

National Rehabilitation Hospital

Terms of Reference – Finance, Remuneration & General Purposes Committee

Note:

Under Article 9 of the **Constitution of the National Rehabilitation Hospital** enacted as of 1st January 2007 by the Provincial Leader of the South Province of the Religious Congregation of the Sisters of Mercy, the Board of Management of the Hospital may set up and delegate specific powers to one or more sub-committees comprising such numbers of the Board or partly of such members and partly of other persons whom the Board may consider suitable for any particular purpose. The Board is required to clearly define the authority and powers of any sub-committee so formed.

In these Terms of Reference:

“the Committee” means the Finance, Remuneration & General Purposes Committee.

“the Hospital” means the National Rehabilitation Hospital.

“the Board” means the Board of Management of the Hospital.

1. Membership

- 1.1. Members of the Committee shall be appointed by the Board. The Committee shall be made up of at least 5 members. The Chairman of the Board shall be the Committee Chairman.
- 1.2. All members of the Committee shall be members of the Board, at least one of whom shall have recent and relevant financial experience.
- 1.3. Only members of the Committee have the right to attend Committee meetings. However, other individuals such as other Board members, the Chief Executive, the Deputy Chief Executive and the Financial Controller, may be invited to attend all or part of any meeting as and when appropriate.

2. Secretary

- 2.1 The Secretary to the Board or his / her nominee shall act as the Secretary of the Committee.

3. Quorum

- 3.1 The quorum necessary for the transaction of business shall be 2 members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.
- 3.2 Attendance at a meeting may include attendance via teleconferencing facilities or in such manner as the Committee may determine.

4. Frequency of Meetings

- 4.1 The Committee shall meet at least six times in each year and otherwise as required.

5. Notice of Meetings

- 5.1. Meetings of the Committee shall be convened by the Secretary of the Committee at the request of the Chairman of the Committee.
- 5.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Committee, any other person required to attend, no later than three working days before the date of the meeting. Supporting papers shall be sent to Committee members and to other attendees as appropriate at the same time.

6. Minutes of Meetings

- 6.1. The Secretary shall minute the proceedings and resolutions of all meetings of the Committee, including recording the names of those present and in attendance.
- 6.2. The Secretary shall note, at the beginning of each meeting, the existence of any conflicts of interest and minute them accordingly.
- 6.3. Minutes of Committee meetings shall be circulated promptly to all members of the Committee.
- 6.4. Agreed and signed minutes of each meeting shall be available for inspection, by all members of the Board, in the Chief Executive's office.

7. Annual General Meeting

- 7.1 The Chairman of the Committee, or his / her nominee, shall attend the Annual General Meeting prepared to respond to any questions on the Committee's activities.

8. Duties

The Committee shall carry out the duties below for the Hospital:

8.1 Main Duties

- 8.1.1. The main duty of the Committee shall be to review matters of a strategic financial nature and major corporate issues, for example
 - (a) The annual service / provider plan;
 - (b) The financial accounts;
 - (c) Long-term financial strategy including remedial action in relation to budget difficulties;
 - (d) Major adverse events including high profile events and ad hoc investigations.
- 8.1.2. Specifically, the Committee shall keep under continual review:
 - (a) The annual budget following the allocation from the HSE;
 - (b) The monthly management accounts, comparing expenditure against budget, and projected year end outturn;
 - (c) Major Capital Development Projects, for example, the new hospital;

(d) any developments which have financial or other major implications for the Hospital, for example strategic partnership agreements currently with ATG LTD trading as Ability Matters.

8.1.3. The Committee shall also assist in ensuring that:

The Remuneration policies and practices of the Hospital comply with the particular requirements of public pay policy and any specific directions or instructions of the Executive.

8.2 Reporting Responsibilities

8.2.1. The Committee Chairman shall report formally to the Board on its proceedings after each meeting on all matters within its duties and responsibilities.

8.2.2. The Committee shall make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.

8.3 Other Matters

The Committee shall:

8.3.1. Have access to sufficient resources in order to carry out its duties, including access to the Hospital's secretariat for assistance as required;

8.3.2. Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members;

8.3.3. Oversee any investigation of activities which are within its terms of reference;

8.3.4. Once a year, review its own performance, and terms of reference, to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.

9. Authority

The Committee is authorised:

9.1. To seek any information it requires from any employee of the Hospital in order to perform its duties;

9.2. To obtain, at the Hospital's expense, outside legal or other professional advice on any matter within its terms of reference; and

9.3. To call any employee to be questioned at a meeting of the Committee as and when required.