



Finance, Performance, and Productivity Committee (FPP)

Terms of Reference

1. VALUES

The Committee will role model the Trust values:

Compassionate

- Supporting recovery for all and maintaining hope for the future
- Being kind to others and myself
- Showing empathy for others and appreciating vulnerability in each of us.

Inclusive

- Treating people fairly, with dignity and respect
- Challenging all forms of discrimination
- Listening with care and valuing all voices.

Committed

- Striving to deliver the best work and keeping patients at the heart
- Taking responsibility for my work and doing what I say I will
- Courage to question to help us learn, improve, and grow together.

2. AUTHORITY

- 2.1 The Finance, Performance and Productivity Committee (“**FPP**”) is constituted as a Standing Assurance Committee of the Board. Any amendments to its constitution and terms of reference as set out below, must be subject to approval by the Board of Directors.
- 2.2 The Committee is authorised by the Board of Directors to request the attendance of individuals and authorities from within and outside the Trust with relevant experience and expertise as it considers necessary.
- 2.3 The Committee is authorised to carry out any function within its terms of reference. FPP is an assurance committee of the Board of Directors only, i.e., it is part of the governance of the Trust’s provider arm.
- 2.4 The Committee has strategic oversight function for related risks on the Trust’s Corporate Risk Register (CRR) and BAF and will seek and provide assurance to the Board that all risks on the Trust’s CRR and BAF which could inhibit the achievement of the Trust’s operational and strategic objectives linked to the ‘Sustainability’ priority, are effectively and robustly mitigated and managed.



3. PURPOSE

- 3.1 The primary purpose of the Committee is to provide assurance on finance, performance and productivity systems and processes and to approve any business cases in line with the SFI's and scheme of delegation.
- 3.2 To seek any and all explanations and information it requires from any employee or contractor of the Trust to achieve the Committee's purpose.
- 3.3 To ensure and assure on behalf of the Board that the Sustainability stream of the Trust's Strategy (2024/25) is being delivered:
- Balancing the books
 - Transforming with digital
 - Caring for the environment
 - Good governance
 - Changing through partnerships.
- 3.4 To lead on monitoring of controls and assurance related to the "Sustainability" sections of the Board Assurance Framework and to assure itself that any strategic and operational risks aligned to the delivery of the 'Sustainability' priority are effectively mitigated and managed.

4. DUTIES

- 4.1 To receive assurance regarding the Trust's medium- and long-term financial strategy and financial health, including consideration and endorsement of financial plans and budgets for approval by the Board.
- 4.2 To approve business cases in line with authority limits defined by the scheme of delegation or to make a recommendation to the Board for matters reserved to Board. The Committee will expect assurance that there has been full and proper consideration of the quality implications of any business case coming to the Committee for approval or review.
- 4.3 To consider savings targets and plans and endorse them for approval by the Board, including assurance of progress against the cost improvement programme.
- 4.4 To consider the Trust's approach to tax and promote financial sustainability, innovation and transformation while ensuring that the Trust's purpose and strategy are being pursued in a cost-effective manner and achieving value for money.
- 4.5 Undertake detailed scrutiny of Trust's financial and performance information, including performance against the cost improvement programme and the capital investment programme and through detailed review of the Integrated Performance Report (IPR).



- 4.6 To approve and keep under review the Trust's investment strategy and policy.
- 4.7 To receive regular reports and insights regarding organisational performance in a form determined by the Committee, including external benchmark information as an aid to improving overall performance and productivity of the Trust.
- 4.8 To review and approve 'Significant Transactions' within its delegated limits from the Board and review, scrutinise, advise on and recommend 'Significant Transactions' above its delegated limits to the Board.
- 4.9 To scrutinise and challenge financial information and service redesign plans and ensure that any potential impact on quality is fed back to QPES.
- 4.10 To seek assurance regarding the strategic direction and operational delivery of the digital agenda, its impact on users and plans for sustaining it.
- 4.11 Where there are any concerns regarding finance, planning, performance and productivity, the committee is authorised to seek assurance that the concerns have been investigated, corrective action taken, and lessons learnt.
- 4.12 To review and advise on the Trust's strategic business development and planning approach, including strategic intentions. This includes consideration of any relevant, significant business development proposals.
- 4.13 To approve policies appropriate to the work of the Committee, as defined by the Policy for Management of Policies.

5. MEMBERSHIP AND ATTENDANCE

Members

- 5.1 The membership of the Committee will be:
 - Bal Claire - Non-Executive Director (Chair)
 - Peter Axon - Non-Executive Director (Deputy Chair)
 - Winston Weir - Non-Executive Director
 - Nick Moor - Non-Executive Director
 - Executive Director of Finance
 - Deputy CEO & Executive Director of Strategy, People & Partnerships
 - Executive Director of Operations

In Attendance

- 5.2 The following will be standing attendees of the Committee:
 - Deputy Director of Finance
 - Company Secretariat/Company Secretary
 - Associate Director of Corporate Governance
 - Associate Director of Comms and Marketing



- Chairs of the sub-committees which report into the FPP (i.e. (P&DSC), and the Capital Review Sub-Committee)

5.3 Designated Deputies

No	Exec Membership	Designated Deputy
1	Executive Director of Finance	Deputy Director of Finance
2	Deputy CEO & Executive Director of Strategy, People & Partnerships	Head of Strategy, Planning and Business Development
3	Executive Director of Operations	Deputy Director of Operations

- 5.4 All members have one vote. In the event of votes being equal the Chair of the Committee has a casting vote.
- 5.5 In the absence of the Chair of the Committee, the Deputy Chair will chair the meeting.
- 5.6 Other members of the Board can attend meetings if they indicate to the Chair of FPP, in advance, of their intention to do so.
- 5.7 Where members are unable to be present, they are entitled, and, in the case of Executive Directors, expected to nominate a deputy to attend on their behalf. These attendees will not assume temporary voting rights.
- 5.8 Members are expected to make every effort to be present at all Committee Meetings. There will be 10 meetings in a financial year, however, members will be expected to attend at least 70% of the total number of meetings.
- 5.9 The Company Secretary shall keep a register of attendance of all members as per this ToR.
- 5.10 Meeting attendance will be reviewed by the Committee Chair annually.

6. QUORACY

- 6.1 The meeting will be considered quorate with 4 Committee members, including two non-executive director and two executive directors. These could be designated deputies attending on behalf of substantive members. Designated deputies can only represent substantive members twice in any rolling year with any departures due to exceptional circumstances subjected to rigorous scrutiny and agreement by the Committee.

7. DECLARATION OF INTERESTS

- 7.1 All attendees must declare any actual or potential conflicts of interest in advance. These must be recorded in the minutes. However, if a member is conflicted with an item on the agenda, the Chair shall adopt a sensible and pragmatic approach in managing conflict during the meeting as they may



permit the conflicted member to participate and contribute to the debate and discussions on the item (so as to inform better decision-making) but abstain or recuse themselves from any related voting. (Check section 3.12 – Managing conflict of interests during meetings in the Trust’s Declaration of Interest Policy for more details).

8. MEETINGS

- 8.1 Meetings will be held 8 to 10 times per year.
- 8.2 Meeting dates will be agreed annually in advance by the members of the Committee.
- 8.3 The agenda of every Committee meeting will include as a standing item a review of how effectively it has discharged its business.

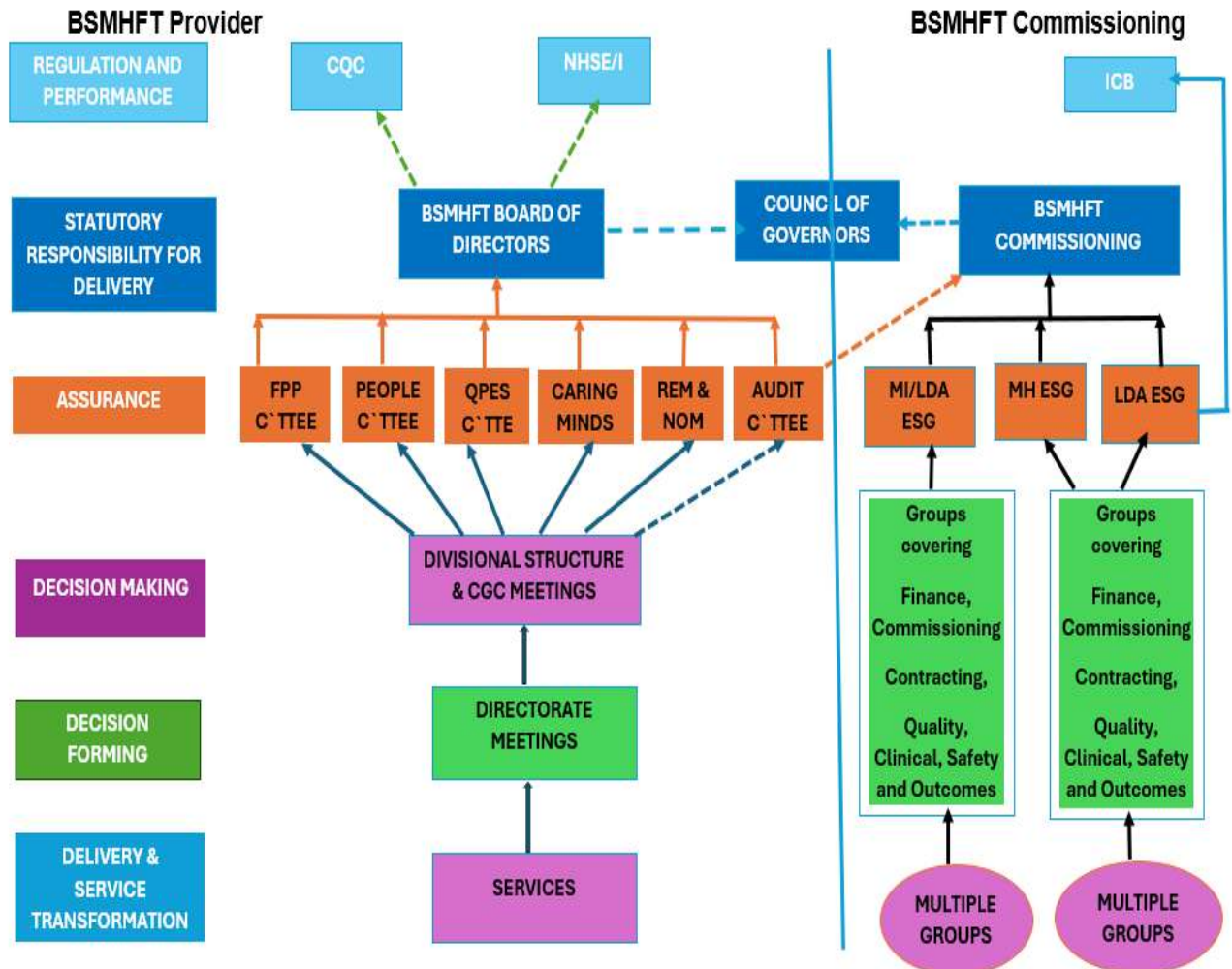
9. ADMINISTRATION

- 9.1 The meeting will be closed and not open to the public.
- 9.2 The Company Secretary will ensure there is appropriate secretarial and administrative support to the Committee.
- 9.3 The Associate Director of Corporate Governance/Company Secretary will be responsible for updating the Committee’s cycle of business, with input from the Executive Director of Finance and Executive Director of Operations, for agreement with the Chair of the Committee.
- 9.4 Prior to each meeting, the Company Secretary will organise an agenda setting meeting as per the FPP annual calendar of meetings, this will bring together the Chair and Executive Director of Finance to establish and agree the draft agenda which will be timely circulated for papers to be crafted.
- 9.5 Any issues with the agenda must be raised with the Committee chair for advice prior to the final papers and bundle being circulated.
- 9.6 All reports, papers and the bundle including the agenda, action log and minutes must be circulated at least 5 working days before the meeting.
- 9.7 An action log and minutes will be compiled during the meeting and circulated within 5 working days of the end of the meeting.
- 9.8 Any issues with the action log or minutes will be raised within 5 working days of issue.



10. Governance Structure

a. BSMHFT Provider and Commissioning Governance structure



11. REPORTING AND RELATIONSHIP WITH OTHER COMMITTEES

11.1 The Committee Chair will provide a Committee Assurance Report (Triple 'A' Report) for the next meeting of the Board. This will seek to amongst others 'Alert', 'Assure' and 'Advise' the Board as well as describe any major issues that were discussed by the Committee, and the level of assurance that was received through papers and oral testimony.

11.2 The Committee will provide exception reports to the Audit Committee as the lead committee for governance and risk.

11.3 The Committee where applicable, will receive exception reports from QPES on concerns which have been raised about potential impact on quality of financial plans. Conversely, and where applicable, exception reports will be reported to



QPES on issues the committee needs to draw to its attention about the impact on quality from issues emerging from discussions.

- 11.4 Overlap between QPES, PC and FPP business will be provided through an attendee at QPES meetings providing a verbal update to FPP. Attendees at QPES, PC and FPP will ensure the need for an integrated approach so that impact issues are not lost, and papers to committees will need to indicate
- 11.5 The Committee will review their effectiveness on an annual basis, through an annual self-assessment, reporting the outcome of the review to the Board of Directors.
- 11.6 The Committee Chair will present to the Council of Governors (CoG) annually a report on the work of the Committee. FPP Chair's Assurance Report(s) will be presented by the Chair to the CoG as per its Forward Plan.
- 11.7 The Committee will have two sub-committees i.e. Planning & Delivery Sub-Committee (P&DSC), and the Capital Review Sub-Committee which shall regularly report into it via Chair's Assurance (Triple A) Reports.

12. REVIEW

12.1 These terms of reference are to be reviewed at least annually.

Date Reviewed: November 2025

Date Approved by the FPP: 20th November 2025

Date Ratified by the Board: 3rd December 2025

Date of Next Review: November 2026

Version: 3.3