCG, any member of its Governing Body, any member of any of its Committees or Sub-Committees or the Committees or Sub-Committees of its Governing Body, or any employee of the CCG or of any of its members, nor will it affect the rights of any worker (as defined in that Act) under that Act.

## **3.4 Members' Rights<sup>xii</sup>**

**3.4.1** Each member practice will appoint a representative with the authority to act on behalf of the practice.

Members have the right to:

- attend meetings of the Council of Members
  - meetings may be held for all CCG members or at a sub-regional level usually on an ICP basis.
- call meetings of the Council of Members
  - meetings may be held for all CCG members or at a sub-regional level usually on an ICP basis.
- submit a proposal for amendment of the Constitution,
- put themselves forward for election to the Governing Body.
- elect members of the Governing Body.
- removing elected members of the Governing Body through a majority vote

Procedures for doing so are set out in Standing Orders.

**3.4.2** Participating in the development of the Corporate Governance documents including the Handbook

### **3.5 Members' Meetings<sup>xiii</sup>**

- 3.5.1** There will be an annual meeting of the Members of the CCG. This will be a public meeting at which the annual report and accounts will be presented
- 3.5.2** There will be sub-regional engagement events with Members usually on an area broadly co-terminus with the (previous) CCG (s) basis.
- 3.5.3** Where decisions need to be taken by Members, this can be done through email or other electronic means rather than calling a physical meeting.
- 3.5.4** Voting in members meetings will be in the following way  
[Insert once agreed]

### **3.6 Practice Representatives<sup>xiv</sup>**

- 3.6.1** Each Member practice has a nominated lead healthcare professional who represents the practice in the dealings with the CCG.
- 3.6.2** Each member practice will register their representative with the CCG, in line with their practice agreement.
- 3.6.3** Each Practice Representative must be a General Practitioner of medicine that is employed or engaged by a Member.
- 3.6.4** The CCG will engage with members through the annual public meeting, local engagement events and newsletters

## **4 Arrangements for the Exercise of our Functions.**

### **4.1 Good Governance<sup>xv</sup>**

**4.1.2** The CCG will, at all times, observe generally accepted principles of good governance. These include:

- undertaking regular governance reviews
- appointing a freedom to speak up guardian for the CCG
- adopting values for the CCG
- adherence to:
  - the Standards in Public Life
  - the seven key principles of the NHS Constitution
  - the CCG Conflicts of Interest policy
- relevant legislation including the Equality Act 2010

### **4.2 General**

**4.2.1** The CCG will:

- a) comply with all relevant laws, including regulations;
- b) comply with directions issued by the Secretary of State for Health or NHS England;
- c) have regard to statutory guidance including that issued by NHS England; and
- d) take account, as appropriate, of other documents, advice and guidance.

**4.2.2** The CCG will develop and implement the necessary systems and processes to comply with (a)-(d) above, documenting them as necessary in this constitution, its scheme of reservation and delegation and other relevant policies and procedures as appropriate.

### **4.3 Authority to Act: the CCG**

**4.3.1** The CCG is accountable for exercising its statutory functions. It may grant authority to act on its behalf to:

- a) any of its members or employees;
- b) its Governing Body;
- c) a Committee or Sub-Committee of the CCG.

### **4.4 Authority to Act: the Governing Body**

**4.4.1** The Governing Body may grant authority to act on its behalf to:

- a) any Member of the Governing Body;
- b) a Committee or Sub-Committee of the Governing Body;
- c) a Member of the CCG who is an individual (but not a Member of the Governing Body); and
- d) any other individual who may be from outside the organisation and who can provide assistance to the CCG in delivering its functions.

## **5 Procedures for Making Decisions**

### **5.1 Scheme of Reservation and Delegation<sup>xvi</sup>**

- 5.1.1** The CCG has agreed a scheme of reservation and delegation (SoRD) which is published in full on our website.
- 5.1.2** The CCG's SoRD sets out:
- a) those decisions that are reserved for the membership as a whole;
  - b) those decisions that have been delegated by the CCG, the Governing Body or other individuals.
- 5.1.3** The CCG remains accountable for all of its functions, including those that it has delegated. All those with delegated authority, including the Governing Body, are accountable to the Members for the exercise of their delegated functions.
- 5.1.4** The following decisions are reserved to the Members:
- a) election of Member representatives to the Governing Body
  - b) consideration and approval of applications to NHS England on any matter concerning changes to the constitution (save where they are covered in section 1.4.2)
- 5.1.5** The following decisions are reserved to the Governing Body
- a) approval of terms reference of Governing Body committees
  - b) arrangements for making all other decisions (including approving the scheme of reservation and delegation, acknowledging 5.1.4 above).
- 5.1.6** The following decisions are delegated to the Audit Committee:
- a) approval of the annual report and accounts.
- 5.1.7** The following decisions are delegated to the Remuneration Committee:
- a) Approval of the remuneration policy framework in relation to CCG staff and Governing Body Members, except those relating to Lay Members;
  - b) Review of the Chief Officer's annual performance appraisal and agreement of the commensurate annual salary award;
  - c) Approval of the grading and remuneration of any new or materially different senior executive post; and
  - d) Approval of the policy for authorising the payment of expenses claims made by Governing Body members.

## **5.2 Standing Orders<sup>xvii</sup>**

**5.2.1** The CCG has agreed a set of standing orders which describe the processes that are employed to undertake its business. They include procedures for:

- conducting the business of the CCG;
- the appointments to key roles including Governing Body members;
- the procedures to be followed during meetings; and
- the process to delegate powers.

**5.2.2** A full copy of the standing orders is included in appendix 3. The standing orders form part of this constitution.

## **5.3 Standing Financial Instructions (SFIs)<sup>xviii</sup>**

**5.3.1** The CCG has agreed a set of SFIs which include the delegated limits of financial authority set out in the SoRD.

**5.3.2** A copy if the SFIs is included at Appendix 4 and form part of this constitution. [see supporting notes.]

## **5.4 The Governing Body: Its Role and Functions<sup>xix</sup>**

**5.4.1** The Governing Body has statutory responsibility for:

- a) ensuring that the CCG has appropriate arrangements in place to exercise its functions effectively, efficiently and economically and in accordance with the CCG's principles of good governance (its main function); and for
- b) determining the remuneration, fees and other allowances payable to employees or other persons providing services to the CCG and the allowances payable under any pension scheme established.

**5.4.2** Any delegated functions must be exercised within the procedural framework established by the CCG and primarily set out in the Standing Orders and SFIs. The CCG has also delegated the following additional functions to the Governing Body which are also set out in the SoRD:

- a) leading the development of vision and strategy for the CCG;
- b) overseeing and monitoring quality improvement;
- c) approving the CCG's Commissioning Plans and its consultation arrangements;
- d) stimulating innovation and modernisation;
- e) overseeing and monitoring performance;
- f) overseeing risk assessment and securing assurance actions to mitigate identified strategic risks;

- g) promoting a culture of strong engagement with patients, their carers, Members, the public and other stakeholders about the activity and progress of the CCG;
- h) ensuring good governance and leading a culture of good governance throughout the CCG.

**5.4.3** The detailed procedures for the Governing Body, including voting arrangements, are set out in the standing orders.

## **5.5 Composition of the Governing Body**

**5.5.1** This part of the constitution describes the make-up of the Governing Body roles. Further information about the individuals who fulfil these roles can be found on our website.

**5.5.2** The National Health Service (Clinical Commissioning Groups) Regulations 2012 set out a minimum membership requirement of the Governing Body of:

- a) The Chair (drawn from the 8 GPs from member practices 5.5.3 b)
- b) The Accountable Officer
- c) The Chief Finance Officer
- d) A Secondary Care Specialist;
- e) A registered nurse
- f) Two lay members:
  - one who has qualifications expertise or experience to enable them to lead on finance and audit matters; and another who
  - has knowledge about the CCG area enabling them to express an informed view about discharge of the CCG functions

**5.5.3** The CCG has agreed the following additional members:

- a) A third lay member who is the chair or vice chair of the Primary Care Commissioning Committee.
- b) A fourth lay member.
- c) 8 GPs drawn from member practices – 1 from each predecessor CCG footprint.**
- d) Director of Commissioning
- e) The Chief Nurse (who will count as the registered nurse in 5.5.2e above).

- f) An officer (not a member) of a local authority in the geographical area covered by the CCG.
- g) Additional Attendees at the Governing Body Meetings<sup>xx</sup>

**5.6.1** The CCG Governing Body may invite other person(s) to attend all or any of its meetings, or part(s) of a meeting, in order to assist it in its decision-making and in its discharge of its functions as it sees fit. Any such person may be invited by the chair to speak and participate in debate, but may not vote.

**5.6.2** The CCG Governing Body will regularly invite the following individuals to attend any or all of its meetings as attendees:

- a) A Director of Public Health from the CCG area; and
- b) Healthwatch
- c) The Company Secretary.

## **5.6 Appointments to the Governing Body<sup>xxi</sup>**

**5.6.1** The process of appointing GPs to the Governing Body, the selection of the Chair, and the appointment procedures for other Governing Body Members are set out in the standing orders.

**5.6.2** Also set out in standing orders are the details regarding the tenure of office for each role and the procedures for resignation and removal from office.

## **5.7 Committees and Sub-Committees<sup>xxii</sup>**

**5.7.1** The CCG may establish Committees and Sub-Committees of the CCG.

**5.7.2** The Governing Body may establish Committees and Sub-Committees.

**5.7.3** Each Committee and Sub-Committee established by either the CCG or the Governing Body operates under terms of reference and membership agreed by the CCG or Governing Body as relevant. Appropriate reporting and assurance mechanisms must be developed as part of agreeing terms of reference for Committees and Sub-Committees.

**5.7.4** With the exception of the Remuneration Committee, any Committee or Sub-Committee established in accordance with clause 5.8 may consist of or include persons other than Members or employees of the CCG.

**5.7.5** All members of the Remuneration Committee will be members of the CCG Governing Body.

## **5.8 Committees of the Governing Body<sup>xxiii</sup>**

**5.8.1** The Governing Body will maintain the following statutory or mandated Committees:

**5.8.2** **Audit Committee:** This Committee is accountable to the Governing Body and provides the Governing Body with an independent and objective view of the CCG's compliance with its statutory responsibilities. The Committee is responsible for arranging appropriate internal and external audit.

**5.8.3** The Audit Committee will be chaired by a Lay Member who has qualifications, expertise or experience to enable them to lead on finance and audit matters and members of the Audit Committee may include people who are not Governing Body members.

**5.8.4** **Remuneration Committee:** This Committee is accountable to the Governing Body and makes recommendations to the Governing Body about the remuneration, fees and other allowances (including pension schemes) for employees and other individuals who provide services to the CCG.

**5.9.5** The Remuneration Committee will be chaired by a lay member other than the audit chair and only members of the Governing Body may be members of the Remuneration Committee.

**5.9.6** **Primary Care Commissioning Committee<sup>xxiv</sup>** This committee is required by the terms of the delegation from NHS England in relation to primary care commissioning functions. The Primary Care Commissioning Committee reports to the Governing Body and to NHS England. Membership of the Committee is determined in accordance with the requirements of *Managing Conflicts of Interest: Revised statutory Guidance for CCGs 2017*. This includes the requirement for a lay member Chair and a lay Vice Chair.

**5.9.7** None of the above Committees may operate on a joint committee basis with another CCG(s).

**5.9.8** The terms of reference for each of the above committees are included in Appendix 2 to this constitution and form part of the constitution.

**5.9.9** The Governing Body has also established a number of other Committees to assist it with the discharge of its functions. These Committees are set out in the SoRD and further information about these Committees, including terms of reference, are published in: [CCGs should state where the ToR are published. This might be the website or the CCG handbook]

## **5.10 Collaborative Commissioning Arrangements<sup>xxv</sup>**

**5.10.1** The CCG wishes to work collaboratively with its partner organisations in order to assist it with meeting its statutory duties, particularly those relating to integration. The following provisions set out the framework that will apply to such arrangements.

**5.10.2** In addition to the formal joint working mechanisms envisaged below, the Governing Body may enter into strategic or other transformation discussions with its partner organisations, on behalf of the CCG.

**5.10.3** The Governing Body must ensure that appropriate reporting and assurance mechanisms are developed as part of any partnership or other collaborative arrangements. This will include:

- a) reporting arrangements to the Governing Body, at appropriate intervals;
- b) engagement events or other review sessions to consider the aims, objectives, strategy and progress of the arrangements; and
- c) progress reporting against identified objectives.

**5.10.4** When delegated responsibilities are being discharged collaboratively, the collaborative arrangements, whether formal joint working or informal collaboration, must:

- a) identify the roles and responsibilities of those CCGs or other partner organisations that have agreed to work together and, if formal joint working is being used, the legal basis for such arrangements;
- b) specify how performance will be monitored and assurance provided to the Governing Body on the discharge of responsibilities, so as to enable the Governing Body to have appropriate oversight as to how system integration and strategic intentions are being implemented;
- c) set out any financial arrangements that have been agreed in relation to the collaborative arrangements, including identifying any pooled budgets and how these will be managed and reported in annual accounts;

- d) specify under which of the CCG's supporting policies the collaborative working arrangements will operate;
- e) specify how the risks associated with the collaborative working arrangement will be managed and apportioned between the respective parties;
- f) set out how contributions from the parties, including details around assets, employees and equipment to be used, will be agreed and managed;
- g) identify how disputes will be resolved and the steps required to safely terminate the working arrangements;
- h) specify how decisions are communicated to the collaborative partners.

## **5.11 Joint Commissioning Arrangements with Local Authority Partners<sup>xxvi</sup>**

**5.11.1** The CCG will work in partnership with its Local Authority partners to reduce health and social inequalities and to promote greater integration of health and social care.

**5.11.2** Partnership working between the CCG and its Local Authority partners might include collaborative commissioning arrangements, including joint commissioning under section 75 of the 2006 Act, where permitted by law. In this instance, and to the extent permitted by law, the CCG delegates to the Governing Body [CCGs that have not delegated to their Governing body should remove this sentence] the ability to enter into arrangements with one or more relevant Local Authority in respect of:

### **5.11.3**

- a) Delegating specified commissioning functions to the Local Authority;
- b) Exercising specified commissioning functions jointly with the Local Authority;
- c) Exercising any specified functions in furtherance of our clinical strategy on behalf of the Local Authority.

**5.11.4** For purposes of the arrangements described in 5.11.2, the Governing Body may:

- a) agree formal and legal arrangements to make payments to, or receive payments from, the Local Authority, or pool funds for the purpose of joint commissioning;
- b) make the services of its employees or any other resources available to the Local Authority; and
- c) receive the services of the employees or the resources from the Local Authority.
- d) where the Governing Body makes an agreement with one or more Local Authority as described above, the agreement will set out the arrangements for joint working, including details of:
  - how the parties will work together to carry out their commissioning functions;
  - the duties and responsibilities of the parties, and the legal basis for such arrangements;
  - how risk will be managed and apportioned between the parties;
  - financial arrangements, including payments towards a pooled fund and management of that fund;
  - contributions from each party, including details of any assets, employees and equipment to be used under the joint working arrangements; and
  - the liability of the CCG to carry out its functions, notwithstanding any joint arrangements entered into.

**5.11.4** The liability of the CCG to carry out its functions will not be affected where the CCG enters into arrangements pursuant to paragraph 5.11.2 above.

**5.11.5** [If joint working arrangements have been agreed with a combined authority, include the model wording here].

## **5.12 Joint Commissioning Arrangements – Other CCGs<sup>xxvii</sup>**

**5.12.1** The CCG may work together with other CCGs in the exercise of its Commissioning Functions.

**5.12.2** The CCG reserves its powers and duties under 5.12 to the Governing Body and all references in this part to the CCG should be read as the Governing Body, except to the extent that they relate to the continuing liability of the CCG under any joint arrangements.

- 5.12.3** The CCG may make arrangements with one or more other CCGs in respect of:
- a) delegating any of the CCG's commissioning functions to another CCG;
  - b) exercising any of the Commissioning Functions of another CCG; or
  - c) exercising jointly the Commissioning Functions of the CCG and another CCG.
- 5.12.4** For the purposes of the arrangements described at 5.12.3, the CCG may:
- a) make payments to another CCG;
  - b) receive payments from another CCG; or
  - c) make the services of its employees or any other resources available to another CCG; or
  - d) receive the services of the employees or the resources available to another CCG.
- 5.12.5** Where the CCG makes arrangements which involve all the CCGs exercising any of their commissioning functions jointly, a joint committee may be established to exercise those functions.
- 5.12.6** For the purposes of the arrangements described above, the CCG may establish and maintain a pooled fund made up of contributions by all of the CCGs working together jointly pursuant to paragraph 5.12.3 above. Any such pooled fund may be used to make payments towards expenditure incurred in the discharge of any of the commissioning functions in respect of which the arrangements are made.
- 5.12.7** Where the CCG makes arrangements with another CCG as described at paragraph 5.12.3 above, the CCG shall develop and agree with that CCG an agreement setting out the arrangements for joint working including details of:
- a) how the parties will work together to carry out their commissioning functions;
  - b) the duties and responsibilities of the parties, and the legal basis for such arrangements;
  - c) how risk will be managed and apportioned between the parties;

- d) financial arrangements, including payments towards a pooled fund and management of that fund;
- e) contributions from the parties, including details around assets, employees and equipment to be used under the joint working arrangements.

**5.12.8** The responsibility of the CCG to carry out its functions will not be affected where the CCG enters into arrangements pursuant to paragraph 0 above.

**5.12.9** The liability of the CCG to carry out its functions will not be affected where the CCG enters into arrangements pursuant to paragraph 5.12.1 above.

**5.12.10** Only arrangements that are safe and in the interests of patients we are responsible for will be approved by the Governing Body.

**5.12.11** The Governing Body shall require, in all joint commissioning arrangements, that the lead Governing Body Member for the joint arrangements:

- a) make a quarterly written report to the Governing Body;
- b) hold at least one annual review of the aims, objectives, strategy and progress of the joint commissioning arrangements; and
- c) publish an annual report on progress made against objectives.

**5.12.12** Should a joint commissioning arrangement prove to be unsatisfactory the Governing Body can decide to withdraw from the arrangement, but has to give six months' notice to partners to allow for credible alternative arrangements to be put in place, with new arrangements starting from the beginning of the next new financial year after the expiration of the six months' notice period.

## **5.13 Joint Commissioning Arrangements with NHS England**

- 5.13.1** The CCG may work together with NHS England. This can take the form of joint working in relation to the CCG's functions or in relation to NHS England's functions.
- 5.13.2** The CCG reserves its powers and duties under 5.13 to the Governing Body and all references in this part to the CCG should be read as the Governing Body, except to the extent that they relate to the continuing liability of the CCG under any joint arrangements.
- 5.13.3** In terms of either the CCG's functions or NHS England's functions, the CCG and NHS England may make arrangements to exercise any of their specified commissioning functions jointly.
- 5.13.4** The arrangements referred to in paragraph 5.13.3 above may include other CCGs, a combined authority or a local authority.
- 5.13.5** Where joint commissioning arrangements pursuant to 5.13.3 above are entered into, the parties may establish a Joint Committee to exercise the commissioning functions in question. For the avoidance of doubt, this provision does not apply to any functions fully delegated to the CCG by NHS England, including, but not limited to, those relating to primary care commissioning.
- 5.13.6** Arrangements made pursuant to 5.13.3 above may be on such terms and conditions (including terms as to payment) as may be agreed between NHS England and the CCG.
- 5.13.7** Where the CCG makes arrangements with NHS England (and another CCG if relevant) as described at paragraph 5.13.3 above, the CCG shall develop and agree with NHS England a framework setting out the arrangements for joint working, including details of:
- a) how the parties will work together to carry out their commissioning functions;
  - b) the duties and responsibilities of the parties, and the legal basis for such arrangements;
  - c) how risk will be managed and apportioned between the parties;
  - d) financial arrangements, including, if applicable, payments towards a pooled fund and management of that fund;

- e) contributions from the parties, including details around assets, employees and equipment to be used under the joint working arrangements.

**5.13.8** Where any joint arrangements entered into relate to the CCG's functions, the liability of the CCG to carry out its functions will not be affected where the CCG enters into arrangements pursuant to paragraph 5.13.3 above. Similarly, where the arrangements relate to NHS England's functions, the liability of NHS England to carry out its functions will not be affected where it and the CCG enter into joint arrangements pursuant to 5.13.

**5.13.9** The CCG will act in accordance with any further guidance issued by NHS England on co-commissioning.

**5.13.10** Only arrangements that are safe and in the interests of patients we are responsible for will be approved by the Governing Body.

**5.13.11** The Governing Body of the CCG shall require, in all joint commissioning arrangements that the lead Governing Body Member for the joint arrangements make;

- a) make a quarterly written report to the Governing Body;
- b) hold at least one annual engagement event to review the aims, objectives, strategy and progress of the joint commissioning arrangements; and
- c) publish an annual report on progress made against objectives.

**5.13.12** Should a joint commissioning arrangement prove to be unsatisfactory the Governing Body of the CCG can decide to withdraw from the arrangement but has to give six months' notice to partners to allow for credible alternative arrangements to be put in place, with new arrangements starting from the beginning of the next new financial year after the expiration of the six months' notice period.

## **6 Provisions for Conflict of Interest Management and Standards of Business Conduct**

### **6.1 Conflicts of Interest<sup>xxviii</sup>**

- 6.1.1** As required by section 14O of the 2006 Act, the CCG has made arrangements to manage conflicts and potential conflicts of interest to ensure that decisions made by the CCG will be taken and seen to be taken without being unduly influenced by external or private interest.
- 6.1.2** The CCG has agreed policies and procedures for the identification and management of conflicts of interest.
- 6.1.3** Employees, Members, Committee and Sub-Committee members of the CCG and members of the Governing Body (and its Committees, Sub-Committees, Joint Committees) will comply with the CCG policy on conflicts of interest. Where an individual, including any individual directly involved with the business or decision-making of the CCG and not otherwise covered by one of the categories above, has an interest, or becomes aware of an interest which could lead to a conflict of interests in the event of the CCG considering an action or decision in relation to that interest, that must be considered as a potential conflict, and is subject to the provisions of this constitution and the Conflict of Interest and Standards of Business Conduct Policy.
- 6.1.4** The CCG has appointed the Audit Chair to be the Conflicts of Interest Guardian. In collaboration with the CCG's Company Secretary, their role is to:
- a) Act as a conduit for GP practice staff, members of the public and healthcare professionals who have any concerns with regards to conflicts of interest;
  - b) Be a safe point of contact for employees or workers of the CCG to raise any concerns in relation to conflicts of interest;
  - c) Support the rigorous application of conflict of interest principles and policies;
  - d) Provide independent advice and judgment to staff and members where there is any doubt about how to apply conflicts of interest policies and principles in an individual situation
  - e) Provide advice on minimising the risks of conflicts of interest.

### **6.2 Declaring and Registering Interests<sup>xxix</sup>**

- 6.2.1** The CCG will maintain registers of the interests of those individuals listed in the CCG's policy.

**6.2.2** The CCG will, as a minimum, publish the registers of conflicts of interest and gifts and hospitality of decision making staff at least annually on the CCG website and make them available at our headquarters upon request.

**6.2.3** All relevant persons for the purposes of NHS England's statutory guidance *Managing Conflicts of Interest: Revised Statutory Guidance for CCGs 2017* must declare any interests. Declarations should be made as soon as reasonably practicable and by law within 28 days after the interest arises. This could include interests an individual is pursuing. Interests will also be declared on appointment and during relevant discussion in meetings.

**6.2.4** The CCG will ensure that, as a matter of course, declarations of interest are made and confirmed, or updated at least annually. All persons required to, must declare any interests as soon as reasonable practicable and by law within 28 days after the interest arises.

**6.2.5** Interests (including gifts and hospitality) of decision making staff will remain on the public register for a minimum of six months. In addition, the CCG will retain a record of historic interests and offers/receipt of gifts and hospitality for a minimum of six years after the date on which it expired. The CCG's published register of interests states that historic interests are retained by the CCG for the specified timeframe and details of whom to contact to submit a request for this information.

**6.2.6** Activities funded in whole or in part by 3<sup>rd</sup> parties who may have an interest in CCG business such as sponsored events, posts and research will be managed in accordance with the CCG policy to ensure transparency and that any potential for conflicts of interest are well-managed.

### **6.3 Training in Relation to Conflicts of Interest<sup>xxx</sup>**

**6.3.1** The CCG ensures that relevant staff and all Governing Body members receive training on the identification and management of conflicts of interest and that relevant staff undertake the NHS England Mandatory training.

### **6.4 Standards of Business Conduct**

**6.4.1** Employees, Members, Committee and Sub-Committee members of the CCG and members of the Governing Body (and its Committees, Sub-Committees, Joint Committees) will at all times comply with this Constitution and be aware of their responsibilities as outlined in it. They should:

- a) act in good faith and in the interests of the CCG;

- b) follow the Seven Principles of Public Life; set out by the Committee on Standards in Public Life (the Nolan Principles);
- c) comply with the standards set out in the Professional Standards Authority guidance - *Standards for Members of NHS Boards and Clinical Commissioning Group Governing Bodies in England*; and
- d) comply with the CCG's Managing Conflicts of Interest and Standards of Business Conduct, which is available on the CCG's website and on request.

**6.4.2** Individuals contracted to work on behalf of the CCG or otherwise providing services or facilities to the CCG will be made aware of their obligation with regard to declaring conflicts or potential conflicts of interest. This requirement will be written into their contract for services and is also outlined in the CCG's Managing Conflicts of Interest and Standards of Business Conduct policy.

## Appendix 1: Definitions of Terms Used in This Constitution

|                                     |  |
|-------------------------------------|--|
| 2006 Act                            | National Health Service Act 2006   |
| Accountable Officer (AO)            | <p>an individual, as defined under paragraph 12 of Schedule 1A of the 2006 Act, appointed by NHS England, with responsibility for ensuring the group:</p> <p>complies with its obligations under:</p> <p>sections 14Q and 14R of the 2006 Act,</p> <p>sections 223H to 223J of the 2006 Act,</p> <p>paragraphs 17 to 19 of Schedule 1A of the NHS Act 2006, and</p> <p>any other provision of the 2006 Act specified in a document published by the Board for that purpose;</p> <p>exercises its functions in a way which provides good value for money.</p> |
| Area                                | The geographical area that the CCG has responsibility for, as defined in part 2 of this constitution   |
| Chair of the CCG Governing Body     | The individual appointed by the CCG to act as chair of the Governing Body and who is usually either a GP member or a lay member of the Governing Body.   |
| Chief Finance Officer (CFO)         | A qualified accountant employed by the group with responsibility for financial strategy, financial management and financial governance and who is a member of the Governing Body.  |
| Clinical Commissioning Groups (CCG) | A body corporate established by NHS England in accordance with Chapter A2 of Part 2 of the 2006 Act.   |
| Committee                           | A Committee created and appointed by the membership of the CCG or the Governing Body.  |
| Sub-Committee                       | A Committee created by and reporting to a Committee.   |
| Governing Body                      | The body appointed under section 14L of the NHS Act 2006, with the main function of ensuring that a Clinical   |

|                                      |  |
|--------------------------------------|--|
|                                      | Commissioning Group has made appropriate arrangements for ensuring that it complies with its obligations under section 14Q under the NHS Act 2006, and such generally accepted principles of good governance as are relevant to it.  |
| Governing Body Member                | Any individual appointed to the Governing Body of the CCG  |
| Healthcare Professional              | A Member of a profession that is regulated by one of the following bodies:<br>the General Medical Council (GMC)<br>the General Dental Council (GDC)<br>the General Optical Council;<br>the General Osteopathic Council<br>the General Chiropractic Council<br>the General Pharmaceutical Council<br>the Pharmaceutical Society of Northern Ireland<br>the Nursing and Midwifery Council<br>the Health and Care Professions Council<br>any other regulatory body established by an Order in Council under Section 60 of the Health Act 1999 |
| Lay Member                           | A lay Member of the CCG Governing Body, appointed by the CCG. A lay Member is an individual who is not a Member of the CCG or a healthcare professional (as defined above) or as otherwise defined in law.   |
| Primary Care Commissioning Committee | A Committee required by the terms of the delegation from NHS England in relation to primary care commissioning functions. The Primary Care Commissioning Committee reports to NHS England and the Governing Body   |
| Professional Standards Authority     | An independent body accountable to the UK Parliament which help Parliament monitor and improve the protection of the public. Published <i>Standards for Members of NHS Boards and Clinical Commissioning Group Governing Bodies in England</i> in 2013   |
| Member/ Member                       | A provider of primary medical services to a registered patient   |

|                                |  |
|--------------------------------|--|
| Practice                       | list, who is a Member of this CCG.   |
| Member practice representative | Member practices appoint a healthcare professional to act as their practice representative in dealings between it and the CCG, under regulations made under section 89 or 94 of the 2006 Act or directions under section 98A of the 2006 Act.  |
| NHS England                    | The operational name for the National Health Service Commissioning Board.  |
| Registers of interests         | Registers a group is required to maintain and make publicly available under section 140 of the 2006 Act and the statutory guidance issues by NHS England, of the interests of:<br><br>the Members of the group;<br><br>the Members of its CCG Governing Body;<br><br>the Members of its Committees or Sub-Committees and Committees or Sub-Committees of its CCG Governing Body;<br>and Its employees. |
| STP                            | Sustainability and Transformation Partnerships – the framework within which the NHS and local authorities have come together to plan to improve health and social care over the next few years. STP can also refer to the formal proposals agreed between the NHS and local councils – a “Sustainability and Transformation Plan”.   |
| Joint Committee                | Committees from two or more organisations that work together with delegated authority from both organisations to enable joint decision-making  |

## **Appendix 2: Committee Terms of Reference<sup>xxxii</sup>**

**Audit Committee**

**Remuneration Committee**

**Primary Care Commissioning Committee**

## **Appendix 3: Standing Orders<sup>xxxiii</sup>**

## **Appendix 4: Standing Financial Instructions<sup>xxxiii</sup>**

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