**Terms of Reference for the Oxford Health Charity Committee**

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| **1.** | **INTRODUCTION** |
| 1.1  | The Oxford Health Charity Committee (the ‘Committee’) will be a formal committee of the Board of Directors and its terms of reference will be incorporated into the Trust’s Integrated Governance Framework. |
| 1.2 | The Committee assists the Board of Directors to discharge its duties as Trustee of the Oxford Health Charity. |
| 1.3 | The Board of Directors has delegated its relevant responsibilities and functions in accordance with its Standing Orders and Standing Financial Instructions. |
| 1.4 | The Committee is authorised to obtain outside legal or other independent professional advice and secure the attendance of outsiders with relevant experience and expertise if it considers it necessary, in accordance with the Trust’s Standing Orders. |

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| **2.** | **MEMBERSHIP** |
| 2.1 | The membership of the Committee will be appointed by the Board of Directors and will include:* 3 Non-Executive Directors of the Trust; and
* 2 Executive Directors of the Trust.
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| 2.2 | The Non-Executive Directors and Executive Directors will be entitled to nominate formal deputies to attend meetings in their absence. The names of the nominated deputies will be recorded in the minutes of the Committee and deputies will exercise full voting rights at meetings. Where more than one individual attends to deputise for a Committee member, they may between them only exercise the one vote of that member; the vote may not be divided between the deputies and if agreement upon exercise of the one vote cannot be reached then this will be recorded as the vote not being able to be cast.  |
| 2.3 | The Committee will be chaired by a Non-Executive Director of the Trust. |
| 2.4 | A member of the office of the Director of Corporate Affairs & Company Secretary will attend the meetings and ensure a record of the business transacted is produced. |
| 2.5 | The Board of Directors will review membership of the Committee annually. |
| **3.** | **ATTENDANCE AT MEETINGS** |
| 3.1 | The quorum for the Committee is four members to include at least two Non-Executive Directors and one Executive Director. Deputies may count towards the quorum. Where more than one individual attends to deputise for a Committee member, they may collectively only be counted once towards the quorum.  |
| 3.2 | The Committee will have in attendance: 3.2.1 the Director of Corporate Affairs & Company Secretary; 3.2.2 representatives from the provider of administrative services;3.2.3 a representative from the Trust’s Finance Department; 3.2.4 an external representative; and 3.2.5 the Community Involvement Manager.  |
| **4.** | **FREQUENCY OF MEETINGS** |
| 4.1 | Meetings shall be held not less than four times per annum.  |
| 4.2 | The frequency of meetings can be varied at the discretion of the Committee chair. |
| 4.3 | An indicative timetable for business will be developed by the Committee. The Committee agenda will not be restricted to those items shown and can be changed at the discretion of the Committee chair, to deal with any other relevant matters. |
| **5.** | **CALLING MEETINGS** |
| 5.1 | Meetings will be called and conducted in accordance with the Trust’s Standing Orders. The notice period will be a minimum of ten days. The agenda and written reports are to be sent to members at least five clear days before the meeting. |

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| **6.** | **REMIT** |
| 6.1 | The activities and decisions of the Committee will take account of the principal purpose of the charitable funds which is to support patient care. |
| 6.2 | Consider and recommend a strategy, and monitor its implementation, for the Charity, including fund-raising activities. |
| 6.3 | Prepare and communicate a statement of policy for Charity fund-raising activities, including their approval, monitoring and administration to ensure that such activities, including disbursements, adhere to statutory and other relevant guidelines. |
| 6.4 | Consider and recommend an investment strategy policy, reflecting the spread of asset allocation, appropriate benchmarks, social responsibility, and risk and return requirements, and monitor its implementation. |
| 6.5 | Supervise the proper investment and administration of the Trust’s Charity. |
| 6.6 | Consider and promote appropriate sources of non-NHS funding for the activities of the Trust, including other charitable and research institutions. |
| 6.7 | Monitor the expenditure of funds to ensure it complies with the following approval limits:* < £10,000 – Fund Advisor
* £10,000 - £100,000 – Oxford Health Charity Committee
* > £100,000 – Board of Directors
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| **7.** | **REPORTING** |
| 7.1 | Minutes of the Committee meetings will be formally recorded and circulated to members of the Board of Directors. A summary of the decisions made will be reported to the following meeting of the Board of Directors.  |
| 7.2 | The Committee chair will submit an Annual Report of the work of the Committee to the Board of Directors. The Annual Report will include a review of the Committee’s Terms of Reference and proposed amendments to be submitted to the Board of Directors. |
| **8.** | **LIMITATIONS OF AUTHORITY** |
| 8.1 | The Committee shall be delegated the power of the Board of Directors to require the attendance of any member of the Trust staff. |
| 8.2 | Save as is expressly provided in the Terms of Reference, the Committee shall have no further power or authority to exercise, on behalf of the Board of Directors, any of its functions or duties. |