

## COUNCIL STANDING COMMITTEE TERMS OF REFERENCE 2023/24

### INTRODUCTION

1. Consistent with the provisions of the Deed made between the University of Wales and the University of Wales Trinity Saint David on 18 August 2017, the Councils of both Universities have determined that, with effect from September 2019, they will be served by a single, integrated standing committee structure comprising the following committees:

- x Academic Committee
- x Audit and Risk Committee
- x Estates Committee
- x

6. Regular reports on the business of each committee in relation to each University will be submitted to the relevant Council.

## ACADEMIC COMMITTEE

1. The Council shall establish a Standing Committee of the Council to be known as the Academic Committee.
2. Duties

4. Quorum

Five members, with a majority of independent members

5. Frequency of meetings

Normally three times a year

6. Attendance

Deputy Vice-Chancellors

Pro Vice-Chancellors

Principal of Coleg Sir Gar

University Secretary and Clerk to the Council

7. Reporting

The minutes of meetings of the Committee will be available to all members of Council.

The Committee shall agree and present to Council an annual report outlining the key business undertaken by the Committee during the previous year.

## AUDIT AND RISK COMMITTEE<sup>2</sup>

- 2.12 Keep under review the Group and University Risk Registers and provide assurance to Council on the effectiveness of risk management, control and governance arrangements.
- 2.13 Ensure that all significant losses have been properly investigated and that the internal and external auditors, and where appropriate HEFCW's accounting officer,

6. Attendance

Vice-Chancellor

Deputy Vice-Chancellors

Director of Financial Services /Director of Resources and Business Planning

Chief Operating Officer, Coleg Sir Gar

University Secretary and Clerk to the Council

External auditors

Internal auditors

7. Reporting

The minutes of meetings of the Committee will be available to all members of the Council.

The Committee will prepare separate annual reports to the UW and UWTSD Councils. The reports will cover the financial year and any significant issues up to the date of preparing the

## ESTATES COMMITTEE

1. The Council shall establish a Standing Committee of the Council to be known as the Estates Committee.
2. Duties

The duties of the Committee shall be to:

1. Provide oversight, on behalf of the UWSTD Council and the CSG Board, of the development of an integrated Group Estates Strategy, with particular reference to the development of a dual sector Carmarthen campus, bridging the potential of Pibwrlwyd and the Carmarthen university campus.
2. Provide advice to the UWTSD and UW Councils on:
  - (a) the resourcing and delivery of major capital projects; and matters relating to estates acquisitions, disposal and change of use, including the purchase or mortgaging of property and the sel[(m)-6 (a )2.g80.5 (y)-2 0.6 ( J 0 Tc 0 Tw 11.12 5pan << 0 Tc 0 yTw 11.12 5





1. The Council shall establish a Standing Committee of the Council to be known as the Group Scrutiny Committee.

2. Duties

The duties of the Committee shall be to:

1. Have oversight, on behalf of Council, of the subsidiary companies of the University.
2. Receive and consider any recommendations concerning the formation, expansion and/or dissolution of Council's subsidiary companies, and to report to Council thereon.
3. Recommend to Council approval of the annual Strategic Intent Statement between UWTSD and Coleg Sir Gar and monitor progress in the achievement of the targets set out in that Statement.
4. In the context of the Strategic Intent Statement, monitor the development of Group activities and consider opportunities for closer collaboration.
5. Ensure a process of self-evaluation of the work of the Committee.

3. Membership

The Chair of Council (ex-officio)

The Chair of the Board of Coleg Sir Gar (ex-officio)

The Vice-Chancellor (ex-officio)

Two independent members appointed by and from the Council, one of whom shall be appointed Chair of the Committee

A member of the Board of Coleg Sir Gar appointed by the Chair of the Board

A staff member of the Council

A student member of the Council

4. Quorum

Five members, with a majority of independent members of the Council

5. Frequency of meetings

Twice a year

6. Attendance

Deputy Vice-Chancellors

Principal of Coleg Sir Gar

Director of Financial Services/Director of Strategic Financial Planning and Business Analysis

University Secretary and Clerk to the Council

Company Secretary and Clerk to the CSG Board

## 7. Reporting



3. Membership

The Chair of Council (ex-officio)

The Chair of the Board of Coleg Sir Gar (ex-officio)

The Vice-Chancellor (ex-officio)

Four independent members appointed by and from the Council, one of whom shall be appointed

Chair of the Committee

A staff member of the Council

A student member of the Council

4. Quorum

Three members, with a majority of independent members

5. Frequency of meetings

Normally twice a year

6. Attendance

University Secretary and Clerk to the Council

7. Reporting

The minutes of meetings of the Committee will be available to all members of the Council.

The Committee shall agree and present to Council an annual report outlining the key business undertaken by the Committee during the previous year.

## REMUNERATION COMMITTEE

1. The Council shall establish a Standing Committee of the Council to be known as the Remuneration Committee.
2. Duties

The duties of the Committee shall be to:

- 2.1 Review and determine on an annual basis the salaries, terms and conditions and, where appropriate, the severance conditions of the Vice-Chancellor, Deputy Vice-Chancellors, the Pro Vice-Chancellors, the Clerk to the Council and such other senior members of staff as the Council deems appropriate. The Committee shall take into account comparative information on salaries and other emoluments and conditions of service in the higher education sector and elsewhere as appropriate.
- 2.2 Ensure a process of self

business undertaken by the Committee during the previous year.





- e. that such other University funds, including trust funds, gifts and bequests and investments in any trading activities or operations in which the University has an interest in, are managed in a proper manner.

2.9 Advise Council on:

- a. any new investment and the borrowing of funds, within any limits from time to time prescribed by Council;

- 2.20 Approve applications for premature retirement within the policy laid down by Council.
- 2.21 Consider reports on individual cases being managed under the University's formal HR processes including discipline and grievance matters.
- 2.22 Ensure a process of self-evaluation of the work of the Committee.

### 3. Membership

The Chair of Council (ex-officio)

The Chair of the Coleg Sir Gar Board (ex-officio)

The Vice-Chancellor (ex-officio)

The Chair of the Estates Committee (ex-officio)

Three independent members appointed by and from the Council, one of whom shall be appointed Chair

One staff member of Council

One student member of Council

Up to two other persons as the Committee may think fit to co-opt as members, one of whom shall normally be the Chair of the Coleg Sir Gar Resources, Resilience and Partnerships Committee (or other representative appointed by the Chair of the Coleg Sir Gar Board)

### 4. Quorum

Five members, with a majority of independent members

### 5. Frequency of meetings

Normally four times a year

### 6. Attendance

Deputy Vice-Chancellors

Executive Director of Human Resources

Director of Financial Services/ Director of Resources and Business Planning

Chief Operating Officer, Coleg Sir Gar

University Secretary and Clerk to the Council

### 7. Reporting

The minutes of meetings of the Committee will be available to all members of the Council.

The Committee shall agree and present to Council an annual report outlining the key business undertaken by the Committee during the previous year.