



Friends of Yeatman Hospital (FOYH) Trust Management Structure and Terms of Reference

Introduction

The FOYH Trust exists to fulfil its charitable purposes, or Objects¹. The main work of the Friends' Trust is conducted by the Executive Committee, which is ultimately responsible for the decisions and actions of the charity. The Executive Committee is supported by three sub-committees/teams which produce specific outputs, develop assurance reports and make recommendations for action to the Executive Committee. The three committees/teams which support the Executive Committee are:

- a) Strategy Committee
- b) Governance Committee
- c) Marketing and Communications Team

The Executive Committee, and trustees as a whole, have a collective responsibility for decisions. Sub-committees do not have delegated powers and advise and support the work of the Executive Committee.

Executive Committee – Terms of Reference²

The Executive Committee provides oversight and direction, with a focus on strategy, performance and assurance, to fulfil the Trust's charitable Objects, using recommendations and outputs from the Strategy and Governance Committees and the Marketing and Communications Team. The Executive Committee (EC) agrees a Budget and five-year Strategy, periodically reviews the Friends' charitable Objects, Governance arrangements, Marketing Strategy and the external environment to ensure FOYH and its Objects, stay relevant, sustainable and valid. The Executive Committee safeguards and champions FOYH's reputation and promotes confidence in the work of the Yeatman Hospital.

Measures of effectiveness:

Principle 1 Organisational Purpose

- All Trustees have a shared understanding of and commitment to the purpose of the Friends' and can explain the charity's public benefit (Charity Commission Code ref:1.3)

¹ The terms 'Objects', 'Charitable Purpose' and 'Aims' are synonyms within this document
² Charity Governance Code pp8-23

- The Executive Committee measures and assesses results, outputs and outcomes and can demonstrate that the Friends' are effective in achieving its Purpose (1.4)
- A Strategy is agreed which sets out a 'road map' to achieve the Trust's charitable Objects and sets out the desired outputs, resources, outcomes and impacts. (1.3.2)
- Evidence that the external environment has been analysed and there is a plan for sustainable growth (1.5)
- Evidence that the Executive Committee considers the benefits of partnership working and recognises broader responsibilities towards communities; acting on them in a manner consistent with the Trust's purpose and values (1.52, 1.53)

Principle 2 Leadership

- The EC and individual trustees take collective responsibility for its decisions (2.4.1) and welcomes and respects diverse trustee contributions and views (2.5.2)
- The Chair provides leadership with prime responsibility for ensuring the FOYH has agreed structures, processes and trustees and staff who are effective and add value. (2.4.2)

Principle 3 Integrity

- The EC maintains the Friends' reputation and ensures Trustees adopt and adhere to a suitable code of conduct (3.4.1)
- The EC considers how the charity is perceived using marketing and communications team advice and ensures that the Friends operate responsibly and ethically. Registers of interests, hospitality and gifts are made available to stakeholders and conflicts of interests are disclosed (3.5)

Principle 4 Decision Making, risk and control

- The EC produces an Annual Report.
- Evidence of oversight of the Strategy and Governance committees and Marketing and Comms Team
- The EC has a sound decision making and monitoring framework which helps the FOYH deliver its purpose and review a range of financial and non-financial risks (4.2)
- Evidence that policies and procedures are regularly reviewed (4.5.5) and good employment practices for staff, and national guidelines for safeguarding and recruitment of volunteers are followed.
- Evidence operational budgets and plans are in line with the Friends' purpose (4.6.1/2)
- Evidence the EC regularly reviews specific significant risks and makes plans to mitigate and manage these properly (4.7.2) Principle 5 Board effectiveness
- The EC regularly discusses its effectiveness and ability to work as a team, and considers the composition and mix of skills, knowledge and experience within each of the committees.
- There is a formal, transparent and rigorous process to appoint new trustees and staff.

Principle 6 Diversity

- The EC's approach to diversity supports its effectiveness, leadership and decision making
- Volunteer recruitment and safeguarding is reviewed regularly.
- There is evidence the Chair asks for feedback about how meetings can be more accessible and inclusive

Principle 7 Openness and Accountability

- The Friends' identifies key stakeholders with an interest on the charity's work and ensures there is a strategy for regular and effective communication with these stakeholders about the charity's purpose, work and achievements including information that enables them to measure the Friends' success in achieving its Objects. (7.5.1/2)
- The EC makes sure there is suitable consultation with stakeholders about significant changes to the Friends' services or policies (7.55) and clear processes for handling complaints (7.6.2)
- The EC ensures there are clear, accurate and up to date Membership records which are kept in accordance with GDPR and data protection legislation (7.7.1)

Strategy Committee - Terms of Reference

The Strategy Committee reports to the EC and is responsible for providing advice and assurance about strategic direction to ensure that Friends develop and support programmes of work and projects that meet our Objects within the Hospital and the wider community.

The Strategy Committee will

1. Prepare a Five-year Strategy for the Executive Committee
2. Prepare an Annual Budget for the Executive Committee
3. Continually monitor the Budget throughout the financial year.
4. Monitor and advise on Investments
5. Advise and make recommendations to the Executive Committee on:
 - a. Dorset Health Care Trust's future for the delivery of medical services as they may affect the Yeatman Hospital
 - b. Dorset Health Care Trust's infrastructure plans for the Yeatman Hospital and the impact they may have on YH patient's experience and consider options for Friends contributions
 - c. Dorset Health Care Trust's capital project plans for the Yeatman Hospital and the Friends contributions
 - d. Matron's projects for patients benefits and other projects not covered by Dorset Health Care Trust's plans
 - e. Relationships with other medical charities and agencies
 - f. Requests for changes to the Executive Committee Objects and charitable purposes.

Measure(s) of effectiveness:

- Accurate and timely Annual Budget and recommendations is prepared by the Strategy committee for the Executive Committee (EC)
- Evidence of Budget Monitoring and recommendations through the year to the EC
- Evidence of regular review of the sustainability of income sources and investment and their impact on achieving the charitable purposes
- Evidence the Strategy Committee regularly considers information from other similar organisations to compare or benchmark performance. (4.6.4)

Governance Committee – Terms of Reference

The Governance Committee is responsible for overseeing the Trust's Governance arrangements with responsibility for oversight of risk management, safeguarding and the appointment, tenure and conduct of trustees and Friends' volunteers.

The Governance Committee will:

1. Maintain oversight of the Trust's Constitution and Objects

Measure(s) of effectiveness²:

The Executive Committee will

- periodically review the trust's charitable purposes and the external environment to make sure that the FOYH and its purpose, stay relevant and valid and make recommendations to the EC
- ensure that the FOYH Trust follows the law and adheres to the Nolan Principles of public life (3.4.3)

2. Set in place effective governance arrangements to provide assurance to the Executive Committee that the Trust is meeting its charitable purposes and that these are being delivered effectively and sustainably

Measure(s) of effectiveness:

The Executive Committee will

- evaluate FOYH's impact by measuring and assessing results, outputs and outcomes
- ensure trustees adopt and adhere to a suitable code of conduct that sets out expected standards of probity and behaviour (3.4.1)
- regularly monitor performance using a consistent framework and checks performance against delivery of the charity's strategic aims and budget. It has structures in place to hold staff to account and support them in meeting these goals (4.6.2)

3. Establish processes and a sound monitoring framework to ensure the Executive Committee is independent in its decision making and that decisions are recorded and voted on (4.2)

Measure(s) of effectiveness:

The Executive Committee will

- set in place measures to ensure that Trustees disclose any real or potential conflicts of interest to the Executive Committee and that these are dealt with in line with the Constitution. (3.5.2)
- ensure conflicts of Interests are declared and reviewed regularly (3.1) (3.5.2)
- Ensure a register of interests, gifts and hospitality is kept and reviewed regularly in line with the agreed policy on disclosure (3.5.3/4)

4. Review/have oversight of the Terms of Reference of the Trust's committees and working groups

Measure(s) of effectiveness:

² From Charity Governance Code Principles pp8-23

The Executive Committee will

- Ensure that its committees have suitable terms of reference and that:
 - i. these are reviewed regularly
 - ii. committee membership is refreshed regularly and does not rely too much on people (4.5.3)
- Keep oversight of committees, staff, volunteers and contractors (4.4)

5. Maintain procedures for the appointment and tenure of trustees and officers Including:

- Identification of the balance of skills, diversity and experience required for an effective board
- Development and monitoring of trustee and officer job description(s)
- Provision of appropriate trustee induction, safeguarding checks, and training
- Recommending a course of action to the Executive Committee where a complaint has been made against a trustee
- Advising on tenure

Measure(s) of effectiveness:

The Executive Committee will

- Develop role descriptions defining responsibilities for trustees that differentiate those of the chair and other officer positions and outline where these roles relate to staff. (2.4.4)
- Make clear the expected time commitment before nomination or appointment and again on acceptance of the post (2.6.1)
- Ensure where trustees are also acting as volunteers that they are clear about the capacity they are acting, what they are not authorised to do and to whom they report (2.6.2)
- Appoint trustees and officers on merit against objective criteria and considering the benefit of diversity. (5.7.2) (6.4.1/ 6.4.3)
- Recognise, respect and welcome diversity (2.5.2)
- Ensure trustees and officers are appointed for an agreed length of time (5.7.4)

6. Ensure a process is in place to review significant risks to FOYH and to mitigate and manage these effectively

Measure(s) of effectiveness:

The Executive Committee will

- Identify, prioritise and recommend actions to the EC to manage or reduce risks and review the effectiveness of the charity's approach to risk at least annually (4.7.2/3)
- Recommend measures to the EC so that the Friend's approach to risk is disclosed in its Annual Report and suitable auditors are appointed (4.7.4,4.8.1)

Communication and Marketing Team – Terms of Reference

The Communications and Marketing Team is responsible **for** overseeing two-way communication between the FOYH and our stakeholders and **implementing** and **monitoring** a focused Marketing Strategy to build trust and confidence in the work of the charity in line with our values and Purpose.

The Marketing and Communications Team will:

1. Ensure there is regular and effective communication with stakeholders about the charity's purposes, values, work and achievements.
 - Maintain and increase public profile of the Friends, its work, people and achievements across all stakeholders, through traditional and social media outlets.
 - Establish a regular programme of communication activity to support existing and new fundraising activities.

Measure(s) of effectiveness:

The Marketing and Communications Team will:

- Implement the Marketing Strategy
 - Make recommendations to the EC for effective communication in building public trust and confidence (7.3)
 - ensure there is a clear process for regular and effective communication with stakeholders about the charity's purposes, values, work and achievements including information that enables them to measure FOYH's success in achieving its purposes (7.5.2)
2. Look for, and take into account, stakeholders' views on key issues and monitor complaints and compliments

Measure(s) of effectiveness:

- Ensure there is suitable consultation with stakeholders about significant changes to FOYH services or policies and report outcomes to the EC (7.5.5)
 - Receive and monitor regular feedback about complaints and compliments (7.6.1/7.6.2)
3. Work with the Trustee-Friendship to ensure the development and maintenance of clear, accurate and up to date membership records.

Measure(s) of effectiveness:

- Receive clear, accurate and up to date membership records. (7.7.1)
4. Develop a process for dealing with media enquiries
 - Ensure media enquiries will be directed to the Marketing and Communications Team and that media interviews are subject to the Marketing and Communications Team Chairman's approval after consultation with the Friends' Chairman.
 - Act as Professional advisors and barrier against negative influences
 - Ensure Friends Chairman, Vice-Chairman and Marketing and Communications Team Chairman will be the public face of the Friends.
 - Ensure Media statements will be issued subject to Marketing and Communication Team Chairman approval after consultation with the Friends' Chairman.
 - Lead in working with external marketing agencies/services.
 - Respond positively and promptly in the event of an emergency.

Measure(s) of effectiveness:

- Number of media enquiries and media statements through correct channels

- Swift response in the event of an incident.

5. Develop Friends' Brand including oversight of all marketing

- Website
- Newsletters
- Letterheads
- Promotional material such as the old Yellow Joining Form

Measure(s) of effectiveness:

- Annual review of Friends' Brand and visibility/accessibility of information across all media platforms
- Increased website 'hits', Facebook 'likes' and enquiries
- Achievement of outcomes of Marketing Plan

6. Engage with and foster relationship with local businesses and create sponsorship opportunities

- Increase Corporate fundraising and sponsorship opportunities
- Engage with the Business Community through new and innovative opportunities
- Work with stakeholders and corporate clients to identify and attract legacy gifts.

Measure(s) of effectiveness:

- Achievement of outcomes of Marketing Plan

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