

Charitable Funds Committee

Terms of Reference & Operating Arrangements

Reviewed:	March 2024
Approved:	May 2024
Next Review due:	March 2025

1. INTRODUCTION

- 1.1 The Trust's Standing Orders provide that "*The Board may and, where directed by the Assembly Government must, appoint Committees of the Trust either to undertake specific functions on the Board's behalf or to provide advice and assurance to the Board in the exercise of its functions. The Board's commitment to openness and transparency in the conduct of all its business extends equally to the work carried out on its behalf by committees*".
- 1.2 In accordance with standing orders (and the Trust's Scheme of Delegation), the Board shall nominate annually a Committee to be known as the **Charitable Funds Committee** "the Committee". The detailed terms of reference and operating arrangements set by the Board in respect of this Committee are set out below.

2. CONSTITUTION

- 2.1 The Velindre University NHS Trust Board was appointed as corporate trustee of the charitable funds by virtue of the Velindre National Health Service Trust (Establishment) Order No. 2838 that came into existence on 1st December 1993, and that its Board serves as its agent in the administration of the charitable funds held by the Trust.
- 2.2 The purpose of the Committee is to make and monitor arrangements for the control and management of the Trust's Charitable Funds.

3. SCOPE AND DUTIES

- 3.1 Within the budget, priorities and spending criteria determined by the Trust as trustee and consistent with the requirements of the Charities Act 1993, Charities Act 2006 (or any modification of these acts) to apply the Charitable Funds in accordance with their respective governing documents.
- 3.2 To ensure that the Trust policies and procedures for Charitable Funds investments are followed. To make decisions involving the sound investment of Charitable Funds in a way that both preserves their value and produces a proper return consistent with prudent investment and ensuring compliance with:
- Trustee Act 2000
 - The terms outlined in the Velindre University NHS Trust Charity's Governing Documents
- 3.3 At least twice a year, receive highlight reports from the Executive Director of Finance in respect of investment decisions, performance and action taken through delegated powers upon the advice of the Trust's Investment adviser.
- 3.4 To oversee and monitor the functions performed by the Executive Director of Finance as defined in Standing Financial Instructions.
- 3.5 To respond to, and monitor the level of donations and legacies received, including the progress of any Charitable Appeal Funds where these are in place and considered to be material.

- 36 To monitor and review the Trust's scheme of delegation for Charitable Funds expenditure and to set and reflect in Financial Procedures the approved delegated limits for expenditure from Charitable Funds.
- 37 To ensure that funds are being utilised appropriately in accordance with both the instructions and wishes of the donor, and to ensure that fund balances are maintained in accordance with the Reserves Policy.

4. DELEGATED POWERS AND DUTIES OF THE EXECUTIVE DIRECTOR OF FINANCE

4.1 The Executive Director of Finance has prime responsibility for the Trust's Charitable Funds as defined in the Trust's Standing Financial Instructions. The specific powers, duties and responsibilities delegated to the Executive Director of Finance are:

- Administration of all existing Charitable Funds.
- To identify any new charity that may be created (of which the Trust would also be Trustee). Ensuring that all legal requirements are followed in the creation of any new charity in order to formalise the governing arrangements.
- Provide guidelines with response to donations, legacies and bequests, fundraising and trading income.
- Responsibility for the management of investment of funds held on trust.
- Ensure appropriate banking services are available to the Trust.
- Prepare reports to the Trust Board including the Annual Accounts and Annual Report.

5. AUTHORITY

5.1 The Committee is empowered with the responsibility for:

- Overseeing the day to day management of the investments of the Charitable Funds in accordance with the investment strategy set down from time to time by the Trustees and the requirements of the Trust's Standing Financial Instructions.
- The appointment of an Investment Manager (where appropriate) to advise it on investment matters. Delegating, where applicable, the day-to-day management of some or all of the investments to that Investment Manager. In exercising this power the Committee must ensure that:
 - a) The scope of the power delegated is clearly set out in writing and communicated with the person or persons who will exercise it.
 - b) There are in place adequate internal controls and procedures which will ensure that the power is being exercised properly and prudently.
 - c) The performance of the person or persons exercising the delegated power is regularly reviewed.
 - d) Where an investment manager is appointed, that the person is regulated under the Financial Services Act 2021.

Acquisitions or disposal of a material nature must always have written authority of the Committee or the Chair of the Committee in conjunction with the Executive Director of Finance.

- Ensuring that the banking arrangements for the Charitable Funds are kept entirely distinct from the Trust's NHS funds.
- Ensuring that arrangements are in place to maintain current account balances at minimum operational levels consistent with meeting expenditure obligations, the balance of funds being invested in interest bearing deposit accounts.
- The amount to be invested or redeemed from the sale of investments shall have regard to the requirements for immediate and future expenditure commitments.
- The operation of an investment pool when this is considered appropriate to the charity in accordance with charity law and the directions and guidance of the Charity Commission. The Committee shall propose the basis to the Trust Board for applying accrued income to individual funds in line with charity law and Charity Commission guidance.
- Obtaining appropriate professional advice to support its investment activities.
- Regularly reviewing investments to see if other opportunities or investment services offer a better return.

5.2 The Committee is authorised by the Board to:

- Investigate or have investigated any activity within its Terms of Reference and in performing these duties shall have the right, at all reasonable times, to inspect any books, records or documents of the Trust relevant to the Committee's remit. It can seek any relevant information it requires from any employee and all employees are directed to co-operate with any reasonable request made by the Committee;
- Obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary, subject to the Board's budgetary and other requirements; and
- By giving reasonable notice, require the attendance of any of the officers or employees and auditors of the Board at any meeting of the Committee.

5.3 Approve policies relevant to the business of the Committee as delegated by the Board.

5.4 Sub Committees

Charitable Funds Investment Performance Review Sub Committee

As part of its function, the Charitable Funds Committee has determined to establish a Sub Committee, the '**Charitable Funds Investment Performance Review Sub Committee**', to specifically monitor the performance of the Investment portfolio on its behalf whilst recognising that the Trust Board as Corporate Trustee is ultimately accountable.

The Charitable Funds Committee is also supported by the **Velindre Charity Senior Leadership Group**, whose purpose on behalf of the Trust Board as Corporate Trustee is to support the development of the strategic direction and take forward strategic delivery of the Velindre University NHS Trust Charity and operational management of all Charitable Funds held within the Trust.

Research, Development & Innovation Sub-Committee

In addition, the Trust **Research, Development & Innovation Sub-Committee** has been established to act as the 'front door' for all RD&I business at Board level. The RD&I Sub Committee will feed into the Charitable Funds Committee for alignment with strategy and funding.

Advancing Radiotherapy Fund (ARF) Programme Board

The **Advancing Radiotherapy Fund (ARF) Programme Board** has also been established by the Charitable Funds Committee in order to govern and manage a grant fund received and subsequently matched by the Charity, that will allow the Velindre Cancer Service to develop a programme of activity which will enable the development of stereotactic and other radiotherapy technology for the benefit of patients across Wales.

The ARF Programme Board will assure, advice and scrutinise all aspects of programme activity and expenditure on behalf of the Charitable Funds Committee, and whilst is not a formal Sub-Committee of the Charitable Funds Committee, it is directly accountable to the Committee for its performance in exercising the functions set out in its Terms of Reference (**Appendix 1**) as part of good governance arrangements, which are approved by the Charitable Funds Committee.

The ARF Programme Board will provide assurance to the Charitable Funds Committee that the allocation of funds have been dealt with in a robust and transparent way and in accordance with the objectives set out in the business case approved by the Charitable Funds Committee in 2015.

The ARF Programme Board will be supported by the **Advancing Radiotherapy Fund Advisory Group**, whose main purpose will be to quality assure and scrutinise any bids proposed for submission to the ARF Programme Board who then have delegated authority to approve bids, ensuring they have been developed through the appropriate routes and due process has been followed e.g. review by the Research, Development and Innovation Sub-Committee where appropriate. The **Advisory Group** is comprised of experts in the field that ensure due diligence is applied to each bid ensuring that these are assessed for science, ethics, funding, and quality; before making recommendations to the ARF Programme Board.

Advancing Radiotherapy Cymru (ARC) Academy

Advancing Radiotherapy Cymru (ARC) Academy has been established as an all-Wales programme with ambitions to drive innovation in radiotherapy treatment, expedite the adoption of novel service developments and widen access to state-of-the-art equipment, accelerating improvements in radiotherapy treatment across Wales. ARC will also drive initiatives to support the training of the multi-disciplinary radiotherapy workforce and fund clinically focused radiotherapy research projects.

The ARC fund will be overseen by a multidisciplinary Programme Board as outlined in the ARC Terms of Reference. This includes representation from all three cancer centres in NHS Wales. VCC will be acting as the host organisation for the award made by The Moondance Foundation, combined with matched funding from the Velindre Trust Charity. The ARC Programme Board has been established by the Charitable Funds Committee in order to govern and manage the fund, that will be used to improve outcomes for cancer patients in Wales, reducing variation and inequalities in provision. The ARC Academy will place Wales at the very forefront of UK radiotherapy training and development and will facilitate recruitment and retention of the highest quality staff to work in Wales. In addition, ARC will fund research for the benefit of patients receiving radiotherapy in Wales.

ARC will prioritise, but not limit its activity to, the following key areas:

- Expanding patient access to the SABR service
- Expanding the stereotactic radiosurgery service
- Training the multi-disciplinary radiotherapy workforce across Wales, supporting innovation and service developments within the radiotherapy treatment pathway across Wales.
- Supporting clinically focused radiotherapy research projects.

The ARC Programme Board will assure, advice and scrutinise all aspects of programme activity and expenditure on behalf of the Charitable Funds Committee, and whilst is not a formal Sub-Committee of the Charitable Funds Committee, it is directly accountable to the Committee for its performance in exercising the functions set out in its Terms of Reference as part of good governance arrangements, which were approved by the Charitable Funds Committee on 13th November 2023.

The ARC Programme Board will provide assurance to the Charitable Funds Committee that the allocation of funds have been dealt with in a robust and transparent way and in accordance with the objectives set out in the business case approved by the Charitable Funds Committee on 8th June 2023.

The ARC Programme Board will be supported by the ARC Advisory Group, whose main purpose will be to quality assure and scrutinise any bids proposed for submission to the ARC Programme Board who then have delegated authority to approve bids, ensuring they have been developed through the appropriate routes and due process has been followed e.g. review by the Research, Development and Innovation Sub-Committee where appropriate. The Advisory Group is comprised of experts in the field that ensure due diligence is applied to each bid ensuring that these are assessed for science, ethics, funding, and quality; before making recommendations to the ARC Programme Board.

6. MEMBERSHIP

Members

6.1 A minimum of four members, comprising:

- Chair, Independent member of the Board (Non-Executive Director)
- Independent Member of the Board (Non-Executive Director)
- The Trust's Chief Executive and Executive Director of Finance (one of which at any one meeting may be represented by a Nominated Representative in their absence)

Attendees

6.2 In attendance The Committee may require the attendance for advice, support and information routinely at meetings from:

- Charity Director
- Chief Operating Officer
- Executive Director of Nursing, AHPs & Health Science
- Director Velindre Cancer Service (or their deputy)
- Director of Welsh Blood Service (or their deputy)
- Investment Manager/Advisor
- Patient Representative
- Senior Finance Business Partner
- Deputy Director of Finance
- Head of Financial Planning & Reporting
- Head of Fundraising
- Head of Corporate Governance (Charity Governance Lead)
- Head of Communications

By invitation, The Committee Chair may invite:

- any other Trust officials; and/or
- any others from within or outside the organisation to attend all or part of a meeting to assist it with its discussions on any particular matter.

Secretariat

6.3 Secretary As determined by the Director of Corporate Governance and Chief of Staff

Member Appointments

6.4 The membership of the Committee shall be determined by the Board, based on the recommendation of the Trust Chair - taking account of the balance of skills and expertise necessary to deliver the Committee's remit and subject to any specific requirements or directions made by the Welsh Government.

6.5 Applicable to Independent Members only. Members shall be appointed for a maximum of 3 consecutive years before formally reviewing their role on the Committee. During this time a member may resign or be removed by the Board.

6.6 In order to demonstrate that there is a visible independence in the consideration of decisions and management of charitable funds from the Trust's core functions, the Board should consider extending invitations to the Charitable Funds Committee to individuals outside of the Board. One option might be to seek representation from the Patient Liaison Group.

Support to Committee Members

6.7 The Director of Corporate Governance and Chief of Staff, on behalf of the Committee Chair, shall:

- Arrange the provision of advice and support to Committee members on any aspect related to the conduct of their role; and
- Ensure and co-ordinate the provision of a programme of organisational development for Committee members as part of the Trust's overall Organisational Development programme developed by the Executive Director of Organisational Development & Workforce.

7. COMMITTEE MEETINGS

Quorum

- 7.1 At least two members must be present to ensure the quorum of the Committee. Of the two, one must be an Independent Member and one must be the Executive Director of Finance or Nominated Representative.

Frequency of meetings

- 7.2 Meetings shall be held every three months and otherwise as the Committee Chair deems necessary - consistent with the Trust's annual plan of Board Business.

Withdrawal of individuals in attendance

- 7.3 The Committee may ask any or all of those who normally attend but who are not members to withdraw to facilitate open and frank discussion of particular matters.

8. RELATIONSHIP & ACCOUNTABILITIES WITH THE BOARD AND ITS COMMITTEES/GROUPS

- 8.1 The Committee will only consider Research, Development and/or Innovation proposals seeking charitable funding that have been scrutinised and endorsed by the Research, Development & Innovation Sub-Committee. This will ensure that the quality and safety of RD&I activity has been considered and is consistent with the RD&I Strategy.
- 8.2 The Committee is directly accountable to the Board for its performance in exercising the functions set out in these terms of reference.
- 8.3 The Committee, through its Chair and members, shall work closely with the Board and, [*where appropriate, its Committees and Groups*], through the:
- joint planning and co-ordination of Board and Committee business; and appropriate sharing of information in doing so, contributing to the integration of good governance across the organisation, ensuring that all sources of assurance are incorporated into the Board's overall risk and assurance arrangements.

- 84 The Committee shall embed the Trust's corporate standards, priorities and requirements, e.g. equality and human rights through the conduct of its business.

9. REPORTING AND ASSURANCE ARRANGEMENTS

- 91 The Committee Chair shall agree arrangements with the Trust's Chair to report to the Board in its capacity as corporate Trustee. This may include, where appropriate, a separate meeting with the Board.
- 92 The Committee Chair shall report formally, regularly and on a timely basis to the Board and the Accountable Officer on the Committee's activities. This includes verbal updates on activity and the submission of written highlight reports throughout the year.
- 93 The Director of Corporate Governance and Chief of Staff, on behalf of the Board, shall oversee a process of regular and rigorous self-assessment and evaluation of the Committee's performance and operation.

10. APPLICABILITY OF STANDING ORDERS TO COMMITTEE BUSINESS

- 10.1 The requirements for the conduct of business as set out in the Trust's Standing Orders are equally applicable to the operation of the Committee, except in the following areas:
- Quorum
Cross referenced with the Trust Standing Orders.

11. REVIEW

- 11.1 These terms of reference and operating arrangements shall be reviewed annually by the Committee with reference to the Board.

12. CHAIR'S ACTION ON URGENT MATTERS

- 12.1 There may, occasionally, be circumstances where decisions which normally be made by the Committee need to be taken between scheduled meetings. In these circumstances, the Committee Chair, supported by the Director of Corporate Governance and Chief of Staff as appropriate, may deal with the matter on behalf of the Board, after first consulting with two other Members of the Committee. The Director of Corporate Governance and Chief of Staff must ensure that any such action is formally recorded and reported to the next meeting of the Committee for consideration and ratification.
- 12.2 Chair's urgent action may not be taken where the Chair has a personal or business interest in the urgent matter requiring decision.



Advancing Radiotherapy Cymru Academy Board

Terms of Reference

Date of Approval: May 2024

Date of Review: May 2025

<p style="text-align: center;">ARC Academy Summary</p>	<p>Advancing Radiotherapy Cymru (ARC) is an all-Wales programme with ambitions to drive innovation in radiotherapy treatment, expedite the adoption of novel service developments and widen access to state-of-the-art equipment, accelerating improvements in radiotherapy treatment across Wales. ARC will also drive initiatives to support the training of the multi-disciplinary radiotherapy workforce and fund clinically focused radiotherapy research projects.</p> <p>The programmes overarching purpose is to improve outcomes for cancer patients in Wales, reducing variation and inequalities in provision. The ARC Academy will place Wales at the very forefront of UK radiotherapy training and development and will facilitate recruitment and retention of the highest quality staff to work in Wales. In addition, ARC will fund research for the benefit of patients receiving radiotherapy in Wales.</p> <p>ARC is underpinned by financial contributions made by The Moondance Foundation and Velindre University NHS Trust (VUNHST) Charitable Funds Committee (CFC), totalling £3 million across a five-year period (£300,000 per annum from each organisation commencing in 2023). Financial contribution is also anticipated from the South West Wales Cancer Centre (SWWCC) and The North Wales Cancer Treatment Centre (NWCTC).</p> <p>ARC will prioritise, but not limit its activity to, the following key areas:</p> <ul style="list-style-type: none"> • Supporting innovation within radiotherapy treatment, delivering improvement to treatments and service benefitting patients across Wales. • Training the multi-disciplinary radiotherapy workforce across Wales, supporting service developments within the radiotherapy treatment pathway across Wales. • Supporting clinically focused radiotherapy research projects. • Expanding patient access to the SABR service. • Expanding the stereotactic radiosurgery service.
<p style="text-align: center;">ARC Academy Board Responsibilities</p>	<p>The ARC fund will be overseen by a multidisciplinary Programme Board. This includes representation from all three cancer centres in NHS Wales. VCC will be acting as the host organisation for the award made by The Moondance Foundation, combined with matched funding from the Velindre Trust Charity and any</p>

subsequent funding. The ARC Programme Board has been established by Velindre University NHS Trust's Charitable Funds Committee, in order to govern and manage the fund, that will be used to improve outcomes for cancer patients in Wales, reducing variation and inequalities in provision.

The ARC Programme Board will assure, advise and scrutinise all aspects of programme activity and expenditure, ensuring that funding is allocated appropriately to ensure delivery of the aims of the ARC Academy on behalf of the Charitable Funds Committee. Whilst is not a formal Sub-Committee of the Charitable Funds Committee, it is directly accountable to the Committee for its performance in exercising the functions set out in Terms of Reference, as part of good governance arrangements.

The ARC Board will provide assurance to the Charitable Funds Committee that the allocation of funds have been dealt with in a robust and transparent way and in accordance with the objectives set out in the business case approved by the Charitable Funds Committee on 8th June 2023.

The Board will consider funding applications from partners across Wales that align within one or more of the key areas of work (listed above in the ARC Academy Summary) of the above listed areas. All applications will go through a process of required governance and scrutiny prior to ARC Board consideration.

The Board will:

- Receive and consider applications for new projects, evaluate their eligibility based on established criteria.
- Consider and authorise where appropriate, deviations from agreed project objectives and facilitate escalation where required. Receive and scrutinise budget / spend profiles.
- Identify key interdependencies within and between the projects and other key VUNHST or partner projects and programmes, providing strategic direction and clear impact assessment of arising priority conflicts.

- Ensure the project team develop a robust communication / engagement plan with key stakeholders, ensuring its successful delivery.
- Review risks associated with the projects via a risk log, providing timely mitigations and controls.
- Receive milestone reports at touchpoints from project leads / teams including approving end of project reports and lessons learned reports.
- Monitor performance reports.
- Obtain assurance of external or ethical review of project proposals when required.
- Approve end of project reports. including lessons learned reports.
- Resolving deviations from plans or escalating as necessary.
- Ensuring the programme strives for an all-Wales approach.
- Strive to provide equitable distribution of funding to support projects, both on a geographical basis and across the key areas identified above.
- Making recommendations for adjustments or changes in funding allocation as needed.
- Ensuring compliance with relevant laws and regulations.
- Ensure active engagement with the three relevant health organisations: SBUHB; BCUHB; & VUNHST.

The Board will work to actively promote the ambitions and activities of the ARC to support further fundraising / financial opportunities. The Terms of Reference and Board membership are to be reviewed should the ARC be in receipt of further financial awards.

Applications for less than £5,000 can be reviewed and approved independently of the ARC Board by the ARC Clinical Lead as appropriate, if aligned to the key objectives of ARC. A log of these is to be maintained and brought to the Board so that all interdependencies and alignments can be managed.

The ARC Programme Board will be supported by the ARC Advisory Group, whose main purpose will be to quality assure and scrutinise any bids proposed for submission to the ARC Programme Board who then have delegated authority to approve bids, ensuring they have been developed through the appropriate routes

	<p>and due process has been followed e.g. review by the Research, Development and Innovation Sub-Committee where appropriate. The Advisory Group is comprised of experts in the field that ensure due diligence is applied to each bid ensuring that these are assessed for science, ethics, funding, and quality; before making recommendations to the ARC Programme Board.</p>
<p>Accountable to</p>	<p>The ARC Board are accountable to Velindre University NHS Trust Charitable Funds Committee submitting quarterly progress / highlight reports or as requested.</p> <p>In addition, an annual report will be required by VUNHST Charitable Funds Committee, or as requested, in line with the funding agreement.</p>
<p>Informs</p>	<p>The ARC Board will provide information to a range of stakeholders including:</p> <ul style="list-style-type: none"> - Advancing Radiotherapy Fund - Senior Leadership Team of relevant health trusts / boards - The Moondance Foundation - RD&I or similar in associated health organisations - Other stakeholders as deemed appropriate.
<p>ARC Board Membership</p>	<p>The ARC Board will consist of the following core members who will be jointly responsible in assuring the delivery of programme ambitions:</p> <p>Chair / Independent Member, VUNHST Deputy Chair / Executive Director of Finance, VUNHST Medical Director, VUNHST ARC Clinical Lead, VCC VUNHST Chair Southwest Wales Cancer Centre Clinical Representative Betsi Cadwaladr University Health Board Clinical Representative Betsi Cadwaladr University Health Board Radiotherapy Representative The Moondance Foundation Representative Clinical Director, Wales Cancer Network Clinical Oncology Subcommittee (COSC)</p>

	<p>Representative Head of Radiation Services, VCC Head of Innovation, VCC HEIW Representative</p> <p>At least two Board members must be present to ensure the quoracy of the Board. Of the two, one must be an Independent Member and one must be a VUNHST Director or a Nominated Representative.</p> <p>In the event a Board member is unable to attend, a Nominated Representative can be sent in their place by agreement of the Chair.</p>
<p>Meeting Frequency</p>	<p>The ARC Board will meet on four monthly a basis / three times a year.</p> <p>The Chair may request a meeting at any time, provided that suitable notice is given to Board members to ensure a quorate meeting.</p>
<p>ARC Academy / Board Administration</p>	<p>Project and administrative support for ARC will be hosted by VCC.</p> <p>The ARC administrative / project support will be responsible for ensuring accurate and efficient organisation and support of the ARC Board meetings. This will be supported by the ARC Clinical Lead. The administrative / project roles will provide ad-hoc support to the ARC Board members as required to support the delivery of the ARC Academy objectives.</p> <p>The agenda and associated papers for ARC Board meetings shall be issued no less than five working days before the Board convene.</p> <p>ARC Board meeting and submission dates for agenda items will be circulated to stakeholders in advance. Papers submitted after such dates will be accepted pending the Chair / Deputy Chairs' agreement.</p> <p>Minutes of all meetings will be formally recorded by the administrative / project roles, verified by the Chair / Deputy Chair and submitted for approval at the next meeting.</p> <p>Documentation will include but not be limited to:</p>

	<ul style="list-style-type: none">- Risk register- Action log- Financial report- Highlight report
--	--