

Solent NHS Trust

Finance & Infrastructure Committee– Terms of Reference

1 Constitution

- 1.1 Solent NHS Trust Board hereby resolves to establish a committee of the Board to be known as the Finance and Infrastructure Committee ('the Committee'). The Committee is a Committee of the Board and has no executive powers, other than those specifically delegated by the Board in these Terms of Reference which are incorporated within the Trust's Standing Orders.

2 Purpose

- 2.1 The Terms of Reference reflect the Board delegated role of the Committee in ensuring appropriate financial frameworks are in place to drive the financial strategy and provide assurance to the Board on financial and infrastructure matters as directed.

3 Duties

The Committee will make recommendations to the Board in relation to its duties as described below;

- 3.1
- To scrutinise the development of the Trust's commercial and financial strategy (including both revenue and capital), including the underlying assumptions and methodology used, ahead of review and approval by the Trust Board.
 - To ensure alignment of planned, activity, workforce and finance, seeking assurance that the plan is produced and owned by the service lines / corporate divisions.
 - The monitoring of all aspects of the Trust's in year financial performance against relevant plans and the identification of key issues and risks requiring discussion or decision by the Board.
 - The evaluation of the financial validity of, and where appropriate, approval of, individual business cases recommended for approval following consideration by the Executive Team and Financial and Commercial Group, in line with the Trust's Scheme of Delegation, and taking into account the risks identified on the Board Assurance Framework.
 - Ensuring that any risks on the Board Assurance Framework allocated to the Committee are kept up to date and that those risks are managed and actions introduced to mitigate them, with appropriate assurance sourced.
 - The consideration of strategic estates plan (and understanding of funds flows, programme management of estates plans, acquisitions and disposals) and plans associated with the ICS and local delivery systems.
 - The oversight of potential investment or disinvestment in services in relation to the Trust's strategy.
 - To consider the Trusts' Control Total and consider the implications of an ICS joint Control Total, ahead of approval by the Board
 - Monitoring of the development and implementation of relevant elements of the Trust's Strategy specifically covering; Information Technology, Estates, Finance and Procurement.
 - To review key commercial partnerships as appropriate.

3.2 Finance and Commercial Group

To receive an 'Exceptions and recommendation' report from the Finance and Commercial group, detailing business transacted and to receive and review recommendations from the Group on investment decisions in accordance with the Scheme of Delegation.

3.3 Other duties

- At the request of the Trust Board, the Committee may review in depth aspects of financial performance where the Board requires additional scrutiny and assurance (for example the delivery of the CIP programme) while recognising that the primary responsibility for the monthly monitoring and review of the Trust's financial performance rests with the full Trust Board.
- The Committee may examine any matter referred to it by the Trust Board or the Audit & Risk Committee.
- The Committee will conduct an annual appraisal of its effectiveness.

4 **Membership**

4.1 The Committee will consist of the

- Three Non-executive directors as appointed by the Board,
- Chief Executive Officer
- Chief Finance Officer/Director of Estates
- Chief Operating Officer
- Chief People Officer (Attendee/invitee)
- Director of Strategic Transformation (Attendee/invitee)

4.2 A designated alternate person acting in the capacity of a member must be identified where a member is unable to attend a meeting. Such alternates will be authorised to vote if the need arises.

4.3 One of the Non-Executive Director members will be appointed Chair of the Committee by the Board.

4.4 In the event of the Chair being unable to attend all or part of a meeting, the Chair will nominate a replacement from within the membership to deputise for that meeting.

5 **Attendees**

5.1 Other persons may be invited to attend by the Chair.

5.2 All executive directors are invited to attend the meeting.

6 **Meeting administration**

6.1 The Company Secretary shall nominate an administrator to act as the Secretary of the Committee. Papers will be circulated in accordance with the Trusts' Standing Orders and minutes will be circulated promptly to all members

7 **Quorum**

7.1 The quorum necessary for the transaction of business shall be 3 members – including:

- At least 2 NEDs (including the Chair or their designated deputy) and
- The CEO and/or Chief Financial Officer/Director of Estates,

8 **Frequency**

8.1 Meetings will normally be held bi-monthly. Additional ad-hoc meetings may be arranged to discuss specific issues but any such meetings should be infrequent and exceptional.

9 **Authority**

9.1 The Committee is authorised by the Board to investigate any activity within its terms of reference or any matter delegated by the Trust Board. It is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.

9.2 The Committee may refer issues to the Audit & Risk Committee as appropriate and vice versa.

10 Reporting

- 10.1 An exception report will be provided to the Board via the Committee chair – highlighting business transacted and making any recommendations as deemed appropriate within the remit of the Committee.

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