

Charitable Funds Annual Report			
<b>Meeting Title</b>	Board of Directors		
<b>Date</b>	16/10/2024	<b>Agenda Item</b>	14
<b>Lead Director</b>	Dave Miles, Interim Chief Financial Officer		
<b>Author(s)</b>	Shameem Kalandar – Chief Financial Accountant		
<b>Action required</b> (please select the appropriate box)			
<b>To Approve</b> <input type="checkbox"/>		<b>To Discuss</b> <input type="checkbox"/>	<b>To Assure</b> <input checked="" type="checkbox"/>
<b>Purpose</b>			
<p>The purpose of this paper is to provide the Board with assurance on the reporting and governance arrangements regarding Wirral Community Health and Care NHS Foundation Trust's charitable funds.</p> <p>The Board is asked to note the latest published financial statements for the Trust's charitable funds (for the financial year ending 31 March 2023), which are included within the funds of the Cheshire and Wirral Partnership (CWP) Charity.</p> <p>The Board is also asked to note updates to the charitable funds during 2023/24 and beyond and the plans to promote and encourage donations and funding applications throughout the Trust</p>			
<b>Executive Summary</b>			
<p>The Trust holds charitable funds comprising donations and fundraising received from staff and patients (and other stakeholders) of the Trust and legacy funds passed over from Wirral PCT when the Trust became a separate entity in 2013.</p> <p>These funds are held and managed on behalf of the Trust by CWP, who administers and accounts for them through the CWP Charity (charity number 1050046).</p> <p>An annual report on the funds is provided to the Board of Directors of CWP. This includes the latest published statements for the Charity (to 31 March 2023).</p> <p>The annual report shows the Trust's charitable funds as £119,054 of available funds as at 31 March 2023. The Trust and the Charity further split these funds into more specific funds.</p>			

## Strategic (Board Assurance Framework - BAF) and operational Risks and opportunities:

The purpose of the report is to provide assurance on the reporting and governance arrangements for the Trust's charitable funds and the balances available for suitable applications.

## Quality/inclusion considerations:

Quality & Equality Impact Assessment completed and attached No.

This report notes the latest published financial statements for the Trust's charitable funds and further financial activity to March 2023 and beyond.

## Financial/resource implications:

The report highlights the balances and financial activity of the Trust's charitable funds over the period April 2022 to date. It lists the money currently available for applications which meet the Charity and Fund objectives

**The Trust Vision** – To be a population health focused organisation specialising in supporting people to live independent and healthy lives. The Trust Objectives are:

- Populations – We will support our populations to thrive by optimising wellbeing and independence
- People – We will support our people to create a place they are proud and excited to work
- Place - We will deliver sustainable health and care services within our communities enabling the creation of healthy places

Please select the top three Trust Strategic Objectives and underpinning goals that this report relates to, from the drop-down boxes below.

Place - Improve the health of our population and actively contribute to tackle health inequalities	Place - Make most efficient use of resources to ensure value for money	Populations - People and communities guiding care
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## The Trust Social Value Intentions

Does this report align with the Trust social value intentions? [Choose an item.](#)

If Yes, please select all of the social value themes that apply:

**Community engagement and support** ☒

**Purchasing and investing locally for social benefit** ☒

**Representative workforce and access to quality work** ☒

**Increasing wellbeing and health equity** ☒



Reducing environmental impact <input type="checkbox"/>		
Board of Directors is asked to consider the following action		
To be assured on the financial reporting arrangements for the Trust's charitable funds.		
<b>Report history</b> (Please include details of the last meeting that received this paper, including the title of the meeting, the date, and a summary of the outcome). This provides the audit trail through the governance structure.		
<b>Submitted to</b>	<b>Date</b>	<b>Brief summary of outcome</b>
No report history		



## Charitable Funds – Annual Update

### Financial statements of the Charity 2022/23

1. Attached is the latest set of signed accounts for the Charity covering the period 1 April 2022 to 31 March 2023 which were approved by CWP and subject to an independent examination. These accounts are also available to view on the Charity Commission website:

[CWP Charitable Funds Annual Report and Accounts 2022/23 \(Registered Charity 1050046\) - The Charity Commission](#)

2. The accounts cover the total funds held by the Charity, but split out the income, expenditure and opening and closing fund balances relating to the Trust's charitable funds. This is shown most clearly in note 12 of the accounts (sum of unrestricted and restricted funds - page 18) and is summarised in the table below:

	2021/22	2022/23
	£	£
<b>Opening WCT fund balance at 1 April</b>	<b>88,756</b>	<b>121,835</b>
Income for the year	39,032	8,715
Expenditure for the year	(8,116)	(5,214)
Investment gains/(losses)	2,163	(6,282)
<b>Closing WCT fund balance at 31 March</b>	<b>121,835</b>	<b>119,054</b>
Closing available funds*	119,293	121,429

*\*Unrealised gains/(losses) and other adjustments on investments are included within the fund value but are not available to spend.*

The investments are being monitored by CWP and the investment manager on a daily basis.

3. For the CWP Charity, the funds belonging to the Trust are mainly disclosed in the financial statements as a single, ear-marked fund. There is also a single restricted fund. However, in agreement between the Charity and the Trust, the funds are further broken down into local ear-marked or restricted funds.

## Financial activities of the Charity 2023/24 and beyond

4. The funds, and activity for 2023/24, are reflected in the table below:

Fund	April 2023 to March 2024 (£)						Commitments	Available Cash June 2024
	Cash Balance April 2023	Income	Expenditure	Investment Apportionment	Adjustment in-year	Cash Balance March 2024		
F22 General Fund	54,001	1,429	(27,820)	164	0	27,773	(23,509)	4,264
F33 Wirral Heart Support	5,055	410	(236)	18	0	5,247	(612)	4,635
F35 Palliative Care	23,655	12,599	(8,784)	85	0	27,555	(707)	26,848
F36 Community Nursing	7,000	219	(322)	24	0	6,921	(6,617)	304
F37 League of Friends of Wallasey Hospitals (restricted)	31,718	983	(2,115)	109	0	30,695	0	30,695
<b>Total</b>	<b>121,429</b>	<b>15,639</b>	<b>(39,277)</b>	<b>400</b>	<b>0</b>	<b>98,191</b>	<b>(31,444)</b>	<b>66,746</b>

*\*Expenditure includes fees, charges and administration costs. Commitments include a prior year balance and legacies totalling £21,005.*

The figures in the table above are subject to audit.

The expenditure incurred included the following highlights:

- £22,856 – Wellbeing Garden
- £2,849 – Abbott Diagnostics for reducing CVD risk
- £7,065 – various applications to support the Palliative Care team and their patients. These included Handheld Fans, Teapots, Shower caps, Christmas keepsakes and books.
- £634 – Team development day for WCT Specialist Palliative care Team
- £671 – Projector and Discs

- StaffZone has been updated previously to make the charitable funds more accessible and the Charitable Funds policy will be updated and published during 2024/25. Further work will continue with the Comms team to encourage fundraising and donations along with larger and more ambitious applications.
- A service level agreement (SLA) between CWP and the Trust has been produced. The CWP Charity currently invoices the Trust for services provided based on a percentage of funds held – the fee for 2023/24 was £5,000.

### Board action

- The Board is asked to be assured on the financial reporting arrangements for the Trust's charitable funds.

**Shameem Kalandar, Chief Financial Accountant**

07 October 2024

Terms of Reference Annual Review - Board of Directors			
<b>Meeting Title</b>	Board of Directors		
<b>Date</b>	16/10/2024	<b>Agenda Item</b>	15
<b>Lead Director</b>	Alison Hughes, Director of Corporate Affairs		
<b>Author(s)</b>	Karen Lees, Head of Corporate Governance		
<b>Action required</b> (please select the appropriate box)			
<b>To Approve</b> <input checked="" type="checkbox"/>		<b>To Discuss</b> <input type="checkbox"/>	<b>To Assure</b> <input type="checkbox"/>
<b>Purpose</b>			
This paper provides the revised Terms of Reference for the Board of Directors for receipt and approval following annual review.			
<b>Executive Summary</b>			
<p>In order for Wirral Community Health &amp; Care NHS Foundation Trust to fully discharge its responsibilities, a committee structure has been established to ensure effective control and governance arrangements are in place and that the Board of Directors receives good quality, timely information through a robust committee structure and reporting schedule.</p> <p>The board and committee structure form a key part of the governance framework.</p> <p>The annual review of the committee Terms of Reference was completed during July-August 2024, and following this the Terms of Reference for the Board of Directors was reviewed.</p> <p>The proposed changes to the Board of Directors Terms of Reference are shown in red in the attached paper.</p>			
<b>Strategic (Board Assurance Framework - BAF) and operational Risks and opportunities:</b>			
In order to discharge the duties of the board and committees effectively and provide strong leadership in all matters associated with workforce, culture and inclusion, Terms of Reference are a key governance tool; a lack of current Terms of Reference does not support a well-led organisation.			

## Quality/inclusion considerations:

Quality & Equality Impact Assessment completed and attached No.

Not applicable for Terms of Reference, however all ToRs have been assessed for AIS

## Financial/resource implications:

None Identified

**The Trust Vision** - To be a population health focused organisation specialising in supporting people to live independent and healthy lives. The Trust Objectives are:

- Populations - We will support our populations to thrive by optimising wellbeing and independence
- People - We will support our people to create a place they are proud and excited to work
- Place - We will deliver sustainable health and care services within our communities enabling the creation of healthy places

Please select the top three Trust Strategic Objectives and underpinning goals that this report relates to, from the drop-down boxes below.

Populations - Safe care and support every time	People - Improve the wellbeing of our employees	Place - Make most efficient use of resources to ensure value for money
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## The Trust Social Value Intentions

Does this report align with the Trust social value intentions? Yes.

If Yes, please select all of the social value themes that apply:

**Community engagement and support** ☒

**Purchasing and investing locally for social benefit** ☒

**Representative workforce and access to quality work** ☒

**Increasing wellbeing and health equity** ☒

**Reducing environmental impact** ☒

## Board of Directors is asked to consider the following action

To receive and approve the revised Board of Directors Terms of Reference.

To approve publication of these Terms of Reference on the Trust's Staff Zone

**Report history** (Please include details of the last meeting that received this paper, including the title of the meeting, the date, and a summary of the outcome). This provides the audit trail through the governance structure.



Submitted to	Date	Brief summary of outcome
Board of Directors for the annual review of their Terms of Reference	17 October 2023	The proposed changes were approved.





# Terms of Reference - Board of Directors

## What is the aim of the Board?

To set the strategic direction for the Foundation Trust and to be responsible for shaping the culture, setting the values and ensuring the behaviour of the Board is consistent with those values whilst maintaining high standards of corporate governance

To drive the implementation of the Trust strategy ensuring the equitable allocation of resources whenever possible to address health inequalities and improve the health of our population

To operate in a manner which accords with agreed Board behaviours and the Nolan principles of public life

To lead on the promotion of observance by the Trust of the principles of Duty of Candour for healthcare providers

To promote commitment to equality diversity and human rights within an inclusive environment for both staff and service users

## What is the purpose of the Board?

- Take corporate responsibility for all the Trust's activity
- Establish the organisation's strategic aims, taking into consideration annually the view of the Council of Governors
- Monitor progress in the achievement of strategic aims as set out in the board approved strategy for the Trust
- Monitor and review management performance to ensure objectives are met
- Ensure national policy and legislative requirements are effectively addressed and implemented (at place and system level)
- Provide leadership within a framework of prudent and effective controls, enabling risk to be assessed and managed
- Take responsibility for adding value to the organisation by promoting its success through the direction and supervision of its affairs
- Ensure an effective system of integrated governance, risk management and internal control across all clinical and corporate activities
- Ensure an effective communication channel between the Trust, Council of Governors, members, staff and the local community.



## Membership

**Chair** - \*Chairman  
**Executive Lead** - \*Chief Executive

### Voting Members:

Chair  
 4 x Non-Executive Directors  
 \*Chief Executive  
 \* Chief Finance Officer  
 \* Medical Director  
 Chief Nurse

### Non-Voting Members:

\* Chief Operating Officer  
 Chief People Officer  
 Director of Corporate Affairs  
 Chief Strategy Officer  
 Chief Digital Information Officer

Other senior employees may be invited to attend according to specific agenda items. The Lead Governor will attend to present a regular report on the work of the Council of Governors.

**NOTE: votes are always taken at Board. If a dispute arises at a committee, the decision is escalated to the board.**

*\* To the extent filled by interim placements, the post holder assumes this position*



## Quorate

One-third of the whole number of voting directors (including Chair or Deputy Chair) to be present including at least 1 Executive Director and 1 Non-Executive.

In the absence of the Chair, the Deputy Chair will take on the Chair's duties. Members should attend at least three quarters of scheduled meetings annually.



## Frequency

- Bi-monthly
- February, April, June, August, October, December.
- Meetings will be held in public. A private meeting will be held for any commercially sensitive matters.



## Governance

- Ensure compliance with FT licence, the Trust constitution and all relevant legislative and regulatory requirements
- Receive reports from the sub-committees of the Board via regularly Chairs reports
- Receive updates on the work of the Executive Leadership Team, Staff Voice Forum, Professional Forum and the Council of Governors
- Support the work of the Council of Governors
- The Board of Directors is authorised by its Terms of Reference and at the discretion of the Chairman to conduct business via a process of 'e-governance'.



## Standing agenda

- Journey of Care
- Staff Story
- Reports from Chair, Lead Governor and CEO.
- Reports from Board sub committees
- Integrated Performance Report
- Board Assurance Framework
- Invitation for public comments (by the Chair)
- Place/system updates from Place Based Partnership Board

NOTE: A schedule is in place for quarterly assurance reports and annual reports for approval

NOTE: Annually the Board will self-assess its performance and review its Terms of Reference.

Members and attendees shall abide by the following etiquette;

- **Presence** - colleagues are required to attend and contribute
- **Prepared** - colleagues must have read the papers and materials
- **Punctual** - attend in good time for the meeting to begin; and
- **Participate** - colleagues are required to engage in the discussion or debate and be prepared to challenge and be challenged, accepting differing perspectives and observing the Trust values of Trust, Open and Compassion



## Appendix 1 - E-governance process

**What is the purpose of the e-governance approval process?**

In order to facilitate the Board of Directors undertaking the business required of it, there will on occasion be a need for this to be conducted outside of its scheduled meetings in circumstances where it would not be practical to convene a meeting 'in person'.

In such circumstances the Board of Directors is authorised by its Terms of Reference to conduct business via a process of 'e-governance'.

**What are the rules to be observed?**

- The business to be conducted must be set out in formal papers accompanied by the usual cover sheets which clearly set out the nature of the business to be conducted and the proposal which members are being asked to consider.
- The papers will be forwarded by the Director of Corporate Affairs **or their nominated deputy** via e-mail to all members of the Board of Directors who, subject to their availability, are expected to respond by e-mail to the same distribution list with their views within three working days of receipt of the papers.
- For the conclusion of the Board to be valid, responses must be received from a quorum (at least one third of the whole number of voting directors) of Board membership and in instances where the approval of the Board of Directors is sought; all such responses should support the proposal.
- In the event that there is not a unanimous agreement of all responding members, the proposal shall be considered not to be approved.
- The Director of Corporate Affairs **or their nominated deputy** will summarise the conclusions reached for the agreement of the Chair and this summary will be presented to the next scheduled meeting of the Board following which it will be appended to the minutes of that meeting.

**Emergency powers and urgent decisions**

The powers which the Board of Directors has reserved to itself within the Standing Orders may in emergency or for an urgent decision be exercised by the Chief Executive and the Chairman after having consulted at least two Non-Executive Directors. This is referred to as a Chair's Action

**What are the rules to be observed?**

The exercise of such powers by the Chief Executive and Chairman shall be reported to the next formal meeting of the Board of Directors for formal ratification.