



Terms of Reference : Finance and Investment Committee

1. Name of Committee
 - 1.1 Finance and Investment Committee .
2. Purpose
 - 2.1 RCN Council has established the Finance and Investment Committee in accordance with Schedule Rule 2.1 of the Royal Charter.
 - 2.2 The purpose of the committee is to undertake objective scrutiny of the Group's financial performance and investment function on behalf of Council to ensure that resources are being used to best effect across the Group and that value for money and cost improvement is achieved.
 - 2.3 The role of the committee is:
 - To have oversight of the overall planning framework and the financial planning and budgeting framework that support the organisation to achieve its plans and priorities.
 - To have a strategic focus on business development, investment strategy and income generation including reviewing major business cases for all major capital and revenue investment decisions and proposals for new partnerships, joint ventures and strategic alliances
3. Delegated responsibilities
 - 3.1 ***Planning and Performance Management***
 - To review the process, framework and content for the development and agreement of the 5 -year strategic plan.
 - To review the annual priorities to be agreed by Council
 - To review the annual plan to be agreed by Council
 - To agree and review appropriate performance measures, including KPIs, to be able to assess performance against plans.
 - 3.2 ***Financial Planning, Budgeting and Management***
 - To review and agree the assumptions and annual update to the finance strategy prior to its submission to Council for approval

3.5 *Commercial Activity*

- To develop and deliver a strategy for commercial activities as part of the RCN's overall strategy
- To consider and recommend new business opportunities as part of the RCN's overall strategy and to advise on the development strategy

meetings.

7. Observers

- 7.1 Observers may attend any Committee meetings at the discretion of the Chair and with the agreement of the Committee. Observers can speak and/or participate in the meeting only with the permission of, or at the request of, the Chair.
- 7.2 Individuals attending in observer status will receive those papers relating to the areas relevant to their observer role.

8. Election /appointment to the committee

- 8.1 Elections/appointments to the committee will be conducted in accordance with the RCN's Elections and Appointments policies and with the specific procedure for each election/appointment. Council members on the Committee shall be appointed on agreement with the Chair of Council.

9. Terms of office

- 9.1 A member of the Committee should serve for a maximum of four years.
- 9.2 External Advisers first term of office will be for a period of four years. Thereafter, their appointment will be reviewed and extended for a period of up to four years in agreement with the lead executive director (12.1) and Chair.

10. Mid-Term (casual) vacancies

- 10.1 The Chair of Council will review Council member allocation if any casual vacancies arise.
- 10.2 External advisers will be recruited in accordance with the RCN Appointments Policy if any casual vacancy arises.

11. Chair and vice chair

- 11.1 In accordance with Rule 2.2 in the *Royal Charter* the Finance and Investment Committee shall have a Chair. A Vice Chair shall also be elected.

- c) have acted in breach of the RCN's Code of Conduct and/or Respect Charter
- d) have acted in a manner likely to bring the RCN into disrepute
- e) they have failed to attend three consecutive meetings (excluding special ad hoc meetings)
- f) have any active NMC cautions against their name, are currently subject to any NMC sanction, and/or they are subject to any ongoing disciplinary proceedings with any of their employers or professional disciplinary proceedings before the NMC. are subject to ongoing disciplinary proceedings in respect of any role they hold at the RCN and/or currently subject to any RCN disciplinary sanction.
- g) are subject to ongoing disciplinary proceedings in respect of any role they hold at the RCN and/or currently subject to any RCN disciplinary sanction.

13.2 The processes for such removal will be in accordance with the Member Resolution policy.

The Committee will review its terms of reference each year to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Council for approval. This should include induction and training and development of the Committee .

Approved by
RCN Council on 26 October 2023.

These Terms of reference will be reviewed annually

They should be read in conjunction with the *Operating Framework for RCN Committees*** and the Financial regulations - financial limits (located on the RCN Website).

*Note – these terms of reference are subject to ongoing change in line with the implementation of the recommendations of the Council-led governance review (2022). *Scheme of delegation under revision. ** Operating Framework for Committees in development [July 2022]*