



FINANCE & INVESTMENT COMMITTEE

TERMS OF REFERENCE

1. PURPOSE

- 1.1 The Finance and Investment Committee [the Committee] will undertake objective scrutiny and provide assurances to the Audit Committee and the Board of Directors [the Board] on of the Trust's financial strategy, risks and mitigations, performance and, financial and commercial plans, and, where required, in relation to the financial implications and analysis of investment policy and major investment decisions.

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2. CONSTITUTION

- 2.1 The Finance and Investment Committee is constituted as a standing Committee of the Trust Board.
- 2.2 The Committee in its workings will be required to adhere to the Constitution of Yorkshire Ambulance Service NHS Foundation Trust when this is established and to the Terms of Authorisation and Code of Governance issued by the Independent Regulator for NHS Foundation Trusts.
- 2.3 As a committee of the Board, the Standing Orders, including the Scheme of Powers Delegated and Reserved to the Board, and the Standing Financial Instructions (SO/SFIs) of the Trust will apply to the conduct of the working of the Finance & Investment Committee. As a Committee of the Board of Directors, the Standing Orders of the Trust shall apply to the conduct of the working of the Finance and Investment Committee.
- 2.4 Following a review of Executive Directors' portfolio responsibilities in Q2, 2015 there may be consideration of a restructure of YAS' Level 2 Committees, i.e. those reporting directly to the Trust Board. This may affect the Committee Membership.

3. RELATIONSHIPS

3.1 The Committee will seek the views of Executive Directors, ~~specialist~~ **senior** managers, management groups, Internal and external Audit as required, to inform its scrutiny.

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3.2 The Committee may establish ~~sub-committees or~~ working groups ~~or sub-committees~~ to support its function as required.

4. MEMBERSHIP

4.1 The membership of the Committee ~~shall~~ **will** comprise:-

~~A minimum of three Non-Executive Directors, excluding the Audit Committee Chairperson, one of whom will be appointed by the Board as the Committee Chairman, and one being the Chairman of the Quality Committee who will Chair the meeting in the absence of the appointed Finance and Investment Committee Chairman. A minimum of 3 Non-Executive Directors, including the Finance & Investment Committee Chairman and Chairman of the Quality Committee (one of whom will Chair the meeting)~~

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- Executive Director of Finance
- ~~Chief Executive~~
- ~~Executive Director of Operations~~
- ~~Director of Planning and Development~~
- ~~Executive Director of People & Engagement~~

Comment [AA1]: ROD TO ADVISE IF HE IS TO BE A MEMBER OR NOT PLEASE (refers to benchmarking provided to RB by AA)

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N.B. The Chair **persons** of the Quality and Finance and Investment Committees are ~~each~~ members of the other Committee, to support alignment and cross-reference of key business.

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4.2 The following are also required to be in attendance:

- ~~Associate Deputy~~ Director of Finance
- ~~Associate Director Performance Assurance & Risk~~
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- 4.3 Other personnel may be invited to attend as necessary to support the discussion of specific agenda items.
- 4.4 Members are expected to attend all meetings. If unavailable, a deputy may be nominated with prior agreement of the [Committee Chairman](#).
- 4.5 Other Board members and senior managers may attend the Committee as observers, to support the delivery of their roles, with prior agreement of the Committee Chairman.

5. AUTHORITY

- 5.1 The Committee is authorised by the Board to investigate any activity within its Terms of Reference, and to make decisions on issues and developments within its terms of reference on behalf of the [Trust Board](#), subject to Standing Orders and Standing Financial Instructions. ~~(SFIs).~~ Any decisions of the Committee ~~will shall~~ be taken on a majority basis. The [Committee Chairman](#) ~~shall will~~ have a casting vote in the event of equality of voting.
- 5.2 The Committee has delegated authority from the [Trust Board](#) for oversight and assurance in relation to key organisational risks related to the activities of the Committee as indicated in the Trust Board Assurance Framework [and the Corporate Risk Register, and agreed by the Audit Committee.](#)
- 5.3 The Committee is authorised to seek external legal or professional advice as appropriate to support its function subject to Standing Orders and SFIs.

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6. RESPONSIBILITIES

Financial Policy, Management and Reporting

- 6.1 To consider the Trust's [financial and investment/disinvestment strategies](#) ~~medium term financial strategy,~~ in relation to both revenue and capital.
- 6.2 To review the setting of annual budgets including the capital programme.
- 6.3 To monitor in-year financial performance and in particular to scrutinise any significant variances from budget, [either current or forecasted.](#)

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Page 3 of 8

[For Approval Board of Directors 31 January 2017](#)

[Terms of Reference of Finance and Investment Committee](#)

[Approved Trust Board 28 July 2015](#)

- 6.4 To provide opportunity for critical review of business cases and tenders prior to formal approval by the Board.

~~To review proposals for all major business cases and tenders in line with Standing Orders and SFIs, and make appropriate recommendations to Board. Business cases and tenders which meet the criteria set out in Standing Orders and SFIs may be reviewed by the Committee on an exceptional basis with prior agreement between the Director of Finance and Chairman of F&IC.~~

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- ~~6.5 To review and recommend to the Trust Board the approval of the Commercial Strategy.~~

Investment Policy, Management and Reporting

- 6.6 To approve and keep under review the Trust's Treasury Management Policy.
- 6.7 To receive and consider Trust Business and Investment Plans in line with Standing Orders and SFIs.

- 6.8 To review and make recommendations to the Board about any commercial or investment activity e.g. proposed joint ventures or partnerships, in line with the Trust's Collaboration Policy.

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- 6.9 To monitor compliance with treasury procedures.

Other Duties

- 6.10 To monitor and make recommendations to the ~~Trust~~ Board as necessary on the adequacy of the Trust's financial performance reporting.
- 6.11 To review progress and mitigation of key risks in relation to delivery of the Trust's CQUIN and other contractual requirements. ~~the Trust CQUIN schemes and other contractual requirements.~~
- 6.12 To review progress and key risks in relation to delivery of the Trust Cost Improvement Programme (CIP).

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- 6.13 To make arrangements as necessary, to ensure that all members of the Board and senior officers of the Trust are provided with an appropriate level of knowledge of key financial issues affecting the Trust.
- 6.14 To examine any other matter referred to the Committee by the Board ~~of Directors.~~
- 6.15 To review performance indicators relevant to the remit of the Committee.
- 6.16 To scrutinise key financial risks and mitigations for the organisation.
- 6.17 To review relevant internal and external reports, reviews and guidance, in order to support the development of Service Line Management (SLM) within the Trust.
- 6.18 To scrutinise and obtain assurance as to the effective management of key risks and mitigations relating to the remit of the Committee and to report to the Audit Committee and provide assurance to the Board on the adequacy of control and mitigation against such risks.
~~To scrutinise key risks relating to the remit of the Committee and mitigations for the organisation. To report to the Audit Committee and provide assurance to the Trust Board on the adequacy of control and mitigation against such risks.~~
- 6.19 To make recommendations to the Audit Committee concerning the annual programme of Internal Audit work and to work with the Audit Committee to ensure effective scrutiny of the risks and systems of internal control related to matters of finance and commercial activity.

7. ATTENDANCE

- 7.1 The members of the Committee are expected to attend each meeting unless prior agreement is obtained from the ~~Chairman of the Committee~~ Chairman.
- 7.2 The Director of Finance is the Executive Director lead. Other members of the ~~Trust Board~~ will shall be entitled to attend and to receive papers to be considered by the Committee.

7.3 Other managers/staff may be invited to attend meetings depending upon issues under consideration, discussion e.g. Commercial Director, Head of Business Development and Head of Procurement.

7.4 A quorum will shall be three members, which shall will include two Non-Executive Directors and one of the members of the Trust Executive Group Director of Finance or his/her deputy.

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7.5 Committee attendance will recorded by the Committee Services Manager and this information will be passed to the F&IG Committee Chairman for review.

7.6 In the event of either the Finance & Investment Committee or Quality Committee Chairman being unavailable to chair the Committee, a the third Non-Executive Director will deputise.

8. REPORTING

8.1 The Committee Chairman will report to the Board of Directors following each meeting and approved minutes of the Committee will be circulated to all Trust Board members for information.

8.2 The Chairman of the Committee Chairman will draw to the attention of the Board any issues which require disclosure to the full Board, including those that affect the financial or commercial strategies of the Trust or require executive action.

8.3 To report to the Audit Committee and provide assurance to the Trust Board on the adequacy of control and mitigation against such risks.

8.4 The Chairman of the Committee Chairman will also provide a report to each meeting of the Audit Committee, focussed on the management of key risks within its terms of reference.

9. ADMINISTRATION

9.1 The Personal Assistant PA to the Director of Finance and Performance will support the administrative function of the Committee, including:

Page 6 of 8

For Approval Board of Directors 31 January 2017

Terms of Reference of Finance and Investment Committee

Approved Trust Board 28 July 2015

- Agreement of the Agenda with the [Committee](#) Chairman and attendees and collation of papers.
- Ensuring support for minute taking and for tracking of actions and issues to be taken forward.
- Advising the Committee on pertinent areas [of an administrative nature](#).

9.2 The Trust Secretary ~~shall~~ [will](#), upon request, provide advice and support to the [Committee](#) Chairman and Committee members.

10. FREQUENCY

- 10.1 The ~~Finance and Investment~~ Committee will meet ~~five times per annum plus additional joint meetings with the Quality Committee quarterly and any extraordinary meetings~~.
- 10.2 Additional meetings will be convened by the Committee Chairman [or Trust Chairman](#) as necessary. The Committee Chairman will ensure that, if an additional meeting(s) are held virtually, these must be recorded and the minutes reviewed and approved by the ~~Trust~~ Board.

11. MONITORING AND REVIEW

- 11.1 The Committee will review its compliance with these terms of reference through its annual report to the Board and annual self-evaluation workshop.
- 11.2 The Terms of Reference of the Committee ~~will~~ [shall](#) be reviewed by the Committee and submitted for approval by the Board ~~of Directors at least~~ annually.

Author: ~~Executive Director of Standards and Compliance~~ [Trust Secretary/SP](#)

Date: July 2015

Reviewed: ~~July 2015~~ [TEG 12](#) ~~December 2016~~ [9 January 2017](#)

Page 7 of 8

[For Approval Board of Directors 31 January 2017](#)

~~Terms of Reference of Finance and Investment Committee~~

~~Approved Trust Board 28 July 2015~~

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Date approved at Trust Board meeting: ~~28 July 2015~~[31 January 2017](#)
Date of next review: Finance & Investment Committee, ~~44 July 2016~~[8 December 2017](#)

Page 8 of 8

[For Approval Board of Directors 31 January 2017](#)

~~Terms of Reference of Finance and Investment Committee~~

~~Approved Trust Board 28 July 2015~~