

Terms of Reference

Business Committee

Name of responsible party	Úna McKernan, Head of Operations
Date approved by PCC EMT	23/10/24
Date approved by Business Committee	29/10/24
Date approved by Council	12/11/24
Date to be reviewed	28/10/25

Business Committee

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BUSINESS COMMITTEE

1 INTRODUCTION

The terms of reference for the Business detail the:

- Purpose of the Committee;
- The membership of the Committee;
- The frequency and arrangements for meetings;
- The remit of the Committee.

2 Establishment of the Business Committee

The council has established a Committee of the Council to be known as the Business Committee (BC). The BC is a non-executive Committee of the Council and has no executive powers, other than those delegated in these Terms of Reference. The terms of reference of the Committee are to be approved by Council and recorded in Council minutes.

The BC meetings shall be conducted formally and minutes submitted to Council at its next meeting.

3 Membership of the Committee

The Committee shall comprise of a minimum of three Council Members. The quorum for meetings of the Committee shall be two members. The membership of the Committee agreed by the council in July 2024 is

Chair Alan Hanna

Members Stephen Mathews
Paul Douglas

Membership may be reviewed periodically by the Council, however the term of office for members is expected to be up to four years with the option to renew for a second term of up to four years. The term of office for the Chair of the Committee is three years, with the option to renew for a term of up to three years, subject to Council approval.

The Committee has the ability to co-opt members to provide specialist skills that enhance the effectiveness of the Committee.

The Chair of the Council shall not be a member of the BC but they may be invited to attend meetings that are discussing issues pertinent to the whole Council. Council can approve the co-option of additional members to the Committee.

4 Attendance and Secretariat

Members of the Committee, Head of Operations, Senior Policy and Impact Manager, Principal Practitioner and Business and Governance Manager shall attend the meetings as a matter of course.

Other Executive and Non-Executive Board members and officers may be invited to attend as required. The Chief Executive of the Patient and Client Council should attend at least one Business Committee meeting per year.

The Committee has the right to request the attendance of any member of the Patient and Client Council staff should a relevant issue arise.

The Council Executive Assistant shall be Secretary to the Committee and shall attend to take minutes of the meeting and provide appropriate support to the Chair and committee members.

Committee members will attend regularly and contribute to the work of the Business Committee and set aside sufficient time to read the meeting papers in advance of the meeting.

5 Frequency of Meetings

Meetings shall be held quarterly up to at least four times per year.

Agendas and briefing papers shall be prepared and circulated in sufficient time for members to give them due consideration. Further meetings may be arranged at the discretion of the Committee Chair as necessary.

6 Authority

The Committee is constituted as a Committee of Council to act with independence. The terms of reference of the Committee are to be approved by Council and recorded in Council minutes. The Committee is authorised by the Council to investigate any activity within its terms of reference. The Committee Chair is authorised to seek any information required from any employee and all employees are directed to co-operate with any request made by the Committee.

7 Role of the Business Committee

The Committee will :

- Scrutinise the Patient and Client Council's handling of complaints, Freedom of Information Requests (FOI's), Subject Access Requests (SARS) and other administrative matters;
- Seek assurance and advise the Council on the management of Serious Adverse Incidents (SAR's)

- Review reports on Human Resources and Corporate Services matters including Health and Safety and safeguarding; and highlight the key areas to the Council;
- Keep under review the organisation's performance in relation to delivery through the Operational Plans;
- Monitor the implementation of major change projects in the Patient and Client Council as delegated by and on behalf of the Council;
- Provide assurance to and advise the Council on the organisational process for Information Management;
- Scrutinise the policies and procedures for all work related to Information Management and other policies and procedures on behalf of the Council.

The Chair of the Committee may use their discretion to refer any relevant matter to the Committee.

8 Reporting

The minutes of the Business Committee meetings shall be formally recorded by the Secretary and submitted to the Council. The Chair of the Committee shall report to the full Council on the work of the Committee.

9 Review of Effectiveness

The Business Committee will, on an annual basis, review its effectiveness using an appropriate assessment methodology.

10 Relationship between Business Committee and Audit Risk and Assurance Committee.

Audit and Risk Assurance Committee (ARAC) and the Business Committee (BC) have agreed distinct remits. However, there is a close interface between the work of the two Committees, and while neither will undertake the work of the other, there may be occasions when items of business may have to be raised with the corresponding Committee. Examples of such areas include, but are not limited to:

- Financial performance (oversight given by the BC) and the consistency of reporting in the Annual Accounts (approval process by the ARAC);
- Risk Assurance (considered by ARAC) and risks relating to matters overseen by the BC (including, for example, information governance, Business Continuity and health and safety);
- Business items which demonstrate control weaknesses and there may be a requirement for Internal Audit/Counter Fraud input;
- Internal Audit reports considered by the ARAC addressing areas overseen by the BC;
- Annual Cybersecurity report (ARAC) and linkage to Business Continuity Plans and Information Governance (considered by BC); and
- Governance Statement (approved by ARAC) and reporting of role of BC during the year.

The Chair of the appropriate Committee has a responsibility to raise the issue of concern to be addressed by the other Committee, ensuring that this is formally documented, where appropriate, at the relevant Committee meetings. The Chair of either Committee may also raise issues directly with the Chair and the full Council, including where there are time constraints and scheduling of meetings.