

Terms of reference
Name of governance body
Charity Committee
Constitution
<p>The Queen Victoria Hospital Trust Charitable Fund (known as “the QVH charity”) is registered with the Charity Commission (no.1056120).</p> <p>Queen Victoria Hospital NHS Foundation Trust is a public benefit corporation. As a corporation, the trust is appointed to act as the corporate trustee of the QVH charity. The trust has a board of directors which exercises the powers of the trust on its behalf except when any of these powers have been delegated by the board. The board of directors fulfills the purpose of the corporate trustee on behalf of the trust and is the sole trustee of the charity.</p> <p>The charity committee (“the committee”) is a standing and permanent sub-committee of the corporate trustee, established in accordance with the trust’s standing financial instructions which apply to both the NHS foundation trust and the QVH charity.</p>
Accountability
The committee is accountable to the corporate trustee for its performance and effectiveness in accordance with these terms of reference.
Authority
<p>The committee is authorised by the corporate trustee to:</p> <ul style="list-style-type: none"> • Approve specific policies and procedures relevant to the committee’s remit • Approve submissions required by regulators and auditors (with the exception of the annual report and accounts) • Disperse charity funds in accordance with the trust’s standing financial instructions and scheme of delegation • Seek relevant information from within the trust and from any employee (all departments and employees are required to co-operate with requests from the committee).
Purpose
On behalf of the corporate trustee, the purpose of the committee is to manage the routine affairs of the QVH charity and to develop its potential.
Responsibilities and duties
<p>Responsibilities</p> <p>On behalf of the corporate trustee, the committee shall be responsible for:</p> <ul style="list-style-type: none"> • Ensuring that grant-making systems and processes to facilitate the dispersal of charity funds are efficient, accessible, timely and effective • Recommending appropriate investment opportunities for charity funds • Formulating fundraising strategies and specific appeals • Promoting the values, work and impact of the QVH charity • Fostering strong working relationships with other relevant charitable organisations, especially those that share the hospital’s site

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Agreed by the committee at its meeting held on 17 December 2015

Approved by the corporate trustee at its meeting held on [date]

- Respecting the wishes and generosity of donors.

Duties

To fulfil its purpose and specific responsibilities the committee shall:

Governance

1. Ensure that policies and procedures are in place to meet the requirements of legislation, regulatory guidance and general good practice
2. Sponsor the development of fundraising strategies, appeals and initiatives
3. Inform the investment policy and reserves policy
4. Inform the development of the annual report and accounts.

General funds

5. Manage the income and expenditure of the funds
6. Consider grant applications authorise expenditure in accordance with the trust's standing financial instructions and scheme of delegation
7. Honour and protect the legacy of donors of restricted funds.

Directorate funds [applicable until 31 March 2016]

8. To assign and supervise signatories to each of the suite of directorate funds.
9. To receive regular reports on, and supervise where necessary, the expenditure and income of the suite of directorate funds.

Meetings

Meetings of the committee shall be formal, minuted and compliant with relevant statutory and good practice guidance as well as the trust's codes of conduct.

The committee will meet quarterly.

The committee chairperson may cancel, postpone or convene additional meetings as necessary for the committee to fulfil its purpose and discharge its duties.

Chairmanship

The committee shall be chaired by a non-executive director, appointed by the trust chair following discussion with the corporate trustee.

If the chairperson is absent or has a conflict of interest which precludes his or her attendance for all or part of a meeting, the committee shall be chaired by one of the other non-executive director members of the corporate trustee.

Secretariat

The charity coordinator shall be the secretary to the committee and shall provide administrative support and advice to the chairperson and membership. The duties of the secretary shall include but not be limited to:

- Preparation of the draft agenda for agreement with the chairperson
- Organisation of meeting arrangements, facilities and attendance
- Collation and distribution of meeting papers
- Taking the minutes of meetings and keeping a record of matters arising and issues to be carried forward
- Maintaining the committee's work programme.

The charity coordinator shall be supported in their secretariat role by the company

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secretary.

Membership

Members with voting rights

The following posts are entitled to membership of the charity committee and shall have full voting rights:

- x2 non-executive directors
- Executive Director of Finance
- Medical Director
- Representative of the nursing workforce
- Representative of the allied health professional workforce
- Designated deputies (as described below).

Ex-officio attendees without voting rights

- Chairperson of the QVH League of Friends
- x1 public governor
- x1 staff governor

The chairperson, members of the committee and the governor representatives shall commit to work together according to the principles established by the trust's policy for engagement between the board of directors and council of governors.

In attendance without voting rights

The following posts shall be invited to attend routinely meetings of the committee in full or in part but shall not be a member or have voting rights:

- The secretary to the committee (for the purposed described above)
- Relevant finance manager
- Company Secretary
- Any other member of the board of directors, senior member of trust staff or advisor considered appropriate by the chairperson of the committee.

Quorum

- For any meeting of the committee to proceed one non-executive director member of the committee, one executive director member and either the representative of the nursing workforce or the representative of the allied health professional workforce.

Attendance

Members and attendees are expected to attend all meetings or to send apologies to the chairperson and committee secretary at least one clear day* prior to each meeting.

Attendees may, be exception and with the consent of the chairperson, send a suitable deputy if they are unable to attend a meeting. Deputies must be appropriately senior and empowered to act and vote on behalf of the committee member.

Papers

Meeting papers to be distributed to members and individuals invited to attend at least five clear days prior to the meeting.

Reporting

Minutes of the committee's meetings shall be recorded formally and approved by the committee at its next meeting.

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The committee chairperson shall prepare a report of each committee meeting for submission to the corporate trustee its next formal business meeting as either the corporate trustee or as the board of directors of the foundation trust.

Issues of concern and/or urgency will be reported to the corporate trustee in between its formal business meetings by other means and/or as part of other meeting agendas as necessary and agreed with the trust chairperson. Instances of this nature will be reported to the corporate trustee at its next formal business meeting.

Review

These terms of reference shall be reviewed by the committee annually or more frequently if necessary. The review process should include the company secretarial team. The corporate trustee shall be required to ratify all changes.

The next scheduled review of these terms of reference will take place in October 2016, in parallel with the next annual review of the effectiveness of the board of directors.

*** Definitions**

- In accordance with the trust's constitution, 'clear day' means a day of the week not including a Saturday, Sunday or public holiday.