

STRATEGIC INVESTMENT COMMITTEE
Terms of Reference

ACTIVE BLACK COUNTRY LIMITED
a company limited by guarantee and without a share capital
Company Number 14537800

1. Remit

- a) The Strategic Investment (SI) Committee is established under the powers committed to the Active Black Country Limited (ABC Ltd) Board of Trustees (the Board) under Article [number] of the Charity's Articles of Association dated [date].
- b) The terms of reference of the ABC Ltd SI Committee (including any relevant delegated authority) are to be reviewed and approved annually by the Board.

2. Scope & Functions

- a) The key functions of the ABC Ltd SI Committee are:
 - i. to support the Board through robust assurance regarding the programme investment for which ABC Ltd is the accountable body. Ensuring this investment delivers maximum value, meeting the criteria determined by the committee and the desired strategic objectives and evaluation & learning outcomes for ABC Ltd & local partners.
 - ii. to provide reports to the Board to understand local partner need and community voice in greater detail; ensuring this is reflected in the future decision-making process of the Board.
 - iii. to carry out such other functions as are set out in these terms of reference.

3. Responsibilities

- a) The ABC Ltd Strategic Investment Committee is to have the following responsibilities (and any other responsibilities which the ABC Ltd Board may allocate to the SI Committee from time to time) and the delegated authority to carry out the tasks listed:
 - i. To monitor & review the implementation and progress of programmes & related investments for which ABC Ltd is the accountable body for; ensuring the delivery supports the objectives outlined in 'Creating an Active Black Country,' ABC Ltd charitable objects and Local Authority strategic priorities.
 - ii. Define the headline criteria specific to the Black Country for any programme or grant investment that Active Black Country Ltd is the accountable body for.
 - iii. On an ongoing basis monitor & review the annual ABC implementation plan and local place-based actions plans, in turn to advise the ABC Board of the progress, impact, and key learnings from collaborative partnerships & interventions.

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- iv. Identify opportunities for identification, allocation and sharing of financial resources with funders and partners to ensure allocation of funding is ancillary & complementary, and realise strategic objectives across Black Country partners for the benefit of local communities and meets the desired outcomes for a range of separate funders.
- v. Propose recommendations to the ABC Board on future investment priorities and strategic need to shape future collaboration, design of interventions and investment criteria.
- vi. Review the progress made, through any allocated investment, against the outcomes and learning goals outlined in the evaluation & learning framework, in addition to key performance indicators included in the respective grant funding agreements.
- vii. To conduct a review of the agreed annual programme budget profiles and determine any reprofile to budgets to support strategic objectives and meet the investment criteria outlined in respective grant funding agreements.
- viii. Receive reports from Community Partners who are in receipt of investment on the impact and need across local communities.
- ix. To make best use of freely available data sets to supplement local intelligence, shape delivery of strategic priorities.

4. Membership

- a) The ABC Ltd SI Committee is to comprise:
 - i) 3 Committee Members who are independent Trustees of ABC Ltd; and,
 - ii) Up to 4 Local Authority representatives.
 - iii) Up to 3 Local Community representatives
- b) All Members of the SI Committee are to have relevant skills and experience in one or more of the following areas: local government, people, community or social development, community, financial management, risk management, and/or regulatory compliance.
- c) On a case-by-case basis funders, agencies and/or partners will be invited to attend specific meetings should the need arise to support discussions under 3 vii & viii.
- d) The appointments of all SI Committee Members are subject to approval by the ABC Ltd Board.
- e) Each SI Committee Member is appointed for a term of 3 years, and may be appointed for a second term of up to 3 years.
- f) All non-ABC Board representatives are in place on an invitational basis determined by the respective position each nominee holds within the partner organisation.

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- g) The ABC Ltd Board is to appoint one of the Committee's independent Trustee Members, with appropriate skills and experience, to be the Chair of the SI Committee.
- h) Staff attendees at meetings of the SI Committee are to be the ABC Ltd Chief Executive Officer and/or another staff member of the Senior Leadership Team.

5) Proceedings

- a) The Chair of the SI Committee is to call a meeting of the Committee usually 4 times each year, setting out the time, date, venue, and agenda for the meeting.
- b) SI Committee meetings are usually to take place face-to-face, but may take place by electronic means when necessary.
- c) The Independent Trustees of ABC have full voting rights.
- d) 2 Independent ABC Members of the Committee are required as a quorum for a meeting of the Strategic Investment Committee.
- e) If the Committee Chair is absent for any reason, the Committee may choose one of the ABC Independent Trustees to chair the meeting.
- f) Decision taking is to be usually by consensus. If a vote becomes necessary, such vote is to be by show of hands, with the chair of the meeting having a casting vote in the event of a tie.
- g) The SI Committee may only incur expenditure on behalf of the Charity within budget amounts previously agreed by the Board.
- h) SI Committee Members are to be entitled to claim travel and accommodation expenses for reimbursement in accordance with the Charity's Travel & Expenses Policies.
- i) The independent non-Trustee Members of the SI Committee are to sign up, and adhere, to the ABC Ltd Board Code of Conduct (except insofar as the Code of Conduct relates to the specific duties of legal Trustees of the Charity).

6) Reporting

- a) The SI Committee is to maintain written minutes of its meetings.
- b) The Chair of the SI Committee is to provide a written report (which may be in the form of the ARG Committee meeting minutes) to the Board at least 4 times per year.
- c) The ABC Board is to invite the Chair of the SI Committee to make a presentation to the Board on the Committee's work at least once a year, and at such other times as the Board may request.
- d) Partner representatives may request the Chair of the SI Committee to make a presentation to respective committees/boards or other governance sub structures at least once a year.

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- e) Partner representatives may request the Chief Executive Officer of ABC Ltd to attend/make presentation to respective committees/boards or other governance sub structures on a unlimited basis.

These Terms of Reference were approved by the ABC Ltd Board on [date]

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