Terms of Reference applying to all committees

April 2022

1. Resources

1.1 All committees are authorised to:
  • seek any information it requires from any employee in order to perform its duties;
  • obtain, at the organisation’s expense, outside legal or other professional advice on any matters within its terms of reference (up to a limit of £10,000).

2. Reporting Responsibilities

2.1 Each committee shall report formally to the Board on its proceedings on all matters within its duties and responsibilities and make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.

3. Meetings

3.1 Unless otherwise agreed, notice of each meeting, confirming the venue, time and date, together with an agreed agenda of items to be discussed, shall be forwarded to each member of the Committee and any other person required to attend, no later than five working days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees as appropriate, at the same time.

4. Term of Office

4.1 There is a maximum term of office of six years for each Board Director to ensure appropriate refreshment of the membership over time. Board Directors will stand down after three years and can be reappointed for a further three-year term based on the recommendation of Governance and Nominations Committee. The Governance and Nominations Committee will review all committee membership at the end of each term to ensure the organisation has the relevant skills and experience to meet its current requirements and ensure membership is refreshed on a cyclical basis.

5. Clerking Arrangements

5.1 The Secretary to all committees will be the Company Secretary or their nominee.
1. **Membership**

1.1 The Committee and its Chair shall be appointed by the Advance HE Board. There shall be up to eight members; a quorum shall be four members. There will be a minimum of two Board members on the committee.

1.2 The chairs of the Athena Swan and Race Equality Charter Governance Committees will be members of the EDI committee and report back on their respective committees.

1.3 The Chair of the EDI Strategic Advisory Group will be a member of the committee to ensure linkages between the two groups.

1.4 The Committee shall co-opt particular expertise from outside the membership of the Board of Directors.

2. **Authority**

2.1 The committee’s purpose is to assure the Advance HE Board on the integration and promotion of matters relating to equality, diversity and inclusion. The committee has a dual function with oversight of and responsibility for both the internal EDI practice of Advance HE and the integration of EDI within Advance HE’s products and services. This includes the effective operation and strategic development of both Athena Swan and the Race Equality Charter.

3. **Duties**

3.1 The duties of the Committee are:

   a) To monitor Advance HE in relation to EDI across its own internal practice and external services provided to the sector;

   b) To assure the Advance HE Board that EDI is embedded in its own policies, practice and culture to ensure it is an inclusive workplace;

   c) To ensure that the focus, expertise and delivery of appropriate EDI support for the sector is maintained;

   d) To provide vision, drive and strategic direction on the integration of equality, diversity and inclusion (EDI) across all aspects of the work of Advance HE providing recommendations to the Board;

   e) To receive and consider reports and recommendations from the Athena Swan and Race Equality Charter Governance Committees and assure the Board of the ongoing development of the equality charters;

   f) To assure the Advance HE Board that Athena Swan and the Race Equality Charter meet the needs of members and the sector.

3.2 To consider any other matters as may be referred to it by the Board of Directors.
4. Meetings

4.1 The Committee shall meet as required to carry out its duties each financial year.