

# GLOBAL COLLEGE PARTNERSHIP OVERSIGHT GROUP

## Terms of Reference

### 1. Constitution and Purpose

- 1.1 In accordance with *Statute 4: The Court* (paragraph 6), Ordinance B6 *Delegation by the Court* (paragraph 4), and Ordinance B8 *Court Committees* the Court has established a short-life Global College Partnership Oversight Group.
- 1.2 The Group will provide quarterly reports to the University Executive, the Audit and Risk Committee, The Finance Committee and the Court. The Group will continue in an oversight role until the first break point in the Global College contract with Shorelight [year 5], at which point the Court will decide if any further oversight function by Court is required.
- 1.3 The purpose of the Group is to provide oversight of the Global College Partnership with Shorelight, approved at the Court meeting in December 2022. For the avoidance of doubt, the remit of the Oversight Group does not include the academic operations of the School, which are in the purview of the Senate.

### 2 Remit

- 2.1 The Court **delegates authority** to the Global College Partnership Oversight Group to:
- a) Oversee, advise and report on the Global College Partnership with Shorelight. The Group will consider the broad performance of the partnership and its commercial success relative to the business case approved by Court in December 2022.
  - b) To receive and advise on reports from the Programme Sponsors and Executive Dean of the Global College, including financial and performance reporting. Whilst the remit of the Group does not extend to the Global College as a School or academic matters, the reports will be contextualised in terms of broader performance and success outcomes.
  - c) To review the recommendation from the Executive team on whether or not to exercise the break clause in the contract.
  - d) To review and advise on the risks and issues.

### 3 Composition and Membership

- 3.1 The initial composition of the Group shall include:

#### **Court / Court Committee members**

- Dr Richard Armour (Chair), member of Audit and Risk Committee\*
- Dr Brian Henderson, lay member of the Court\*
- Ms Rita Pasi, member of Finance Committee
- Professor Mark Biggs, Vice Principal and Provost\*

#### **Executive members and attendees**

- Ms Ruth Moir, University Secretary
- Ms Lucy Everest, Global Chief Operating Officer
- Prof Anna Fenge, Executive Dean, Global College
- Dr Gill Thomson, Associate Principal (Learning and teaching)
- Mr Mike Bates, Head of Student Recruitment

(\* - indicates member of Court)

3.2 The Group may invite any other member of staff to attend one or more meetings of the Group as and when their expertise may be relevant to a matter under discussion.

3.3 The term of office of Court / Court Committee members who are members of the Group is concurrent with their term of office on the Court / Court Committee.

## **4 Equality and Diversity**

4.1 The Group will exercise its responsibility, as far as possible, to promote diversity of representation within its membership. The Group, in carrying out its business, will also act to promote equality of opportunity for all.

## **5 Quorum and Voting**

5.1 The quorum is two members who are members of the Court, plus one of the Programme Sponsors from the UE.

5.2 Members who are participating in a meeting by means of audio-visual conferencing or other means enabling them to communicate with all members present at the meeting simultaneously shall be deemed to be present at the meeting.

5.3 A member who is not able to be present at a meeting physically or by audio-visual means shall be given the opportunity to provide comments and to present their views on any recommendations being formulated by the Group.

5.4 The Group is expected to arrive at recommendations through broad consensus following a full debate. Therefore, the Chair will normally seek agreement to the proposal in question, and only call for a vote either if there is a clear expression of dissent or if the matter is of particular significance.

5.5 In the event of a vote being required, all members of the Group (including members who are not also members of the Court) shall be entitled to vote.

5.6 A decision shall be carried by a simple majority vote of the number of members present, provided that number is quorate.

5.7 The Chair of the Group shall have a deliberative vote and in addition a casting vote when there is an equal match in the number of opposing votes.

## **6 Group Chair**

6.1 The Chair will be drawn from amongst the independent lay members of the Court.

6.2 In the absence of the Chair, a member of the Group who is a member of the Court shall chair the meeting.

## **7 Frequency of Meetings**

7.1 The Group shall normally meet every quarter during the period it is established, with meeting dates to be aligned with dates of Court meetings for purposes of onward reporting.

7.2 Additional meetings may be held in order to meet business requirements at the request of the Chair of the Group.

## **8 Attendance at Meetings**

- 8.1 See 'Composition and Membership' above.
- 8.2 A member participating in a meeting remotely by way of video or audio conferencing or other means which enables that member to communicate with each of the other members simultaneously shall be accounted for as being present.

## **9 a) Reserved Business**

- 9.1 The information considered by the Group and the outputs of its work shall be regarded as highly confidential and must not be shared with any other person(s) without the agreement of the Group.

## **9 b) Conflict of Interest**

- 9.2 Where it is identified that a member of the Group has a conflict of interest with respect to a given matter, the Chair may, on the advice of the Secretary, request that the member in question withdraw from participation in relevant parts of the discussion.
- 9.3 All instances of identified conflicts of interest shall be recorded in the minute notes.

## **10 Reporting Procedures**

- 10.1 The Group will submit quarterly reports to the University Executive, the Audit and Risk Committee, The Finance Committee and the Court. The Chair will approve the content of reports before release including the redaction of any information deemed necessary for reasons of confidentiality.
- 10.2 The Chair of the Group will report to appropriate meetings of the Court on any matters which the Committee considers ought to be brought to the attention of the Court and on any matters requiring the approval of the Court. Interim reports will be made to Court by correspondence if required.
- 10.3 Matters requiring the approval of the Court will be highlighted in the Group's report.
- 10.4 Information held by the Group may be requested by members of the public under the terms of the Freedom of Information (Scotland) Act (FOI(S)A) with the exception of information which is deemed to be covered by a specific exemption under the Act.
- 10.5 Minutes notes and reports of the Group will denote those areas of reported business which are deemed to fall within the designation of information which is 'exempt' under the FOI(S)A.

## **11 Forward Planning**

- 11.1 The Group will develop and maintain a forward work plan.

## **Supporting Information**

### **Groups feeding into the Global College Partnership Oversight Board**

None.

## Effectiveness and lifespan

The Group will provide a report on its work to the June 2024 Court meeting, and Court will decide whether it is necessary to continue the work of the Oversight Group, or whether it can dis-establish the Group.

## Actions that may be taken by the Group

The Group may:

- Receive
- Note
- Consider
- Recommend
- Reject

## Minuting style

Formal but brief style of minute taking.

## Resources

Secretary            Ms Ruth Moir, University Secretary

Clerk                 Mark Hamid, Senior Governance Officer