



**DRAFT Terms of Reference
Standing and Strategic Planning Committee
[Approved by Údarás na hOllscoile on 25.10.2023]**

1. Purpose

1.1 The Standing and Strategic Planning Committee is established as a Standing Committee of Údarás na hOllscoile, to assist Údarás na hOllscoile to oversee the strategic development of the University while at the same time ensuring the University's legal and compliance requirements are met.

1.2 In fulfilling this purpose, sub-committees of the Standing and Strategic Planning Committee may be established with the approval of Údarás na hOllscoile, which shall have separate Terms of Reference as approved by Údarás na hOllscoile.

2. Membership

2.1 The membership of the Committee shall be appointed by Údarás na hOllscoile on the recommendation of the Nominations Committee and in line with the Universities Act 1997, as amended by the HEA Act 2022. Consideration will be given to the available skills, expertise and the competencies required to fulfil the Committee's terms of reference. Any gaps in terms of skills required for the Committee may be filled by utilising section 18(4) of the Universities Act 1997 which permits members external to the University and to Údarás na hOllscoile to be appointed by Údarás na hOllscoile.

2.2 In this context and as agreed by Údarás na hOllscoile on the recommendation of the Nominations Committee, membership of Standing and Strategic Planning Committee will include additional members external to the University and to Údarás na hOllscoile, selected based on their functional expertise and approved by Údarás na hOllscoile.

2.3 Gender balance is a key aspect of membership composition. The Committee shall accordingly be comprised of at least 40% women and at least 40% men across the totality of the Committee.

2.4 Committee Members are required to attend all meetings of the Committee. In the event a member does not attend 3 consecutive meetings, they may be replaced.

2.5 The lead University Management Team staff member(s) is not a formal member of the Committee, but is in attendance for meetings.

3. Secretariat

The Office of the Secretary for Governance & Academic Affairs provides the Secretariat to Standing & Strategic Planning Committee. ¹

4. Conflicts of Interest

4.1 Committee members shall take personal responsibility for the declaration of any potential conflict of interest arising in relation to any items on the agenda for Committee meetings. To facilitate this, the declaration of any conflicts of interest will be the first agenda item for each meeting of the Committee.

4.2 Where a conflict of interest arises, a Committee member shall bring this to the attention of the Chair and where necessary absent themselves from the meeting for the duration of the discussion and shall not take part in any decisions in relation to the matter in question. Similar arrangements apply in relation to relevant meeting documentation where such documentation shall not be made available to the Committee member, once a potential conflict of interest has been declared. Declarations of conflicts of interest shall be noted in the minutes of the Committee meeting.

5. Functions and responsibilities

5.1 The Standing and Strategic Planning Committee will on behalf of, and under the delegated authority of, Údarás na hOllscoile, undertake the following functions and responsibilities:

- oversee and input to strategic planning in the University in line with relevant provisions in the Universities Act 1997, as updated by the HEA Act 2022 (see Appendix 1);
- oversee the University's engagement with and input to the Higher Education Authority System Performance Framework 2023-2028;
- monitor the overall implementation of the Strategic Plan with a view to ensuring its effective and coherent implementation;
- review the Strategic Plan, or aspects thereof, from time to time as required and to recommend as appropriate to Údarás na hOllscoile;
- oversee the implementation of the University's Sustainability Strategy
- oversee a range of strategic governance issues, including the implications for the University of planned legislative changes at a national level, the implementation of the relevant Code of Governance, the consolidation of the University Statutes and the internal and external reviews of the effectiveness of Údarás na hOllscoile;
- act on behalf of Údarás na hOllscoile as necessary between meetings of Údarás na hOllscoile and to advise the President, as appropriate, on any urgent issues arising between such meetings;
- make recommendations as appropriate to Údarás na hOllscoile in relation to matters on its agenda;
- perform such other duties as Údarás na hOllscoile may assign from time to time.

5.2. The Committee will develop and approve an annual work plan to fulfil the functions set out at 5.1, which shall be communicated to Údarás na hOllscoile.

¹ In order to discharge the responsibilities of the Secretary for Governance and Academic Affairs under the Code of Governance for Irish Universities 2019 as regards ensuring appropriate and timely information flows within the Governing Authority and its Committees, a representative of the Office of the Secretary for Governance and Academic Affairs is in attendance at meetings of other Committees of Údarás na hOllscoile.

6. Conduct of Business

6.1 Meetings shall be held not less than 5 times a year.

6.2 The quorum for a meeting of the Standing and Strategic Planning Committee shall be as follows: (i) if there is an even number of members on the Committee, the attendance of half the number of members, plus one, or (ii) if there is an odd number of members on the Committee, the attendance of half the numbers of members of the Committee rounded down to the nearest whole number, plus one.

6.3 The Committee shall make decisions in line with the provisions of section 12 of the Third Schedule of the Universities Act 1997 which provides for Governing Authority decision-making. Every question at a meeting of Standing and Strategic Planning Committee shall be determined by consensus, but where in the opinion of the chairperson, or other person presiding, consensus is not possible, the question shall be decided by a majority of the votes of members present and voting on the question and, in the case of an equal division of votes, the chairperson or other person presiding shall have a second or casting vote.

6.4 The provisions of any standing orders approved by Údarás na hOllscoile will apply to the conduct of business of the Committee, including those set out for handling Motions and Resolutions.

6.5 Private sessions, i.e. meeting time without executives present, should be scheduled on the Committee's work programme to be a standing item at the start or the end of the agenda of two meetings per annum.

6.6 Consideration may be given to an annual joint meeting with other relevant Committees of Údarás na hOllscoile.

6.7 Only members of the Standing and Strategic Planning Committee have the right to attend Standing and Strategic Planning Committee meetings. Other individuals from the university and external advisers, may be invited to attend for all or part of any meeting, as and when appropriate and necessary.

6.8 In particular, the following may be required to attend as requested in relation to matters pertaining to their roles and responsibilities: - officers, employees of the University, - student representatives (other than the elected student members of Údarás na hOllscoile) - directors or employees of subsidiary companies of the University.

6.10 Members will be expected to treat sensitive information, commercial or otherwise, with due confidentiality.

7. Information Requirements

7.1 On a regular basis, the Standing and Strategic Planning Committee will be provided, in accordance with Údarás na hOllscoile standing order provisions, with all documentation necessary for its work on the University Strategic Plan, including KPIs for the implementation of the Strategic Plan.

In addition, as and when appropriate, the Committee will be provided with updates and reports on university level strategies and the strategies of Colleges, Institutes and Units.

7.2 The Committee will be provided with regular updates on the implementation of the Sustainability Strategy and on relevant strategic governance issues.

7.3 Management shall also ensure that matters of material concern that are relevant to the Committee's responsibilities are brought promptly to the attention of the Committee.

7.4 In addition to the above, the Standing and Strategic Planning Committee will be provided with any other information that may be pertinent to the functioning of the Committee.

8. Authority

The Committee is authorised by Údarás na hOllscoile to:

- ensure processes are in place to develop and update the University's Strategic Plan and associated KPIs;
- ensure processes are in place to monitor and evaluate the performance and effectiveness of the institution against the University's Strategic Plan.

9. Minutes

Copies of the minutes of the Committee will be circulated to all Údarás na hOllscoile members for approval by the Údarás.

10. Reporting

10.1 The Chair of the Standing and Strategic Planning Committee will make a report to each meeting of Údarás na hOllscoile outlining:

- Recommendations for decisions to be approved by Údarás, on matters considered by the Committee since the previous meeting of Údarás na hOllscoile and the basis for such recommended decisions
- Any other issues of importance arising from discussions at the Committee which should be brought to the attention of Údarás na Ollscoile

10.2 The Committee shall periodically review its own effectiveness as a Committee and report results of that review to Údarás na hOllscoile. The Committee will also review these terms of reference at least annually, normally at the first meeting of the new academic year, and will make recommendations on updating or amending them to Údarás na hOllscoile as appropriate.

11. Rights

The Committee may:

- a. co-opt expertise to provide specialist skills, knowledge and experience; and
- b. procure specialist ad-hoc advice at the reasonable expense of the University, subject to budgets agreed by Údarás na hOllscoile.

12. Term of Office

The term of office of the Committee is co-terminous with the period of office of Údarás na hOllscoile.

APPENDIX 1

KEY LEGISLATIVE PROVISIONS RELEVANT TO STRATEGIC PLANNING

Universities Act 1997 as amended by the HEA Act 2022

Functions of governing authority. **18.**—(1) The functions of the governing authority of a university shall be, in pursuance of the objects of the university under [section 12](#) but within the constraints of its budget under [section 37](#) —

(a) to control and administer the land and other property of the university,

(b) to appoint the chief officer and such other employees as it thinks necessary for the purposes of the university,

(c) subject to this Act and its charter, if any, statutes and regulations, to determine the membership from time to time of the governing authority, and

(d) to perform such other functions as are imposed on it by or under this or any other Act or by its charter, if any, statutes and regulations.

(2) For the purposes of the performance of its functions under *subsection (1) (b)*, the governing authority shall develop such interview and other procedures as in its opinion will best ensure participation in the selection process by high quality candidates from both within and outside of the employees of the university and specify those procedures in a statute or regulation.

(3) A governing authority has, subject to this or any other Act or its charter, if any, such powers as are necessary for the purposes of performing its functions.

(4) A governing authority may, from time to time, appoint such and as many committees, ([including committees relating to audit and risk management functions](#)) consisting either wholly or partly of members of the governing authority, as it thinks necessary to assist it in the performance of its functions and may assign to those committees such of its functions as it thinks fit.

(5) A committee appointed under *subsection (4)* shall operate in such manner as the governing authority may direct and its acts shall be subject to confirmation by

the governing authority unless the governing authority otherwise directs.

(6) In performing its functions a governing authority, or a committee where appropriate, shall—

- (a) have regard to the promotion and use of the Irish language as a language of general communication and promote the cultivation of the Irish language and its associated literary and cultural traditions;
- (b) have regard to the attainment of gender balance and equality of opportunity among the students and employees of the university and shall, in particular, promote access to the university and to university education by economically or socially disadvantaged people and by people from sections of society significantly under-represented in the student body; and
- (c) ensure as far as it can that the university contributes to the promotion of the economic, cultural and social development of the State and to respect for the diversity of values, beliefs and traditions in Irish society.

“(1A) The governing authority of a university shall—

- (a) promote the success (including academic success) and reputation of the university,
- (b) satisfy itself that appropriate systems, procedures and practices are in place—

(i) to achieve the objects of the university

(ii) for the internal performance management and accountability of the university in respect of—

- (I) the performance of its functions, and
- (II) the achievement of the aims in the strategic development plan under section 34,
- (iii) in order to implement, and report on compliance with, the policies (whether set out in codes, guidelines or other documents, or any combination thereof) of the Government or a Minister of the Government to the extent that those policies may affect or relate to the functions of the university,

and

(c) establish and implement arrangements for the management of the performance of the chief officer.

(1B) Without prejudice to the generality of subsections (1) and (1A), the governing authority of a university shall perform the following functions with regard to the university:

- (a) approve expenditure for major capital and investment projects;
- (b) approve annual financial statements;

- (c) provide for and maintain a system of audit;
- (d) provide for and maintain a system of risk management;
- (e) provide for and maintain a system of quality assurance in accordance with the [Qualifications and Quality Assurance \(Education and Training\) Act 2012](#) ;
- (f) review and oversee the implementation of major plans of action and provide strategic direction;
- (g) delegate such functions as may be appropriate to the chief officer;
- (h) manage the financial affairs of the university to ensure value for money and its financial viability;
- (i) account to An tÚdarás for funding provided to the university by An tÚdarás.”,

Chapter VII

Planning and Evaluation

Strategic
development
plan.

34.—(1) A governing authority shall, as soon as practicable after its appointment and at such other times as it thinks fit, require the chief officer to prepare a plan which shall set out the aims of the governing authority for the operation and development of the university and its strategy for achieving those aims, and for carrying out the functions of the university, during the period, being not less than three years, to which the plan relates.

“(1A) A governing authority shall, before approving a strategic development plan under this section, be satisfied that the chief officer has for the purposes of preparing the plan consulted with—

- (a) the Minister,
- (b) such other Ministers of the Government as the governing authority considers appropriate,
- (c) An tÚdarás,²
- (d) the students or the Student Union of the university,
- (e) the employees of the university,
- (f) the academic council of the university
- (g) the education and training board in whose education and training board area the campus of the university is located or such other education and training board as the governing authority considers appropriate,
- (h) a local authority (within the meaning of the [Local Government Act 2001](#)) in whose functional area the campus of the university is located, and

² The Higher Education Authority

(i) such other body or person as the governing authority considers appropriate.”

(2) A governing authority may, having regard to the resources available to the university, either approve a strategic development plan prepared under *subsection (1)* without modification or, after consultation with the chief officer, approve the plan with such modifications as it thinks fit.

(3) As soon as practicable after it approves the strategic development plan under *subsection (2)*, the governing authority shall provide a copy of the plan to An tÚdarás and to the Minister.