

Terms of Reference

Name of Group:	Finance Directors' Forum (YPO and Founder Members)
Date ToR published:	June 2025
Next review due:	Annually

Authority, Accountability, Relationships

The Finance Directors' Forum is a working group, set up following the YPO Governance Review in 2022 to establish a more structured and formal programme of engagement with YPO's Founder Member Authorities (FMAs).

The group is part of a wider framework that replaced the [Executive Sub-Committee](#) and Senior Officer Advisory Group (SOAG) and includes: Chief Executives' Forum; Heads of Procurement Forum; and Legal Officers' Forum.

The group is accountable to the YPO Management Committee. The group has no formal delegated or decision-making authority but provides professional advice and recommendations to the Management Committee. Individual group members are also accountable to their own Founder Member Authority.

Purpose / Role / Responsibilities

The group's purpose is to consider YPO activity and reports and provide communication, advice and assurance to the YPO Management Committee and the Founder Member Authorities that:

- YPO is complying with relevant legislation and regulations, including audit and tax
- YPO is complying with YPO financial governance requirements including those contained within the Management Agreement, Financial Procedure Rules, Internal Audit, and Risk Registers

The group is also responsible for:

- Monitoring YPO's Medium Term Financial Strategy (MTFS) including 5 Year Strategy, annual budget, dividend policy, capital and investment requirements
- Monitoring and reporting on current financial performance and projected forecasts / outturn
- Monitoring and reporting on current and projected liquidity of the business
- Highlighting anything topical which would be impactful to members through YPO activity eg energy, procurement, cost of living etc
- Providing support to the Lead Authority's S151 Officer with assurances to the financial health of YPO
- Sharing knowledge and understanding of relevant legislation and regulatory requirements, and best practice.

Membership

- Group membership is open to Founder Member Authority and YPO employees who work in finance related roles (one per organisation plus Chair). Substitutes are permitted (one per organisation plus Chair) and will be allowed to vote.
- There is no quorum but where a majority decision is allowed this must be a majority of the group members not just those in attendance at a meeting.
- The group will be chaired by a member of the YPO Board or, in absence, their nominated representative.
- Members can be co-opted onto the group, subject to agreement with the Chair. Co-opted members will not be able to vote. Co-opted membership will be time limited with the limit to be agreed from the outset.
- Group members and co-opted members must declare their interests and advise the Chair of any potential conflicts of interest.
- Group members must have an understanding of the YPO Management Agreement.

Activity & Decision Making

- The group will meet twice per year, approximately one month before YPO Management Committee meetings. Meetings will usually be held over Teams.
- Emergency or ad hoc meetings may be called at the request of group members and the discretion of the Chair. The group will agree a process for this.
- Meeting agendas, papers and minutes will be managed by YPO Business Services. Agendas and papers will be circulated ahead of the group meetings: minutes will be circulated after, to all group members, whether in attendance or not.
- The agenda will include standing items, cyclical and ad hoc reports. Decisions will be passed by majority. The Chair has a casting vote.
- Special interest reports, call ins etc are permitted, at the discretion of the Chair, or by majority vote of the total group membership.
- Group members must ensure that decisions and recommendations are made in accordance with the YPO Management Agreement (June 2024) and Scheme of Delegation.
- Group members will be expected to respect personal and commercial confidentiality of any information shared.

Review

- YPO Management Committee may request a review of the group, their activity, impact and communications, and a report back.
- The group's contribution to effective governance will be reviewed as part of YPO's annual governance review.
- The group may carry out its own review of its work programme, activity and impact.