CHARITABLE PURPOSES COMMITTEE TERMS OF REFERENCE

Scope and Purpose

The Charitable Purpose Committee is a committee of the Board of Trustees of Versus Arthritis, created to exercise on behalf of the Board strategic oversight of charitable activities. Its primary role is to consider the relative balance and alignment of activities to address the needs of people with arthritis and make recommendations to the Board on the deployment of resources, whilst supporting the charity’s horizon scanning by providing a wider external perspective and intelligence.

Terms of Reference

It is the Committee’s responsibility, drawing on insight and intelligence from a variety of mechanisms, to provide strategic oversight of charitable activities and to advise the Board of Trustees on the relative balance and alignment of activities, supporting delivery of the charity’s aims, as set out in the strategy.

The main duties of the Committee shall be as follows:

1. To carry out a high level annual review of charitable expenditure and make recommendations to the Board of Trustees on the prospective year’s charitable expenditure (set in the context of three-year activity and financial modelling).
2. The Committee will align its considerations and recommendations with the agreed financial envelope, as recommended by the Finance Committee and agreed by the Board of Trustees.
3. To take account of impact of charitable activities, insofar as it is possible, when considering its recommendations, and to contribute to the development of improved impact understanding and measurement by the charity.
4. To oversee and consider horizon scanning activity on matters relating to the charity’s activities to ensure that the charity continues to keep abreast of and consider future opportunities and risks in relation to its charitable investment. The committee will also consider evidence from appropriate sources, such as the Nation Committees, the Research Sub-Committees and other sources as needed.
5. To commission specific pieces of work and advice in areas related to the work of the committee from all necessary sources, as shall be required from time to time in order to inform its recommendations to the Board.

Delegated Authority

In the following areas the Committee has full delegated authority to act on behalf of the Board of Trustees within agreed policies and procedures, subject to the Schedule of Matters reserved to the Board of Trustees:

- Procure specialist ad-hoc advice and research at the expense of the Charity, subject to budgets agreed by the Board in areas related to the work of the Committee.
• Request information from the executive in a form that enables the Committee to conduct its duties.

**Membership and Procedures**

The committee will be formed and operate within the requirements of the Regulations of Versus Arthritis.

• The Chair of the Committee shall be a Trustee and shall be appointed by the Board on recommendation of the Chair of the Board.

• In addition to the Chair there shall be minimum of 4 members (the majority of which shall be Trustees).

• The Board of Trustees shall satisfy itself that a majority of the Committee has recent and relevant experience and that appropriate skills and experience exist amongst other members to enable the Committee to review and assess the overall activities of the Charity.

• The attendance of three members of the Committee (two of which must be a Board Trustee) will constitute a quorum.

• With regard to non-Trustee members, membership of the Committee shall be for an initial term of four years, after which a member may be re-appointed for one further term.

• No employee of Versus Arthritis shall be a member of the Committee. However, the Chief Executive Officer is expected to be in attendance, accompanied by other senior executive members, as required by the agenda, to inform and participate fully in discussion.

• The Committee may ask other representatives of the Charity to attend to assist with its discussion on any particular matter.

• Decisions of the Committee shall be taken by resolution and recorded in the minutes of the meeting at which such a resolution is passed.

• In most cases decision-making will be by consensus. However, in exceptional circumstances (decided at the direction of the Chair) decision-making will be by a majority vote of Committee members present. Where there is no overall majority the Chairman will have the casting vote.

• To fulfil its duties, the committee will work with and report to, where relevant, the Finance Committee and other specialist groups to ensure coordination of activities and appropriate recommendations to board.

• Copies of the minutes of all meetings should be circulated to the Board once they have been approved by the Chair of the Committee and, where necessary, the Chair of the Committee will provide a report to the Board on and substantive matter of importance.

• The Committee shall meet at least three times a year.
• If a Committee member is absent without the permission of the Committee Chair for more than 50% of meetings each year, then that office would become vacant.

• The Committee will periodically review its effectiveness, including a review of membership and relevant skills.