



Public Health
England

Advisory Board Terms of Reference

July 2013

PHE Advisory Board Terms of Reference

1. Introduction

- 1.1 Public Health England (PHE) is the expert national public health agency which fulfils the Secretary of State for Health's statutory duty to protect health and address inequalities, and executes his power to promote the health and wellbeing of the nation. PHE's mission is to protect and improve the nation's health and to address inequalities, working with national and local government, the NHS, industry, academia, the public and the voluntary and community sector. More information on PHE's work, ambition and objectives can be found at www.gov.uk/phe.
- 1.2 The Framework Agreement with the Department of Health (DH) describes PHE's functions and duties and the roles and responsibilities of key individuals and groups, including its Chief Executive, the Advisory Board and its Chairman.
- 1.3 The Chief Executive is responsible for the leadership of PHE and for the delivery of PHE's objectives, including the achievement of specific performance measures. The Chief Executive is accountable to the Permanent Secretary of DH.
- 1.4 The Chief Executive is supported by an Advisory Board which shall have a majority of non-executive members appointed by the Secretary of State for Health. The Advisory Board does not have the powers of direction or the liabilities of members of a private company or a Governmental Non-Departmental Public Body.

2. Membership of the Advisory Board

- 2.1 The Advisory Board comprises:
 - (i) a non-executive Chairman appointed by the Secretary of State;
 - (ii) the Chief Executive;
 - (iii) at least three and no more than seven non-executives appointed by the Secretary of State other than the Chairman, one of whom shall chair the Audit and Risk Committee; and
 - (iv) no more than two associate non-executives appointed by the Advisory Board who shall in their opinion bring particular skills, experience and expertise for a specific function. Associate non-executives shall be appointed for a period of no longer than one year.

In addition, the devolved administrations shall each be invited to nominate an individual to attend meetings of the Advisory Board in an observer capacity as part of ensuring that there continues to be close liaison between UK public health bodies and government on public health issues of common interest and concern. The appointment of the observers shall be confirmed by the Advisory Board at a duly convened meeting.

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- 2.2 The Chairman of the Advisory Board will support the Chief Executive in the successful running and development of PHE. The Chairman and Chief Executive have agreed the statement of respective responsibilities set out as Annex A to these terms of reference.

3. Conduct of Advisory Board members

- 3.1 The non-executive members of the Advisory Board shall comply with the Cabinet Office Code of Conduct for Board Members of Public Bodies.
- 3.2 All members of the Advisory Board shall comply with the PHE Code of Conduct.

4. Role of the PHE Advisory Board

- 4.1 The Advisory Board will provide strategic advice on the running of PHE and will be supportive and enabling whilst being constructively challenging. Specifically, the Advisory Board shall advise and assure:
- (i) the development of PHE's corporate plan and annual business plan;
 - (ii) PHE's financial and performance objectives;
 - (iii) the effectiveness of PHE's corporate governance arrangements. The Advisory Board will receive and act on advice from the Audit and Risk Committee in this regard;
 - (iv) how PHE can ensure independence and maintain the highest professional and scientific standards in the preparation and publication of its advice; and
 - (v) issues and policies, both within the public health system and from other Government departments, which could impact on the strategic direction of PHE.
- 4.2 The Advisory Board may also provide advice to PHE on the following:
- (i) its scientific activities;
 - (ii) the relevance and quality of the science performed and used;
 - (iii) emerging health science issues, scientific trends, challenges and opportunities in national and global contexts;
 - (iv) its knowledge translation and science communication activities;
 - (v) scientific partnerships and linkages; and
 - (vi) the scientific underpinning of specific issues brought before the Advisory Board.

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- 4.3 In carrying out its role, the Advisory Board will generally address issues identified and presented to it by the Chief Executive but may:
- (i) choose relevant agenda topics for its own deliberations;
 - (ii) establish specialised technical committees and panels from amongst its members, and appoint to any such committees individuals external to PHE who have knowledge, experience and expertise relevant to PHE's mission, for example, in the following areas:
 - (a) health protection;
 - (b) health and wellbeing;
 - (c) research, development, and knowledge management; and
 - (d) global health;
 - (iii) address and/or recommend suitable topics for specialised technical committees and panels; or
 - (iv) liaise with other organisations and individuals with appropriate expertise to undertake such activities.
- 4.4 The Advisory Board shall respect the mandates of any other committees and panels providing advice to PHE and, more generally, the independent expert advisory committees providing advice to Government and the Devolved Administrations.
- 4.5 The Advisory Board is encouraged to reach a consensus in providing advice whenever possible. Where consensus is not possible, the minutes shall reflect the diversity of opinion. Where appropriate, advice may also be provided by way of a formal report.
- 5. Meetings of the Advisory Board**
- 5.1 The Advisory Board shall meet four times each year and at such other times as the Chairman of the Advisory Board and/or Chief Executive shall require. Meetings shall be held in public.
- 5.2 Meetings of the Advisory Board shall be summoned by the Board Secretary at the request of the Chairman of the Advisory Board and/or Chief Executive.
- 5.3 The quorum necessary for the transaction of business shall be four, one of whom shall be the Chief Executive.
- 5.4 In the absence of the Chairman of the Advisory Board, the remaining non-executive members present shall elect one of themselves to chair the meeting.

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- 5.5 Where an Advisory Board meeting:
- (i) is not quorate under paragraph 5.3 within one half hour from the time appointed for the meeting; or
 - (ii) it becomes inquorate during the course of the meeting,
- the Advisory Board members present may determine to adjourn to such time, date and place as may be determined by the members present.

6. Attendance of invitees at Advisory Board meetings

- 6.1 The Chairman of the Advisory Board may, in consultation with the Chief Executive, invite individuals with particular expertise or experience to provide input on a specific topic or agenda item. This may include Department of Health officials.
- 6.2 Invitees may provide the Advisory Board with information by way of a written submission, oral presentation or participation in discussions.
- 6.3 Presenters and observers may not participate in discussions at an Advisory Board meeting unless the Chairman specifically invites them to do so. Only members of the Advisory Board may participate in the formulation of advice or recommendations.

7. Administration

- 7.1 The Board Secretary shall administer meetings of the Advisory Board.
- 7.2 The agenda for all meetings shall be reviewed by the Chief Executive and Chairman of the Advisory Board and shared with members two weeks in advance of each meeting.
- 7.3 Papers for all meetings shall be made available to members no later than one week in advance of each meeting. They shall also be made available to PHE's Sponsor Branch in DH and published at www.gov.uk/phe.
- 7.4 Papers shall only be tabled at meetings in exceptional circumstances and with the agreement of the Chairman presiding at the meeting.
- 7.5 The Board Secretary shall record the minutes of every meeting and shall submit them in draft to the Advisory Board in advance of its next meeting for agreement, confirmation or otherwise. The minutes shall summarise the proceedings to reflect the advice offered. The minutes, once approved, shall be published at www.gov.uk/phe.
- 7.6 Non-executive members are eligible to claim allowances, at rates set centrally, for travel and subsistence costs necessarily incurred on PHE business.

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8. Annual review process

- 8.1 The Advisory Board shall undertake a self-assessment of its effectiveness on at least an annual basis. This may be facilitated by independent advisors if the Chairman of the Advisory Board considers this appropriate or necessary.
- 8.2 The Chairman of the Advisory Board shall conduct an annual appraisal of the non-executive members.
- 8.3 These terms of reference, which shall be publicly available on PHE's website, shall be reviewed by the Advisory Board at least every two years.

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Statement of responsibilities of the PHE Chief Executive and Chairman of the PHE Advisory Board

	Chief Executive	Chairman of the Advisory Board
1	The Chief Executive is responsible for all executive matters and is PHE's Accounting Officer. The Chief Executive is responsible for the day-to-day leadership of PHE and all members of the management structure report either directly or indirectly to him.	The Chairman is not responsible for executive matters.
2	The Chief Executive's principal responsibility is leading PHE and delivering PHE's objectives.	The Chairman's principal responsibility is the effective running of the Advisory Board and ensuring that it supports the Chief Executive in delivering the objectives of PHE.
3	The Chief Executive is responsible for developing and implementing PHE's strategy and communicating this to both internal and external stakeholders.	The Chairman is responsible for ensuring that the non-executive members play a full and constructive part in contributing to the advice provided to the Chief Executive on PHE's governance and strategic direction.
4	The Chief Executive is responsible for the provision of information and support, from the executive, to the Advisory Board.	The Chairman is responsible for the leadership of the Advisory Board and ensuring its effectiveness on all aspects of its role and setting its agenda. This includes ensuring that non-executive members comply with the Cabinet Office Code of Conduct for Board Members of Public Bodies and the PHE Code of Conduct.
5	The Chief Executive is responsible for ensuring that he maintains a dialogue with the Chairman of the Advisory Board on important and strategic issues facing PHE and agreeing with the Chairman an agenda for which reflects these matters.	The Chairman is responsible for ensuring the agenda of the Advisory Board takes full account of the important issues facing PHE. There shall be a focus on strategic, rather than routine and operational, issues.
6	Ensures that staff comply with the agreed ways of working with the Advisory Board.	Ensuring, on the advice of the Board Secretary where appropriate, compliance with the Advisory Board Terms of Reference and each Committee's Terms of Reference.

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	Chief Executive	Chairman of the Advisory Board
7	Provide input to the Chairman and Board Secretary on changes, as appropriate, to the Advisory Board terms of reference, which if agreed, will require approval from the Secretary of State.	Propose to the Advisory Board, in consultation with the Chief Executive as appropriate terms of reference for each Committee and other Advisory Board policies and procedures.
8	If so appointed, serving on any Committee of the Advisory Board.	Propose the membership of Advisory Board Committees and their Chairs for approval by the Advisory Board.
9	Contribute to the induction programmes for new non-executive members and ensuring that appropriate management time is made available for this.	Taking the lead in providing a properly constructed induction programme for new non-executive members.
10	Ensure that appropriate support is in place for the development needs of the Advisory Board.	Taking the lead in identifying and seeking to update the skills and knowledge both of individual non-executive members and of the Advisory Board as a whole and meeting ongoing development needs.