



## Bermuda Hospitals Board

### PROGRAMME STEERING GROUP Terms of Reference

#### 1. DEFINITIONS

“Act” means the Bermuda Hospitals Board Act 1970;

“BHB” means the Bermuda Hospitals Board;

“Board” means the leadership body appointed by the Minister to oversee the operations of BHB;

“Board Member” means person appointed by the Minister to serve on the Board;

“Co-Opted Member” means an external subject matter expert co-opted from the community who has been appointed to the membership of one or more of the Board’s committees or sub-committees who may vote in an advisory capacity on any matter put before the Committee;

“Executive Committee of the Board” is comprised of Board Members who have been appointed Chair of one or more committees or sub-committees of the Board;

“Executive Member of the Board” means a Board Member who is also a member of the Executive Management Team;

“Non-Executive Member of the Board” means a Board Member who is not a member of the Executive Management Team;

“Executive Team Member” means a member of BHB’s Executive Management Team;

“Gazetted Member” means a Board Member who has been formally appointed by the Minister of Health;

“the Group” means the **Programme Steering Group**. The Group operates on behalf of and reports to the Board through the Finance & Audit Committee. Matters before the Group but reserved for the Board will be presented to the Board for ratification or approval, as appropriate.

#### 2. CONSTITUTION

In accordance with the Bermuda Hospitals Board Act 1970 (the “Act”), and pursuant to section 26 (4) of the Act, BHB hereby establishes a sub-committee of the Finance & Audit Committee to be known as the Programme Steering Group (the “Group”), which shall be governed by the Terms of Reference set forth below.

The Group is hereby authorized by the Board to investigate activities within its Terms of Reference, as well as any matters which have not specifically been set out in its Terms, but which require investigation Members of the Group. It is further authorized to seek any information it requires by from any employee, and all employees are directed to cooperate with any requirements made by the Group.

The Group is authorized by the Board to obtain outside legal or other professional advice and to retain other advisors with relevant experience and expertise if it considers this necessary to carry out its duties.

Group Members agree to respect all policies and procedures which protect BHB’s intellectual property and patient confidentiality.

#### 3. PURPOSE AND SCOPE

The primary goal of the Group is to effectively deliver efficient, high quality, clinical and operational services which meet the expectations of government, island wide health population and staff.

The main purposes of the Group are to:

- Lead the development and implementation of BHB's Clinical Services, Quality and Financial Plans (the "Programmes");
- Manage over-arching performance of the Programmes, ensure that all agreed cost and quality improvement activity supports BHB's overall strategic goals and Corporate Plan;
- Provide guidance and direction to the individual Executive Leads and address issues escalated to the Group and the Executive Team.

#### **4. DUTIES AND RESPONSIBILITIES**

The Group is accountable for the overall success of the Programmes and initiatives, with Executive Team members holding their teams responsible for the delivery of their Programmes.

The main duties and responsibilities of the Group include, but are not limited to, the following:

- Agree the vision and objectives for the Programmes and ensure they are understood within the stakeholder organisations;
- Provide overall leadership and direction to the Programmes and individuals working within them;
- Agree a methodology for approving and prioritizing further work;
- Ensure a framework exists for robust governance and accountability arrangements for the implementation of the Programmes;
- Ensure the appropriate resources and organisational support are made available to facilitate successful implementation of the Programmes;
- Monitor and account for expenditure made in respect of the Programmes;
- Through the Programme Management Office ("PMO"), establish reporting mechanisms to monitor overall progress and high level risks against the agreed plans;
- Recommend and/or agree any necessary corrective actions required to ensure delivery of the projects;
- Remove obstacles preventing or hampering successful implementation of the Programmes;
- Ensure effective communication takes place regarding the Programmes within stakeholder organisations and with other partners; and
- On an annual basis, review and re-assess the adequacy of these Terms of Reference and recommend to the Finance & Audit Committee for approval.

##### Programme Management Office

The Group will coordinate and manage BHB's Clinical Services Plan, as well as its Quality and Financial Strategies to ensure alignment with the PMO standardized governance framework.

To assist the Group, the PMO will:

- Oversee and monitor the delivery of the Programmes as agreed by the Group;
- Through BHB's governance arrangements, oversee Programme / project activities and outputs in line with its plans and deliverables;
- Ensure that the Programmes being taken forward align with BHB's strategy;
- Review any risk and issues escalated to the Group, making recommendations to the Group as required;

- Be responsible for the handover of any Programme / project documentation at the close of the Programmes.

## 5. ACCOUNTABILITY AND REPORTING

The Group will:

- Receive regular progress reports from the PMO on each of the Programmes / projects through a high-level report or dashboard;
- Receive an updated high level risk assurance framework and issues log at each meeting;
- Report progress of each Programme / project to the Executive Team through a high level report or dashboard;
- Agree new projects according to the gateway and governance process.

## 6. CONDUCT OF MEETINGS

### 6.1 Membership

The Group shall be appointed by the Board annually and shall be comprised of two Board Members, together with Members from BHB's Executive Team. All Members may exercise the right to vote on any matter tabled before the Group. Members may be removed at any time by the voting Board Members of the BHB if necessary or appropriate. One of the Members will be appointed Chair of the Group by the Board.

The individuals holding the following offices at BHB shall serve on the Group:

- Chief Financial Officer (Chair)
- Chief Executive Officer
- Deputy Chief Executive Officer
- Chief of Staff
- Chief Operating Officer
- Chief of Nursing
- Chief Health Information Officer
- Director, Procurement
- VP Finance
- VP, Facilities Management
- VP, Information Technology Services/Digital
- VP, Public Relations
- VP, People
- VP Clinical Operations
- VP, Quality & Patient Safety

Any other members of BHB's Executive Team or their delegate may attend meetings by invitation from the Chair.

The Group may invite any subject matter expert whether internal or external to attend all or part of any meeting in whatever capacity the Chairman of the Group deems appropriate.

## 6.2 Appointments

Co-Opted Members may be nominated by the Group Chair and should be vetted and approved by the Executive Committee and ultimately the Board. Co-Opted Members may serve for a period of two years, unless otherwise agreed by the Board.

The Board may exercise its discretion to re-appoint Co-Opted Members for an additional term. The Board's Committees and Groups are advisory by nature; decisions rendered / votes cast by Group Members are therefore presented to the Finance & Audit Committee as recommendations.

## 6.3 Quorum and Voting

The quorum for all Group meetings will be satisfied where two Board Members and two Executive Team Members are in attendance.

Every question or matter to be determined by the Group at any meeting shall be decided by way of a majority vote. In the event of an equal division of votes on any questions or matters, the Chair of the meeting may give a second casting vote. A Member may abstain from voting on a matter in which that Member has a financial or personal interest.

## 6.4 Frequency

The Group shall at a minimum meet not less than ten times per year. The Chairman or a Member of the Group may convene additional meetings at any time to deal with matters within the remit of the Group.

## 6.5 Resolutions in Writing

The Board hereby confers on the Group powers to make decisions by way of resolution. A copy of the resolution(s) shall be circulated to all Members who would be entitled to attend a meeting and vote. The date of the resolution is the date when the resolution is signed by the last Member to sign.