# Finance & Risk Sub-Committee Terms of Reference

### Attendees

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| **Trustee members**  Micheál Nallen (Chair), Claire Leigh (Chair of Trustee Board), Steve Highwood, Sue Grieve, Jane Cope | **Staff members**  Vinny Smith, Carol Currie, Steve Morton, Ian Beningfield |

### Aims

The meeting aims to help ensure the charity manages its finances, income, risk, HR and IT responsibly in pursuit of the charitable purposes of the organisation.

The sub-committee supports the performance of the MRF Trustee Board, helping to ensure decisions taken by that body are more efficient and effective.

### Responsibility

The core purpose of the meeting is to undertake more detailed consideration of finance, fundraising, risk, human resources plans and performance outside the full Trustee Board meeting to allow more time for consideration and discussion of key issues. Following discussions, this group can then go on to make recommendations to the full Board for their final decision.

This group has particular responsibility for the following

#### Finance and administration

* Reviewing and discussing future strategy and options for managing charity finances and administration.
* Reviewing management accounts to assess financial performance of the charity.
* Reviewing charity reserves and investments.
* Reviewing latest reforecasts and projections for future performance.
* Reviewing the proposed annual charity budget and operating plan and assessing before recommendation to the full Board.

#### Income generation

* Reviewing and discussing income generation (including fundraising) that enables the charity to maximise its objectives.
* To review actual against planned performance and results.
* Reviewing prospect pipelines and progress for securing funds against the projected business model.

#### Risk management

* To provide the Board with assurance that processes are in place to identify, assess and manage the risks to which the charity is exposed. Such processes will include horizon scanning for new risks. Risks may relate to governance, operational factors, finance, external factors or compliance with law and regulation.
* To review risk and compliance logs and action plans, including disaster recovery plans, and to advise the board and executive accordingly.
* To refer issues of concern, or requiring decision, to the full board.

#### Human Resources

* To review the organisational structure and ensure it meets the needs of the organisation and the strategy.
* To review proposals for developing the organisational structure and performance management framework.

#### Information Technology

* To review charity IT strategy and ensure it meets charitable objectives.

### Decision making authority

No formal decision making authority beyond making recommendations to the full Board.

### Typical agenda

The agenda of each meeting may change according to emerging needs and priorities, but will typically include:

* Confirmation of any potential conflicts of interest.
* A review of minutes and actions from prior meetings.
* A review of the key items of relevance within the quarter in each of the areas covered by this TOR.
* A review of the latest issues arising.
* A consideration of recommendations for improvement.
* A consideration of recommendations to take to the full Board for approval.

### Member roles

The Chair will agree the agenda for each meeting in agreement with the CEO.

The Director of Finance and Administration will ensure the meeting agenda and papers are sent out in good time ahead of the meeting, typically no less than 3 days in advance.

The Chair will keep the meeting to time and confirm action points.

The Chair will maintain overall responsibility for ensuring the action log is up to date.

All members will ensure relevant papers for their sections are distributed in advance of the meeting where consideration of detailed information is required by other members.

All members will take responsibility for carrying out the actions agreed in the meeting relating to their areas and for updating the action log prior to the meeting.

### Frequency and location

One quarterly meeting ideally at least two weeks prior to the Trustee Board meeting.

To be held in person or remotely via Zoom.

## Papers

Relevant papers to be circulated no less than 3 working days in advance by email. Hard copies will be posted on request.