

## Terms of Reference

**Title:** Bristol, North Somerset, South Gloucestershire (BNSSG) VCSE Alliance

### **1. Introduction**

This document sets out how the voluntary, community and social enterprise (VCSE) sector will work together in the BNSSG VCSE Alliance, in partnership with the BNSSG Integrated Care Board, Integrated Care Partnership, Locality Partnerships, NHS providers, Sirona, AWP and Local Authorities as part of Healthier Together, the BNSSG integrated care system (ICS), for the benefit of local residents and communities.

### **2. Background**

BNSSG is a large geography with over a million residents and extremes of health and systemic inequalities across its inner cities, suburbs, market and coastal towns and dispersed rural settlements. BNSSG is also made up of hundreds of communities of place, communities of practice and communities of identity and has a vibrant and diverse voluntary, community and social enterprise (VCSE) sector.

The VCSE sector across BNSSG comprises over 8000 organisations plus many more informal groups, with a wide range across large, infrastructure, small and micro-community groups, faith groups and user-led organisations.

Organisations work across all areas of need including (but not limited to) health, social care, debt, poverty, children and young people, older people, isolation, employability, domestic abuse, climate change, homelessness, people with drug and alcohol dependencies and those with protected characteristics.

Healthier Together – BNSSG’s integrated care system (ICS) brings together partners within and across these communities to improve health and wellbeing and reduce health inequalities. Recognising the value and contribution of the voluntary, community and social enterprise (VCSE) sector to health and wellbeing, and in line with national government policy and legislation, the VCSE sector is a key partner within BNSSG ICS.

There has never been call for the VCSE sector to coordinate across the BNSSG footprint before but in response to the development of new structures in health and care, the BNSSG VCSE Alliance was established to provide a focus for the VCSE activity and engagement within BNSSG ICS. The BNSSG ICB has made a considerable investment to support and enable the VCSE Alliance to develop.

***“The VCSE sector is a key strategic partner with an important contribution to make in shaping, improving, and delivering services, and developing and implementing plans to tackle the wider determinants of health. VCSE partnership should be embedded in how the ICS operates, including through involvement in governance structures in population health management and service redesign work, and in system workforce, leadership and organisational development plans”.***  
 (“Building strong integrated care systems everywhere, NHS England”, September 2021)

## Overview of Alliance formation to date

- From 2019, VCSE organisations and partners across BNSSG have collaborated in the NHS England *Embedding the VCSE into ICSs* programme. This work was the precursor to the BNSSG VCSE Alliance.
- A coalition of the willing came together to develop a proposal and secured 12-month non-recurrent ICB funding for the development of the Alliance in April 2023.
- Voscur agreed to be the 'host' of the emerging Alliance and an interim steering group was formed in April 2023. The interim steering group members were drawn from communities of identity, place and practice, VCSE infrastructure organisations and VCSE locality leads.
- The first members of the VCSE Alliance team were appointed in August and October 2023, with the Strategic Programme Manager joining in January 2024.
- The Alliance held its first Assembly event on 31<sup>st</sup> January 2024 to officially launch the Alliance.

### **3. Purpose & Ethos**

The overarching aim of the BNSSG VCSE Alliance is to improve the wellbeing and health of people and communities across BNSSG.

The Alliance is committed to the principle that collaboration is the best way to provide high quality joined-up support to people and communities.

The Alliance believes that, by working together, we play to our individual strengths and have the power to create positive change for people and communities.

The Alliance is committed to the following **behaviours and principles** in the way it works:

- **Equality and equity** - *We always strive to be equitable in the way we do things, ensuring a level playing field through inclusive and accessible practices; Ensuring the right people are in the room and that everyone in the room has a voice. We take into account the additional needs that some individuals or organisations may have and take positive action to address systemic inequalities.*
- **Transparency, honesty and openness** - *We have transparency, honesty and openness to our practices and ways of working together, as well as the humility to acknowledge when things don't go smoothly and learn from our mistakes.*
- **Trust and respect** - *We cultivate trust between our organisations. We consider power dynamics, are mutually respectful and maintain agreed boundaries.*
- **Focus, commitment and accountability** - *We are focused, committed and accountable; ensuring a clarity of purpose, a clear shared vision, solid processes, strong decision-making and evaluation frameworks and robust data. Whilst also ensuring we are flexible and have the capacity to change course if necessary. We are not afraid to be self-critical and we actively listen and respond to feedback.*
- **Excellent communication** - *The ways in which we communicate are diverse, consistent, aligned with a universal language and accessible to all. We strive to strike the*

*right balance between giving people enough time to do things and ensuring that momentum isn't lost.*

#### 4. Objectives

#### 5. Structure and decision-making

The BNSSG VCSE Alliance is structured as a distributed leadership group as shown in the diagram below. It consists of the Alliance itself, a group of VCSE Alliance Ambassadors, an Alliance Steering Group, an Alliance Coordination Group and an Alliance Programme Team. It is governed by this agreement.

The Alliance is currently hosted by local voluntary sector infrastructure organisation, Voscur. Future arrangements - including whether it continues to be hosted by another organisation or whether it becomes its own independent entity - will be considered and decided six months ahead of the review date of this agreement - by end February 2025.

Headline overview of the structure:



The **BNSSG VCSE Alliance**:

- A place to network, share information, input thoughts/ideas but not do any 'official work on behalf of the Alliance'.

The **VCSE Alliance Ambassadors** are a distributed leadership group who undertake work on behalf of the Alliance:

- Members meet certain criteria, apply and sign-up to the Alliance Ambassadors principles and responsibilities
- The Alliance Ambassadors are where our representatives to the ICS come from and where Alliance working groups are formed
- The Alliance Ambassadors run the Alliance projects and services as relevant opportunities arise. This could include, for example, national or locally-funded projects in line with the Alliance objectives.

The Alliance **Steering Group**:

- Consists of an elected, representative group across communities of place, practice and identity, and VCSE infrastructure organisations and with appropriate links to other Alliances (e.g. the VCSE Mental Health Alliance)
- Acts as the leadership group of the Alliance, facilitated by two co-facilitators with roles and responsibilities as set out in the attached job description.
- Provide a steer to the central Alliance team and set the strategy for the Alliance
- Establishes working groups, task-and-finish groups and other short-term groups as needed to progress Alliance priorities, projects and services and fulfil its objectives more widely.
- Sets the Roles and Responsibilities of the co-facilitators and devolves decision-making to the Coordination Group (and other sub-groups) when needed and appropriate on a case-by-case basis to enable Alliance business to progress at pace.

#### The Alliance **Coordination Group**:

- A subset of the steering group that follows a distributed leadership approach.
- Comprised of the two co-facilitators, CEO of the host organisation and the ICB board representative and deputy representative.
- Point of contact for the ICB, and accountable to the contract/deliverables with the ICB (and any other funders)
- A decision-making group when the Steering Group devolves responsibility.
- Day-to-day management of the central Alliance team (primarily the Strategic Programme Manager).

## 6. Membership

In order to participate in the **BNSSG VCSE Alliance** organisations must meet the following criteria:

- VCSE organisation based in BNSSG or a regional/national VCSE organisations that are actively delivering services in BNSSG and/or support to BNSSG citizens.

**BNSSG VCSE Alliance Ambassadors** are organisations with full Alliance voting rights. They are eligible to attend any and all Alliance business where they do not have a conflict of interest, have access to training and to stand for election to the Steering Group, participate in a working or short-term task and finish group of the Alliance, act as a VCSE Alliance Representative within the ICS and have access to apply to the inclusion fund (as set out in the Appendix) to cover costs of participation.

Following the signing of this Terms of Reference agreement, applications to become a BNSSG VCSE Alliance Ambassador will open and VCSE organisations across BNSSG encouraged to join.

To become a BNSSG VCSE Alliance Ambassador, organisations must meet the following criteria:

- A voluntary, community or social enterprise organisation in line with the following definition:
  - VCSE means a Voluntary, Community or Social Enterprise organisation which serves the community. VCSE organisations have common features as follows:
    - **Beneficial and accountable to the community:** They have social objectives to benefit the community and are accountable to the community.
    - **Formal:** They have a formal and recognisable structure that is described in a constitution or a formal set of rules. They are registered with the relevant register or regulator.
    - **Non-profit making:** They do not distribute profits to owners or directors but reinvest them in the sustainability of the organisation or use them for the benefit of the community.
    - **Self-governing:** They are truly independent in determining their own course, with at least three trustees or directors or management committee members (who are not related to each other and are not paid shareholders) and a bank account in its own name.
    - **Independent:** They are separate from the state and private sector.
    - **Supported through volunteering and embrace community action:** They involve a meaningful degree of voluntary participation through having, for example, a trustee board/committee and volunteers
    - **Non-party political.**
  - VCSE organisations may have several structures or forms – one of which must be in place for an organisation to join the VCSE Brokerage Framework.
    - Charitable Incorporated Organisation
    - Community Benefit or Industrial Provident Society
    - Community business (company limited by shares\*)
    - Community Interest Company limited by guarantee
    - Community Interest Company limited by share (Schedule 2 with 100% asset lock only)
    - Company limited by guarantee
    - Registered charity
    - Unincorporated association

\* It is recognised that a community business, which has clear community purpose and benefits, may be a company limited by shares.

This definition is based on the following sources: National Community Lottery Fund, Bristol Impact Fund, NCVO, Quartet Community Foundation, Power to Change and Co-operatives UK.

- Operate in at least one of Bristol, North Somerset and South Gloucestershire
- Deliver work that supports improved wellbeing and health, including across the wider determinants of health

- Sign up and commit to the Alliance principles and behaviours
- Sign up and commit to Alliance Ambassador responsibilities to:
  - Attend a minimum of 4 VCSE Alliance meetings a year
  - Complete declaration of interests and inform the Steering Group co-facilitators if new or relevant conflicts emerge at the Ambassadors session of the Alliance meetings.
  - Participate in available training opportunities, including any required to undertake representative positions in the ICS/ICB such as the NHS 'Managing Conflicts of Interest' training.
  - Advocate for the sector and be the voice of the VCSE Alliance
  - Contribute to ensuring diversity and inclusion in the membership of the Alliance by regularly reviewing the existing Ambassadors for gaps and support the central Alliance team to address these.
  - Take collective responsibility for recruiting new Alliance Ambassadors
  - Act as senior system leaders and providing senior leadership for the sector within the ICS
  - Participate in mentoring schemes
  - Elect members of the Steering Group
  - Participate in working groups to help inform, develop and deliver Alliance work.

This definition is based on the following sources: National Community Lottery Fund, Bristol Impact Fund, NCVO and Quartet Community Foundation.

The benefits of being an Alliance Ambassador are:

- A chance to amplify the voice of the VCSE sector by sharing your insights on behalf of the Alliance
- Use your experience within the VCSE to feed into the Integrated Health and Care System and advocate for community and preventative approaches
- Become part of network and build peer support relationships with VCSE colleagues
- Stay informed of the latest strategic developments that will affect your organisation
- Promote your organisation and build its reputation and recognition
- Elect the Alliance leadership group and have the opportunity to nominate yourself to be part of this group
- Receive training and personal development opportunities

There is no cap on the number of VCSE Alliance Ambassadors. New applications are checked by the BNSSG VCSE Alliance team against the criteria and presented at Alliance Steering group meetings for approval by a voting majority of Alliance Leadership group

members. The Steering group can devolve responsibility for the approval of new members to the Coordination group if this deemed to be more operationally viable.

The BNSSG VCSE Alliance also has **Associates** from statutory health and care organisations that participate in the Alliance for information, as relevant, and in a non-voting capacity.

## 7. Leadership

The Alliance **Steering Group** is the elected leadership body of the Alliance, with members that are system, strategic leaders and representatives of:

- Voluntary sector infrastructure organisations at the 3 places of Bristol, North Somerset and South Gloucestershire
- VCSE locality leads
- Ethnicity and Race
- Carers
- Children and Young People
- Tackling hardship and poverty
- Disability
- LGBTQ+
- Mental Health (and representative for the VCSE Mental Health Alliance)
- Older People (and representative for the Bristol Aging Better Alliance)
- Physical activity/sports participation
- Rural areas
- Women's health

The current members of the BNSSG VCSE Alliance interim steering group (at the time of signing this agreement) are set out in the Appendix.

As the Alliance continues to develop and embed new structures, and to ensure we do not lose momentum and the expertise already amassed, where appropriate and possible existing interim steering group members will be 'slotted in' to the new roles as identified above. Elections will be held for any vacant positions or where more than one existing member would be interested in applying for that position.

In January 2025 elections will be held ensure that these opportunities are available to any VCSE Alliance Ambassadors with the skills and experience required. Steering group members will be elected for a term of two years.

Steering group members must sign up to be a VCSE Alliance Ambassador, and with that agree to following the required principles, behaviours and commitments as set out above. In addition, steering group members are expected to:

- Attend a minimum of 6 steering group meetings per year
- Participate in a minimum of one VCSE Alliance working group
- Hold a minimum of one VCSE Alliance Ambassador position across the ICS (such as the VCSE Alliance Ambassador on the ICB board or network)

The Alliance **co-facilitators** are elected positions with a term of 12 months. Steering Group members can put themselves forward for nomination as co-facilitators. All nominees need to be seconded by another member. If there are more than two co-facilitators nominated and seconded then a Quorum of members of the Steering Group will cast two votes each. Quorum is 1/3 of the total members of the Steering Group.

The Alliance **Coordination Group** is a sub-set of the Steering Group. Members of the Alliance Coordination group include:

- The co-facilitators
- CEO of host organisation
- VCSE Alliance ICB Board representative and deputy representative

## 8. Operations

The Alliance is supported by a small programme delivery team consisting of a Strategic Programme Manager (0.8 FTE), a Communications and Engagement Officer (0.4 FTE) and Project Coordinator (0.2 FTE). The programme team are based within a local VCSE organisation, currently Voscur, and are accountable to the Alliance Coordination group.

The Alliance will employ additional staff on an ad hoc basis via short term contracts, secondments or associates in response to project work and/or requests for services.

## 9. Meetings and comms

There will be one full day in-person, subject to budget, event for the Alliance every year, with quarterly online meetings throughout the year and a monthly newsletter to share news about the work of the Alliance. Alliance Ambassadors will meet before or after the Alliance meetings in a 'Ambassadors-only' session to discuss related Alliance Ambassador activities and business. There will be a monthly newsletter to the Alliance.

There will be a bi-weekly email to Alliance Ambassadors about opportunities for representation, training and involvement in other Alliance activities.

The Alliance Steering Group will meet for two hours every 6-8 weeks, ahead of the meetings of the Integrated Care Partnership Board.

The Alliance Co-ordination group meets every two weeks for one hour.

## 10. Conflicts of interest



Alliance Ambassadors come together in good faith and share information to aid collaboration. In general, Ambassadors should treat such information as confidential and not disclose it to those outside of the Alliance unless it is clearly for sharing or they have the Ambassador's agreement to do so.

Ambassadors agree that they will openly and proactively declare any potential conflicts of interests at the earliest opportunity to the co-facilitators at the designated point on the agenda for meetings, or immediately as conflicts arise within a meeting.

In light of such declaration's Ambassadors may be temporarily excluded from some or all of the relevant business, until such conflicts no longer apply.

## **11. Dispute resolution**

Where there is a difference or dispute within the Alliance Ambassadors, Steering Group, or Coordination Group in the first place the co-facilitators will try to resolve the matter through dialogue, which may include inviting a more senior Executive or Board member (or equivalent) from the member organisation concerned, to take part.

If there is still no resolution then we may, by mutual agreement, seek to involve an agreed independent third party.

## **12. Breach of agreement**

If there is a breach of this agreement, upon being made aware, the co-facilitators will endeavour to resolve the matter swiftly and in writing.

The member in breach may have their membership temporarily suspended during this time, at the discretion of the co-facilitators.

## **13. Terminating this agreement**

Alliance Ambassadors may terminate their involvement by giving one month's written notice to the co-facilitators of the relevant forum. The terms of this agreement remain in force during the notice period. The co-facilitators may at their discretion exclude the resigning member from inclusion during the notice period.

After following the dispute resolution process, the Alliance may terminate an Ambassador's involvement in the Alliance or one of its forums/groups, where it is demonstrated that conduct is prejudicial to the interests of the Alliance and/or in contravention of the principles and terms contained in this agreement.

In such cases a discussion and vote shall be held by the relevant group, and a simple majority will be sufficient to terminate their involvement. This may take immediate effect if so voted for. In serious cases, a local/thematic forum may recommend to the Co-ordination Group that involvement is terminated for the whole Alliance. In such cases, the Co-ordination Group will consult, discuss and decide accordingly.

#### **14. Review**

This Terms of Reference is set for first review in September 2025 and subsequent review on an annual basis.

## **Appendices**

### Appendix A: Interim steering group members (as of July 2024)

- ACFA The Advice Network
- Age UK Bristol (On behalf of the Bristol Ageing Better Alliance)
- Bristol Black Carers
- BS3 Community Development
- Citizens' Advice North Somerset
- Creative Youth Network
- CVS South Gloucestershire
- For All Healthy Living Company
- Knowle West Health Park
- Stand Against Racism & Inequality (SARI)
- Southern Brooks
- Southmead Development Trust
- Second Step (on behalf of the VCSE Mental Health Alliance)
- Voluntary Action North Somerset (VANS)
- Voscur
- We Care Home Improvements
- WECIL
- Wellspring Settlement
- West of England Rural Network (WERN)
- Wesport

### **Appendix B: Overview of the VCSE Alliance Inclusion Fund**

The inclusion fund is a mechanism by which to remunerate organisations for participation in VCSE Alliance related activities or to attend Assembly events.

These activities are:

- Engagement with the VCSE Alliance and its development. For example, by attending workshops to inform our strategy or being on the steering group.
- Represent the VCSE Alliance at ICS meetings through our distributed leadership model. For example, being a representative for the Alliance on a particular ICS steering group, or the Integrated Care Board.

The fund is available for pre-agreed participation in VCSE Alliance activities, as approved by the interim steering group. It is for:

- Organisations, not for individual members of the public (from community groups, targeted populations, geographical areas etc) to attend ICB/ICS/VCSE Alliance events directly.

For organisations whose turnover is less than 1 million per annum. Exceptions:

- Steering group members
- ICB board VCSE Alliance representatives
- ICP board VCSE Alliance representatives

Claims can be made for recurring meetings for a maximum of four meetings at one time. This can be up front or retrospectively. Feedback from ICS/ICB meetings is required from those attending and will be shared with the wider Alliance members via a monthly update.