

Charities Committee – Terms of Reference

1. Constitution

The Board of Directors, acting as Corporate Trustee for the Royal United Hospitals Charitable Fund (RUHX), 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 RUHX 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 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.

Ensure that RUHX drafts a strategy and that this is implemented and delivered

Review RUHX's 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.

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 Chief Nurse

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

In attendance	Director of Strategy Head of Financial Services or Financial Accountant Charities and Technical Accountant Head of Fund Raising Head of Corporate Governance PA to Director of Finance (minute taker)
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It is agreed that if necessary, people with appropriate expertise in charitable, clinical or other matters, but with no direct connection to the NHS Foundation Trust or RUHX, may from time to time be invited to become members of the Committee.

a. Quorum

Quorum – Three voting members of the Board of Directors (at least one Executive Director and one Non-Executive Director). The Deputy Director of Finance must be in attendance if the Director of Finance is absent – the Deputy Director would be a voting member of the Committee in that situation.

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:

- 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 NHS Foundation Trust is trustee of RUHX registered 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 / Financial Accountant 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.

Approved by Charities Committee: 21st September 2023

Ratified by the Board of Directors: 1st November 2023