



Governance and Risk Committee

Terms of Reference

1. Status

The Governance and Risk Committee is a sub-committee of the EEUK Board of Directors to which it reports and is accountable.

2. Purpose

The principle aims of the Committee are to:

- a. Review policies and procedures, financial and nonfinancial risks.
- b. Advise the Board of likely reputational, regulatory, and financial risks to EEUK.
- c. Ensure good governance and business planning is satisfactory considering the internal and external environment.
- d. Provide additional reassurance on the financial stability of EEUK.
- e. Ensure that the Committee's activities support the strategic and operational objectives of EEUK.

3. Key Responsibilities

In support of its purpose the Committee will:

- a. Review the effectiveness of controls held to manage risk on an ongoing basis and annually update the risk register and any associated management processes.
- b. Support business planning process and monitor performance related indicators.
- c. Oversee the financial position and the production of the annual accounts, making appropriate recommendations to the Board.
- d. Recommend accountants and banking facilities, including access to systems annually.
- e. Continually monitor the external environment and liaise with the Policy, Research and Impact Committee to help identify risk to EEUK.
- f. Monitor the effectiveness of agreements and formal relationships with third parties and strategic partners.
- g. Evaluate the viability of income generation activities and make recommendations on business development opportunities.
- h. Update Companies House, HMRC and any other agency in line with regulatory requirements.
- i. If appropriate recommend and review external auditors.
- j. Design, employ and keep under review a policy and associated controls on the environmental impact and sustainability of EEUK's activities.

4. Constitution

- a. The Chair of the Committee will normally be the EEUK Finance Director.



- b. Where permitted, other appointments will be based on nominations from the EEUK membership and can include nominees from other EEUK Committees and groups, excluding the Executive Committee.
- c. The Vice Chair of the Committee will be the Deputy Finance Director as appointed by the Board.
- d. The Secretary of the Committee will be elected from and by the membership of the Committee.
- e. All members are at liberty to approach any EEUK Director to raise concerns about the delivery of the Committee's key responsibilities and/or the integrity of the Committee's normal processes.

5. Membership

The membership of the committee shall comprise:

- a. The EEUK Finance Director (Chair)
- b. The Deputy Finance Director (Vice Chair)
- c. The immediate past Finance Director
- d. One EEUK Director elected by the Board, who shall not be a member of the Executive Committee and will serve until the expiry of their directorship.
- e. Up to three other ordinary members who shall be EEUK Associates nominated by the membership and appointed by the Board following the recommendation of the Nominations and Representation Committee. Ordinary members will serve for three years.
- f. The EEUK Head of Membership and Operations will attend but not vote.

6. List of Groups and Working Parties that report to the Committee

Short-term working parties formed around specific tasks, topics or campaigns of the Committee.

7. Approval and Review

These Terms of Reference shall be approved annually by the Board of Directors.