

Charitable Funds Committee Terms of Reference

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Signature of Chair of Committee:			
Print Name:	Jenni Douglas-Todd		
Post Held:	Non-Executive Director		
Date:	26 April 2018		

Charitable Funds Committee

Terms of Reference

1. Aims and objectives

- 1.1 The Committee has been established to exercise the Trust's functions as sole corporate trustee of Southampton Hospital Charity (registered charity number 1051543).
- 1.2 The Trust Board is regarded as having responsibility for exercising the functions of the Trustee. The Trust Board delegates these functions to the Committee, within any limits set out in these terms of reference and the charitable funds section of standing financial instructions.

2. Membership

- 2.1 The Committee comprises:
 - two Non-Executive Directors
 - two Executive Directors: the Chief Financial Officer (or the Director of Finance as the CFO's delegate) and the Director of Nursing and Organisational Development.
- 2.2 The Committee structure is:
Chair: a Non-Executive Director
Operational Leads: Director of Southampton Hospital Charity
Charity Funds Manager
the Trust executive assigned responsibility for charitable funds
Committee Administrator: Charity Funds Manager
- 2.3 In addition to Committee members detailed in paragraph 2.1, the following are permanent non-voting attendees: up to four fundholders as agreed by the Executive Directors; the Trust executive assigned responsibility for the Charity (if not a member of the Committee), the Director of Southampton Hospital Charity; and the Charity Funds Manager.
- 2.4 It is expected that members and attendees will make every effort to attend all meetings. When a member or attendee is unable to attend a meeting they should appoint a deputy to attend on their behalf. The nominated deputy of an Executive or Non-Executive Director will have the same voting rights as the Director, but other deputies will have no vote.
- 2.5 Other Charity and/or Trust officers may be asked to attend when the Committee is discussing areas that are the responsibility of that individual. The Committee may also invite external advisors to attend for appropriate items.
- 2.6 The Committee is accountable to the Trust Board.
- 2.7 The Committee and/or Chair will produce a report for the Trust Board following each committee meeting.

3. Quorum

- 3.1 The quorum for the meeting shall be: one Non-Executive Director and one Executive Director, plus either the Charity Funds Manager or the Director of Southampton Hospital Charity.

4. Frequency of Meetings

4.1 The Committee shall meet at least four times a year.

4.2 Poor attendance will be followed up by the Committee Chair.

5. “Feeder” Committees to this Committee:

5.1 The Committee may establish a sub-committee for a specific purpose. It currently has a Children’s Hospital Charity Committee.

6. Administration

6.1 The Committee Chair will ensure that:

- The Administration is managed efficiently and effectively.
- The Committee undertakes the duties assigned to it.
- Reports and actions arising from the meetings are completed in a timely manner.
- The agenda is agreed with the Trust Executive Directors together with a forward planning reporting timetable.

6.2 The Committee administrator will ensure that:

- The agenda is agreed with the Chair.
- Papers are collated and circulated in advance of the meeting (at least 3 working days).
- Mailing lists are kept up to date.
- Minutes and a record of action points are taken.
- Terms of Reference and records of committee business are retained appropriately.

7. Duties

7.1 The Committee will:

- act as the Committee which discharges the Trust Board’s responsibilities (as Sole Corporate Trustee) as they relate to Charitable Funds under the Trust’s custodianship.
- ensure that the charitable funds held by the Trust are managed in a manner consistent with the requirements of the relevant regulatory and statutory frameworks and the guidance set out by the Charity Commission.
- when in this role act solely in the best interests of Southampton Hospital Charity and in a manner consistent with the Charity Commission’s requirements and expectations of Charity Trustees.
- oversee the Charity’s strategy, governance, major plans and key risks on behalf of the Trustee.
- establish, prioritise and approve major fundraising projects over £100,000, and approve major expenditure items over £100,000.
- devise and implement (through a sub-committee where appropriate) an investment strategy for the Charity, including the appointment and monitoring of any investment managers.
- ensure the approval and submission of annual accounts and Trustees’ report in accordance with the Charity Commission’s Statement of Recommended Practice.

8. Authority

- 8.1 The Committee has delegated authority from the Trust Board and is authorised to pursue any activity within its terms of reference. It may seek and secure the information it requires from any employee of the Charity and/or Trust and all employees are directed to co-operate with any request made by the Committee.
- 8.2 The Committee can seek external advice from any source if necessary, taking into consideration issues of confidentiality and Standing Financial Instructions.

9. Monitoring Compliance and Effectiveness

- 9.1 The minutes of the Committee meetings will be formally submitted to the Board. The Chair will draw to the attention of the Board any issues that require disclosure, escalation or executive action.
- 9.2 The Chair on behalf of the Committee will report annually to the Trust Board in respect of fulfilment of its functions as set out in these Terms of Reference.
- 9.3 In order to support the continual improvement of governance standards, sub-committees of the Board are required, annually, to:
- Complete a self-assessment of the effectiveness of the Committee.
 - Review the Terms of Reference for the Committee, reaffirming the purpose and objectives.
 - Prepare an annual work plan.