

## FINANCE AND ~~INVESTMENT~~RESOURCES COMMITTEE TERMS OF REFERENCE

<b>Committee Status</b>	<p>The Finance and <del>Investment</del>Resources Committee is a sub-committee of the Board of Directors.</p> <p>The Committee is authorised to investigate any <u>activity</u> within its terms of reference. It also has the right of access to all information that it deems relevant to fulfil its duties.</p> <p><u>The Committee is empowered to obtain outside independent professional advice and to secure the attendance of specialists with relevant experience and expertise if it considers this necessary.</u></p> <p><del>The Committee has delegated powers to approve expenditure and investment as approved by the Board from time to time and as set out in the Trust's investment strategy.</del></p> <p>Where the Committee has evidence of ultra vires transactions or evidence of improper acts, the Committee Chair must raise this at a full meeting of the Trust Board. Exceptionally the matter may need to be referred to the Chief Financial Officer for notification to the appropriate regulatory body (e.g. <del>Monitor</del>NHS Improvement).</p> <p>The Committee is distinct and separate from the Audit Committee and as such, will minimise areas of possible overlap.</p>
<b>Reporting to</b>	<p><u>The Committee Chair will report to the Board of Directors at the Board's next meeting.</u></p> <p><u>The minutes of Committee meetings shall be formally recorded and made available to the Board of Directors.</u></p>
<b>Purpose</b>	<p>The Committee provides the Board with assurance on the <del>financial position of the Trust</del><u>Trust's management of its resources (including financial, physical, human and information).</u></p> <p>The Committee will operate at a strategic level as the executive is responsible for the day to day operational delivery and management.</p>
<b>Membership</b>	<p>The Committee shall be appointed by the Board of Directors and shall consist of at least six members made up as follows:</p> <ul style="list-style-type: none"> <li>• <u>Four non-executive directors.</u></li> <li>• <u>The Chief Operating Officer.</u></li> <li>• <u>The Chief Financial Officer.</u></li> </ul> <p>One of the non-executive directors will chair the meeting. <u>A further non-executive director will act as deputy chair. The Chair of the Audit Committee cannot chair the committee.</u></p> <p>Members will be expected to attend at least <del>two-thirds</del><u>75%</u> of meetings per annum.</p>

<b>Attendees</b>	<p>The Chairman and Chief Executive shall attend when required to do so.</p> <p>Other Trust executive directors, clinical directors or other managers will attend as required by the Committee to answer for the performance of their area or for the performance of specific projects.</p> <p>The <u>Company</u> Secretary or nominee will attend all meetings, to ensure co-ordination of Board committees.</p> <p>Meetings are not open to the public or Governors</p>
<b>Quorum</b>	<p>A quorum shall be three members, including at least two non-executive directors and one executive director.</p>
<b>Frequency of Meetings</b>	<p>The Committee will meet at least <u>six</u> times per year to ensure it is able to discharge all its responsibilities</p> <p><u>When necessary meetings may be held virtually, either by telephone conference or email.</u></p>
<b><u>To receive reports from</u></b>	<p><u>The Committee will receive reports, updates and assurances from the following groups;</u></p> <ul style="list-style-type: none"> <li>• <u>Efficiency Sub-Committee</u></li> <li>• <u>Equality and Diversity Committee</u></li> </ul>
<b><u>Annual work programme</u></b>	<p><u>The Committee will develop an annual work programme as designated by the Trust Board.</u></p> <p><u>The work programme will be reviewed by the members of the Committee at each meeting.</u></p>
<b>Meeting administration</b>	<p>The agenda shall be prepared by the <u>Company Secretary, Chief Financial Officer and Director of Organisational Development and Human Resources, in conjunction with</u> the Chair. <u>Committee members and other regular attendees may propose items for inclusion on the agenda.</u></p> <p>Items for inclusion on the agenda should be notified to the Company Secretary a minimum of three weeks prior to the meeting.</p> <p>The agenda will be distributed to members of the Committee one week prior to the meeting with the associated meeting papers.</p> <p>Draft minutes of the meetings will be distributed to all members within 2 weeks of the meeting.</p>
<b><u>Committee's Duties</u></b>	<p>The duties of the Committee can be categorised as follows:</p> <ol style="list-style-type: none"> <li><b>1. Financial Strategy and Policy</b> <ul style="list-style-type: none"> <li>• Review both the Trust's own annual business plans and the annual plan prior to submission to the Board for approval;</li> <li>• Review the Trust 5 year financial strategy annually.</li> </ul> </li> <li><b><u>2. Human Resources Strategy and Policies</u></b> <ul style="list-style-type: none"> <li>• <u>Review the development and implementation of the Human Resources Strategy</u></li> <li>• <u>In line with the Trust's scheme of delegation approve or recommend approval relevant HR policies</u></li> </ul> </li> <li><b><u>2.3. Financial Investment and Commercial Interests</u></b></li> </ol>

	<ul style="list-style-type: none"> <li>• Ensure that there is robust appraisal around business case development and delivery, and review a selection of post implementation appraisals.</li> <li>• <u>Where the approval process for business cases so determines, recommend to the Board schemes with contract values as set out in the Scheme of Delegation for approval.</u></li> </ul> <p><b><u>4. Financial and Resource Management</u></b></p> <ul style="list-style-type: none"> <li>• <u>Review monthly performance, including income, expenditure, capital, recruitment, training, appraisals, sickness etc.</u></li> <li>• Review progress against efficiency programmes and consider the appropriateness of any proposed corrective action</li> <li>• Regularly review cash flow forecasts and the adequacy of funding sources</li> </ul> <p><b><u>3-5. Contract Management</u></b></p> <ul style="list-style-type: none"> <li>• Ensure effective financial planning mechanisms are in place with CCGs to agree annual (or longer term) contracts.</li> <li>• Review financial and activity performance and ensure any corrective action is taken.</li> </ul> <p><b><u>4-6. Reporting</u></b></p> <ul style="list-style-type: none"> <li>• Annually review the production and format of reports, to ensure that they continue to meet requirements.</li> </ul> <p><b><u>7. Risk Management and Board Assurance Framework</u></b></p> <ul style="list-style-type: none"> <li>• <u>The Committee will review relevant risks assigned to the Committee</u></li> </ul>
<b>Training</b>	Training needs will be assessed on an on-going basis and a training plan devised as required.
<b>Monitoring and review</b>	<p>The Committee's terms of reference will be subject to annual review <u>by the Board.</u></p> <p>The Committee will undertake an annual review of its performance, via self-assessment by its members and this will be reported, together with any agreed actions, to the Board of Directors.</p> <p><u>At the end of each meeting, the Board will carry out a review of the meeting's effectiveness, using a standard template</u></p>