

## Board of Management Development Committee

<b>Date of Meeting</b>	<b>Wednesday 8 May 2024</b>
<b>Paper No.</b>	<b>DC3-C</b>
<b>Agenda Item</b>	<b>4.1</b>
<b>Subject of Paper</b>	<b>Review of Committee Terms of Reference</b>
<b>FOISA Status</b>	<b>Disclosable</b>
<b>Primary Contact</b>	<b>Drew McGowan Associate Director of Governance and Risk</b>
<b>Date of production</b>	<b>29 April 2024</b>
<b>Action</b>	<b>For Discussion and Decision</b>

### **1. Recommendations**

- 1.1. To review the Development Committee Terms of Reference (ToR) and recommend any necessary and agreed amendments to the Board of Management for final approval.

## **2. Purpose**

- 2.1. To facilitate the annual review of the Committee's Terms of Reference to ensure it remains fit for purpose.

## **3. Consultation**

- 3.1. Members of the Committee are consulted annually on the Terms of Reference and have the opportunity to recommend any changes. Any agreed changes are tabled for the Board of Management's final approval.

## **4. Key Insights**

- 4.1. Terms of Reference outline the purpose, remit, membership, meeting frequency and quoracy rules for the Board's committees. To support good governance, all committees review their Terms of Reference on at least an annual basis.
- 4.2. As outlined in the Standing Orders (section 7.3) and the Scheme of Delegation (section 2.3), amendments to the Terms of Reference can be agreed by the Committee; however, all changes must be recommended to the Board for final approval before they may take effect.

## **5. Impact and Implications**

- 5.1. Reviewing the Board's governance documents, including the Terms of Reference for committees, is an opportunity to make necessary changes and ensure governance arrangements are continuously reviewed and remain effective.

### **Appendices:**

**Appendix 1:** Development Committee Terms of Reference.

## **Terms of Reference**

### **Development Committee of the Board of Management**

#### **1. Purpose**

- 1.1. The Development Committee, referred to hereafter as “the Committee”, will have oversight of the College’s corporate development, including commercial/international activities and partnerships, as well as its brand and reputation. The Committee will also have responsibility for new developments to the College’s campuses and property.

#### **2. Remit**

- 2.1. Review of the College’s commercial and international activities ensuring alignment with the College’s Strategic Plan.
- 2.2. Review reports on the College’s commercial and international activities, to consider, assess, and manage associated risks, and new opportunities, and to oversee the implementation of new business, international and commercial activities.
- 2.3. Consider significant investment and development opportunities, and the anticipated benefits and risks to College, and advise the Board of Management accordingly.
- 2.4. Monitor, review and report on the College company, City of Glasgow International.
- 2.5. Provide strategic oversight of College innovation and research-related matters, referring to the Learning, Teaching & Student Experience Committee as appropriate.
- 2.6. Receive reports on and consider the implications of relevant sectoral and non-sectoral, regional and national policy changes and developments, actively engaging to ensure that the College’s strategic direction is informed, up-to-date, proactive and responsive to external priorities.
- 2.7. Monitor the College’s activities and the external environment it operates in and assess the implications for its brand and reputation.
- 2.8. Review new campus and property development proposals and plans and ensure they are aligned with the College’s strategy, long-term vision and sustainability goals.<sup>i</sup>
- 2.9. Provide coordination in respect of development-related policies and decisions of relevance to more than one Committee of the Board or policies and decisions of particular significance, if deemed appropriate by the Board of Management, and instigate review and consideration of policy change.
- 2.10. Oversee the development and implementation of significant policy or strategic changes, if so requested by the Board of Management, and thereafter report to the Board of Management on such matters.
- 2.11. Review the Strategic Risk Register and Management Action Plans for those risks that are directly related to the Committee’s remit and recommend any changes to the Board of Management for final approval.
- 2.12. Recommend to the Board of Management any matters of significance that fall within the Committee’s remit.

#### **3. Membership**

- 3.1. At least three Board members will be represented on the Committee. More than one-half of the Committee’s membership will comprise of non-executive Board members. The remaining

members may include the Principal and staff and/or student Board members. The current composition of the Committee is as follows:

- **Non-Executive Members:** D. Anderson; D. Baillie; L. Hamilton; and N. Cameron.
- **Principal, Staff & Student Member(s):** P. Little.

3.2. Additional members may be co-opted to the Committee with the approval of the Board of Management. Co-opted members shall contribute to the business of the Committee but will not have the right to vote. The following members are co-opted to the Committee:

- **Co-opted Member(s):** S. Breckenridge

3.3. Members of the Committee shall elect a Convener from among their number. In accordance with the Standing Orders, approved and issued by the Board of Management, the Convener should be a non-executive member. The Committee may also choose to elect a Vice Convener.

#### **4. Meetings and Quoracy**

4.1. The Committee shall meet at least three times in each academic year. Meetings will be conducted in accordance with the Standing Orders as approved and issued by the Board of Management.

4.2. The quorum for a meeting of the Committee shall be no less than one-half of the members, as outlined in paragraph 3.1, who are entitled to vote. At least one-half of those attending must be non-executive members to complete a quorum.

#### **5. Review**

5.1. Members will review the Committee's Terms of Reference at least annually. Any amendments shall be submitted to the Board of Management for consideration and final approval.

*Approved by the Board of Management: 14 June 2023*

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<sup>i</sup> The Committee's remit will include oversight of the proposals and plans for new developments to the College's campuses and property. Matters concerning the College's existing, business-as-usual estates, facilities and IT infrastructure and functions will be considered by the People & Culture Committee.