

## Charities Committee – Terms of Reference

### 1. Constitution

The Board of Directors, acting as Corporate Trustee for the Charitable Funds, hereby resolves to establish a Committee to the Board of Directors to be known as the Charities Committee. The Committee has no executive powers other than those specifically delegated in these Terms of Reference.

### 2. Purpose and Objectives

Ensure that individual fund objectives and spending plans are in keeping with the objectives, spending criteria and priorities set by the donors.

Obtain plans for all individual funds and approve if/when appropriate.

Ensure that donations and investment income or losses are attributed to individual funds appropriately.

Ensure the sources of income and the terms on which donations are received are acceptable to the Trustees.

Ensure that all funds are correctly allocated as restricted, unrestricted or designated, and accounted for accordingly. This analysis will differentiate between restricted, specific and the General charitable fund.

Recommend an investment advisor to the Trustees following appropriate tendering procedures and regularly monitor and review their performance.

Ensure that the investment policy for Charitable Funds set by the Trustees is implemented and that sufficient funds are kept readily available to meet planned requirements.

Ensure (through the NHS Foundation Trust's Finance Department and accounting systems) that there is an appropriate system of control over income and expenditure, and that there are robust governance arrangements in place.

Ensure that the NHS Foundation Trust's Constitution Standing Financial Instructions and the Scheme of Reservation and Delegation are appropriately interpreted for charitable funds.

Receive and discuss all audit reports on charitable funds and recommend action to the Trustees.

Review the Charitable Funds annual accounts and comment/ recommend approval to the Trustees as appropriate.

Respond to requests from the Board of Trustees for review or investigation on relating to charitable funds.

Author : Sarah Wisher-Davies, Head of Financial Services Document Approved by: Sarah Truelove, Deputy Chief Executive and Director of Finance Agenda Item: 6.0	Date: 23 August 2017 Version: 1.0
	Page 1 of 3

### 3. Membership

The Committee shall be appointed by the Board to ensure representation by non-executive and executive directors.

Members will include:

Chair	Non-Executive Director or Independent Trustee
Other Members	Non-Executive Director Director of Finance Director of Nursing and Midwifery

In the absence of the Chair, a Non-Executive Committee member will perform this role.

In attendance	Head of Financial Services Commercial Director PA to Director of Finance (minute taker)
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#### a. Quorum

Quorum – Three voting members of the Board of Directors (at least one Executive Director and one Non-Executive Director). A nominated Deputy for the Director of Finance must be in attendance if the Director of Finance is absent.

Note: All Trustees will be sent copies of the agenda for each meeting and may attend the meeting should they wish to do so.

#### b. Attendance by Members

The Chair and Lead Executive (or nominated Deputy) of the Committee will be expected to attend 100% of the meetings. Other Committee members will be required to attend a minimum of 75% of all meetings.

#### c. Attendance by Other Trustees

Any member of the Board of Directors can attend.

### 4. Accountability and Reporting Arrangements

The Committee will be accountable to the Board of Directors. A report of the meeting will be submitted and presented to the Board by the Chair who shall draw to the attention of the Board issues that require disclosure to the full Board, or require executive action.

### 5. Frequency

The Committee will meet no less than four times a year.

### 6. Authority

The Committee is authorised to:

Author : Sarah Wisher-Davies, Head of Financial Services Document Approved by: Sarah Truelove, Deputy Chief Executive and Director of Finance	Date: 23 August 2017 Version: 1.0
Agenda Item: 6.0	Page 2 of 3

- perform any of the activities within its terms of reference;
- obtain outside professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary; and
- make recommendations to the Board for actions it deems necessary.

The Trust is trustee of charitable funds registered together under charity registration 1058323 and the Charity Committee is appointed as the Trust's agent in accordance with s16 of the NHS Trusts (Membership and Procedures) Regulations 1990.

The Committee is authorised by the Corporate Trustees to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience if it considers this necessary.

### **7. Monitoring Effectiveness**

The Committee will undertake an annual review of its performance against its work plan in order to evaluate the achievement of its duties. This review will inform the Committee's annual report to the Board.

### **8. Other Matters**

The Committee shall be supported administratively by the members of the Finance department whose duties in this respect will include:

- Director of Finance to agree the agenda with Chairman
- PA to Director of Finance to collate the papers
- Director of Finance and Head of Financial Services to advise the Committee on pertinent areas

### **9. Review**

These terms of reference will be reviewed at least annually as part of the process for managing the Committee's effectiveness.

**Current version: Approved by Charities Committee – September 2017**  
**Ratified by the Board of Directors, acting as Corporate Trustees – September 2017**

Author : Sarah Wisher-Davies, Head of Financial Services Document Approved by: Sarah Truelove, Deputy Chief Executive and Director of Finance	Date: 23 August 2017 Version: 1.0
Agenda Item: 6.0	Page 3 of 3