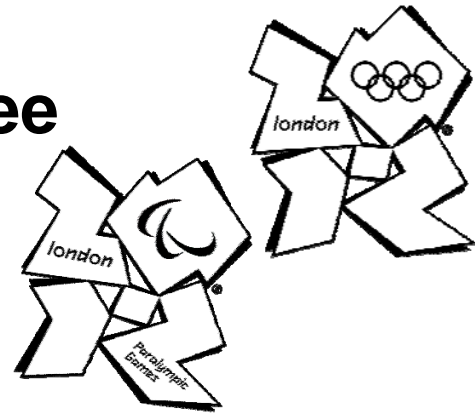


ODA Finance Committee

Standing Orders and Terms of Reference



Constitution and Membership

1. The Finance Committee shall be constituted, and its membership determined, by resolution of the Board who shall appoint the Chairman of the Committee (“the Chairman”). The Committee shall comprise members of the Board and up to three co-opted expert external members. The external members will be appointed by the ODA Board subject to the consent of the Secretary of State for a period as agreed by the ODA Board but not to exceed 3 years.
2. At a meeting of the Board on 25 January 2007 it was resolved that a Finance Committee be established. The Board Members of the Finance Committee agreed by the Board are Sir Roy McNulty, Neale Coleman, Christopher Garnett, and Kumar Muthalagappan.
3. This list will be amended from time to time to reflect changes to the composition of the Finance Committee.
4. The Finance Committee will be chaired by Sir Roy McNulty.
5. The Finance Committee will be provided with a secretarial function by the Board Secretary.

Meetings

6. The Committee shall meet at least four times a year, at such times and places as the Board or Committee shall from time to time determine.
7. The Chairman may convene or request the Secretary to convene a meeting at any time.
8. At a meeting the Chairman shall preside. If the Chairman is absent the committee members in attendance shall choose one of their number to preside for that meeting.

9. The quorum for meetings shall be 3 Committee members of whom at least 2 must be ODA Board Members; but until at least 2 external Members have been appointed, the quorum shall be 2 Committee members.
10. The provisions of paragraph 28 of Standing Order 1 shall apply to meetings and proceedings of the Finance Committee.
11. The Chief Executive as Accounting Officer will normally attend meetings of the Committee, with the Finance Director. Board members who are not members of the Committee shall be entitled to attend, but not vote at, meetings of the Committee. Other Officers may attend meetings at the direction, or invitation of the Chairman.

Authority

12. The Finance Committee is an advisory body with no executive powers. It is authorised by the Board to investigate any activity within these terms of reference and to seek any information it requires from staff, who are directed to cooperate with the Committee in the conduct of its enquiries.

Terms of Reference

13. The Committee has three prime functions:
 - a) To review and challenge financial plans and positions, including:
 - budgets (lifetime, projects, annual)
 - actuals and estimates to completion, against budget;
 - b) To review the use of resources and, in particular, ODA running costs and the utilisation of the Delivery Partner, to ensure that value for money is achieved; and
 - c) To assist the Audit Committee and the Board in ensuring that the ODA meets the highest standards of financial management and accountability for the use of public funds.

Duties

14. The Finance Committee shall have the following duties:
 - a) to review the periodic financial reports and projections, paying particular attention to critical financial and budgetary control issues; financial strategy decisions requiring a major element of judgement; and to make recommendations to the Board as appropriate;
 - b) to request and review reports into any financial aspect of the ODA's operation, projects or activities and in particular to review and ensure the

key financial performance targets of the organisation are achieved in the most economic, efficient and effective manner.

- c) to ensure that the finance function is appropriately resourced and meets, or exceeds, best professional practice.

15. In particular, the Committee will:

- review and advise the Board on the ODA's annual and long term financial position;
- commission special investigations on matters of particular concern relating to financial issues; and
- to consider any other matters where requested to do so by the Board.

Amendment

16. The above terms of reference may be altered and amended from time to time by express resolution of the Board of which notice shall have been given in the meeting notice at which they are proposed.