



# ICHAS

## Section 2 (a) – Terms of Reference for Decision Making Structures

Subject:	Terms of Reference for Board of Management		
Date Approved by Board of Directors:		July 2021	
Policy Version	1/2019	Date due for Revision	July 2024

**PURPOSE** (including Scope of Functioning/ Key Responsibilities and Accountabilities) The Board of Management supports the College President in the strategic and operational management of the College. The Board of Management is also responsible for managing risks and reporting to the President and Governing Authority. This is normally through the Vice President (Corporate Affairs).

### MEMBERSHIP

The Board of Management is comprised of the senior academic, quality, and administrative leaders within the College. It reports to Governing Authority for the overall Corporate Governance of the College. Members of the Board of Management include:

- College President
- Vice President (Corporate Affairs) (Chair)
- Vice President (Academic Affairs)
- Registrar
- Educational Technology Manager
- Information Systems Manager
- Head of Finance
- Information Systems Manager

### ROLE AND RESPONSIBILITIES

The key roles and responsibilities of the Board of Management are to:

- Develop a multi-annual Strategic Plan and make recommendations accordingly to Governing Authority.
- Oversee the implementation and review the effectiveness of approved Strategic Plans and report to governing Authority on progress.
- Ensure operational management of the College is effective and efficient.
- Ensure that the Academic Council is appropriately supported in its proper functioning.
- Report to Governing Authority on the utilisation of resources and make recommendations regarding future resource needs.

- Put in place policies and procedures that appropriately identify, measure, monitor and manage risk and to identify, measure, monitor and manage potential or actual corporate risks and liaise with Academic Council in the identification, measurement and management of potential or actual academic risks.
- Ensure compliance with Quality Assurance Procedures.
- Manage Human Resources within the College.
- Ensure the availability and quality of Physical and other Infrastructural supports necessary for the proper functioning of the College.
- Manage marketing and PR initiatives.
- Support Academic Council in programme development and review and revalidation.
- Evaluate Programme Proposals which will then be evaluated by the College's Board of Management to ensure alignment with ICHAS's strategic vision, resource availability and quality assurance demands.

### **Role of the Chair of the Board of Management**

The Chair of the Board of Management provides professional managerial capacity as well as organisational leadership within the Board. The Chair works closely with the members of the Board by ensuring effective Governance within the College.

In particular the Chairperson is expected to;

- Chair the meetings of the Board of Management with due regard to the principles of fair and equitable treatment of members.
- Encourage members to develop and utilise autonomy in managerial discourses and decision making.
- Have due regard to the proper use of available resources
- Report to Governing Authority on matters impacting on Governance and Risk Management.
- Support and advise the President on matters relating to Governance and resource issues.

### **Role & Expectations of Members of Board of Management** Members

of Board of Management is expected to:

- Contribute to Corporate planning and development activities.
- Evaluate Academic programme development proposals for consistency with the strategic mission, aims and goals of the College and for viability.
- Monitor Resource allocation and utilisation.
- Support and ensure appropriate resources are available to enable Academic Council to engage in programme development, as well as programme monitoring and review.
- Provide stakeholder and expert advice on the coherence of policies with the College's strategic plan.

- Participate in and or engage in the management of sub-committees of the Board of Management and review of same as appropriate.

### **Operating Procedures**

The Chair of the Board of Management convenes meetings with adequate notice.

- At the commencement of the meeting, the Chair outlines the procedures of the meeting.
- Meetings will be held in a timely and efficient manner.
- Minutes will be recorded and be available to appropriate internal Committee or if necessary, to the Academic Awarding Body.

### **Appointment to the Board of Management**

Appointments to the Board of Management are made by Governing Authority on the recommendation of the President. A formal letter of appointment are issued to each new member of the Board of Management from the President. The letter of appointment addresses the following:

- Role of the Board of Management and expectations of members.
- The terms of reference of Board of Management including the duration of appointment and renewal provisions.
- The time commitment involved
- Conflict of interest rules
- Termination arrangements, and
- Rules on confidentiality.

On the appointment of new members, the Chairperson of Board of Management arranges that new members receive an induction and sufficient advice and support to enable them to fulfil their roles.

### **Meetings of the Board of Management**

**Frequency of meetings:** The Board of Management meets every two weeks. Within that schedule of meetings, the Board dedicates at least one meeting monthly in relation to strategic and risk related issues. Other meetings of the Board of Management provide opportunities for operational monitoring and review, as well as enable communication within the members of Senior management in the College.

**Quorum:** Meetings of the Board of Management normally require 50% of its membership in attendance plus one additional member.

**Powers of Decision Making:** The Board of Management makes decisions on all corporate matters of fundamental importance with due cognisance to relevant Irish and European legislation, and in alignment with policies and procedures as outlined by the Department of Education and Skills, QQI and other relevant State agencies.

Decisions of the Board of Management are made, where possible, by consensus. Where consensus is not possible matters are put to a vote and the decision is by simple majority. In the case of a tied vote, the Chair has an extra or casting vote.

**Reporting Relationships:** The Board of Management reports to the President, and through that office to Governing Authority on governance, risk and quality assurance and enhancement issues.