



Report Cover Sheet

Report to:	Board of Directors	
Date of the Meeting:	25 September 2019	
Agenda Item:	P1/189/19	
Title:	Charitable Funds Committee-Terms of Reference	
Report prepared by:	Angela Wendzicha, Associate Director of Corporate Governance	
Executive Lead:	Liz Bishop, Chief Executive	
Status of the Report:	Public	Private
	X	

Paper previously considered by:	Charitable Funds Committee
Date & Decision:	11 September 2019 – approved for recommendation to Trust Board.

Purpose of the Paper/Key Points for Discussion:	<p>As part of the Governance review, the Terms of Reference (ToRs) for all Board Committee and Sub-Committee meetings have been, or are in process of, being reviewed and amended.</p> <p>The attached Terms of Reference for the Charitable Funds Committee have been updated to reflect good practice guidance.</p>
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Action Required:	Discuss	
	Approve	X
	For Information/Noting	

Next steps required	Following approval, the Terms of Reference will be referred to in planning the business cycle of the Charitable Funds Committee.
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The paper links to the following strategic priorities (please tick)

Deliver outstanding care locally		Collaborative system leadership to deliver better patient care	
Retain and develop outstanding staff		Be enterprising	x
Invest in research & innovation to deliver excellent patient care in the future		Maintain excellent quality, operational and financial performance	x

The paper relates to the following Board Assurance Framework (BAF) Risks

BAF Risk	Please Tick
1. If we do not optimise quality outcomes we will not be able to provide outstanding care	
2. If we do not prioritise the costs of the delivering the Transforming Cancer Care Programme we will not be able to maintain our long-term financial strength and make appropriate strategic investments.	
3. If we do not have the right infrastructure (estate, communication & engagement, information and technology) we will be unable to deliver care close to home.	
4. If we do not have the right innovative workforce solutions including education and development, we will not have the right skills, in the right place, at the right time to deliver the outstanding care.	
5. If we do not have an organisational culture that promotes positive staff engagement and excellent health and well-being we will not be able to retain and attract the right workforce.	
6. If we fail to implement and optimise digital technology we will not deliver optimal patient outcomes and operational effectiveness.	
7. If we fail to position the organisation as a credible research partner we will limit patient access to clinical trials and affect our reputation as a specialist centre delivering excellent patient care in the future.	
8. If we do not retain system-side leadership, for example, SRO for Cancer Alliance and influence the National Cancer Policy, we will not have the right influence on the strategic direction to deliver outstanding cancer services for the population of Cheshire & Merseyside.	
9. If we do not support and invest in entrepreneurial ideas and adapt to changes in national priorities and market conditions we will stifle innovative cancer services for the future.	
10. If we do not continually support, lead and prioritise improved quality, operational and financial performance, we will not provide safe, efficient and effective cancer services.	X

Equality & Diversity Impact Assessment		
Are there concerns that the policy/service could have an adverse impact on:	YES	NO
Age		X
Disability		X
Gender		X
Race		X
Sexual Orientation		X
Gender Reassignment		X
Religion/Belief		X
Pregnancy and Maternity		X

If YES to one or more of the above please add further detail and identify if a full impact assessment is required.

Charitable Funds Committee Terms of Reference

Name and designation of policy author(s)	<i>Angela Wendzicha, Associate Director of Corporate Governance</i>
Approved by (committee, group, manager)	Charitable Funds Committee Trust Board
Approving signature	<i>To be completed by DCM</i>
Date approved	<i>To be completed by DCM</i>
Review date	<i>September 2020</i>
Review type (annual, three yearly)	<i>Annual</i>
Target audience	<i>To be completed by author</i>
Links to other strategies, policies, procedures	<i>To be completed by author</i>
Protective Marking Classification	<i>Public document</i>
This document replaces...	2017 Version

Circulation/Dissemination:

Date added into Q-Pulse	<i>For completion by DCM</i>
Date notice posted in the Team Brief	<i>For completion by DCM</i>
Date document posted on the intranet	<i>For completion by DCM</i>

Date	Version	Author name and designation	Summary of main changes
September 2019	2	Angela Wendzicha, Associate Director of Corporate Governance	Full review of the 2017 Terms of Reference. Additional clarity and detail included relating to constitution, authority, roles and responsibilities and reporting arrangements.

Title:

Terms of Reference – Charitable Funds Committee

Constitution & Authority:

- 1.1 The Clatterbridge Cancer Charity (“the Charity”) is registered with the Charity Commission under the charity registration number 1051727.
 - 1.2 In accordance with the Trust’s Standing Financial Instructions, the Trust Board is the Corporate Trustee accountable to the Charity Commission and the Secretary of State for Health for funds that are deemed to be charitable.
 - 1.3 The Trust Board hereby resolves to establish a committee of the Board to be known as the Charitable Funds Committee (“the Committee”).
 - 1.4 The Committee is constituted as a standing committee of the Trust Board of Directors; its’ constitution and terms of reference shall be as set out below and will be subject to amendments approved by the Trust Board as Corporate Trustee.
 - 1.5 The Committee is authorised by the Corporate Trustee to act within its terms of reference.
 - 1.6 The Committee is authorised to ensure that the Charity acts within the terms of its Declaration of Trust, appropriate legislation, Charity Commission guidance and shall provide the Corporate Trustee with assurance that the Charity is properly governed and well managed across its full range of activities.
 - 1.7 The Committee is authorised to seek any information it requires from any member of staff of the Trust who are directed to co-operate with any request made by the Committee.
 - 1.8 The Committee is authorised to instruct professional advisors and request the attendance of individuals and authorities from outside the Trust with relevant experience and expertise if it considers this necessary or expedient to exercise its functions.
 - 1.9 The Committee is authorised to establish time limited working groups from time to time on specific subjects requiring detailed review.
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Roles and Responsibilities:

The overriding principle is that the integrity of the Charity is maintained and statutory obligations are met.

The Committee will:

- a) Ensure the effective management of the affairs of the Charity within the terms of its Declaration of Trust and appropriate legislation, ensuring compliance with the Charity Commission regulations.
- b) Provide assurance to the Corporate Trustee on the efficient and effective running of the Charity's activities and to oversee the implementation of an infrastructure appropriate to the efficient and effective running of the Charity.
- c) Ensure systems and processes are in place to receive, account for, deploy and invest charitable funds in accordance with charity law to include the effective implementation of procedures and policies to ensure fund holders and staff appropriately receives funds and access funds.
- d) Scrutinise requests for use of charitable funds to ensure that any such use is in accordance with the aims and purposes of any charitable fund or donation and are clinically and ethically appropriate.
- e) Have due diligence to the Charity Commission and Trust guidance regarding the ethical use of funds and acceptance of donations.
- f) Receive and approve income and expenditure statements.
- g) Receive and approve Annual Accounts and consider the Annual Report from the auditors prior to submission to the Trust Board.
- h) Oversee the development and delivery of the Charity's Fundraising Strategy.
- i) Ensure systems, processes and communications are in place around fundraising, staff engagement and funding commitments.
- j) Ensure there is a cohesive policy around external media and communication.

- k) Regularly consider the reputation of the Charity and the associated communications and engagement strategy.
- l) Consider and agree an investment strategy for the safe and secure investment of funds not immediately required for use, taking into account any appropriate ethical considerations.
- m) Recommend the appointment of any Investment Managers/Advisors to provide investment advice and manage any investment portfolio.
- n) Review the performance of investments on a quarterly basis with any external Investment Managers/Advisors to ensure optimum return from surplus funds.
- o) The Committee will monitor its own performance at least annually, review its constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Corporate Trustee.

**Reporting
Arrangements:**

The reporting arrangements are as follows:

- p) The minutes of all meetings of the Committee shall be formally recorded by a member of the Corporate Governance Office or their nominee in addition to the collation and distribution of papers, keeping a record of matters arising and issues to be carried forward.
- q) The Committee will report to the Trust Board as Corporate Trustee following each meeting and the Chair of the Committee will bring to the attention of the Board any items that the Committee feels the Board should be aware of in addition to any issues that require disclosure to any regulatory authority including the Charity Commission.
- r) The Committee will provide an annual report to the Audit Committee on the effectiveness of its work and its findings. This will assist the Audit Committee in discharging its responsibility for providing assurance to the Board in relation to all aspects of governance,

risk management and internal control.

Membership and Attendance:

The Committee members will be appointed by the Corporate Trustee and will comprise:

- Three Non-Executive Directors, one of whom shall be appointed as Chair of the Committee
- Chief Executive
- Director of Finance

The following will be in attendance at the Committee:

- Due to the unique position of the Trust Board being the sole Corporate Trustee, all Trust Board members may attend the Committee in a voting capacity
- Head of Charity
- Deputy Director of Finance
- Associate Director of Corporate Governance

Attendance

- Members are required to attend at least 75% of the meetings in any one financial year.
- The Committee may invite other persons to attend the meeting from time to time so as to assist in discussions and the Chair will be notified in advance of attendees.
- Meetings by conference telephone or other technological means are acceptable with the approval of the Committee Chair.

Quorate:

The Committee will be deemed quorate to the extent that the following members are present:

- Two Non-Executive Directors
- One Executive Director

Notice of Meetings:

An agenda of items to be discussed and supporting papers will be forwarded to each member of the Committee and any other attendees no later than 3 working days before the date of the meeting by the Corporate Governance Department.

Business Items

The Committee will review the following items on a quarterly, annual or ad hoc basis:

Quarterly

- Investment Review
- Investment Valuation
- Investment portfolio performance graphs
- Operational cash requirements
- General fund balances
- Risk Register

Annual

- Work plan
- Annual Report and Accounts including Letter of Representation for approval by the Corporate Trustee.
- Report of the Audit of the Accounts

Frequency:

The Committee will meet quarterly.