



OLLSCOIL NA GAILLIMHÉ
UNIVERSITY OF GALWAY

Standing, Strategic Planning & Governance Committee Terms of Reference *April 2025*

University
ofGalway.ie



Credit: Professor Chaosheng Zhang



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Part 1: Functions & Duties

1. Purpose of Committee

- 1.1 The Standing, Strategic Planning & Governance Committee (SSPG) is established as a Standing Committee of Údarás na hOllscoile, to assist Údarás na hOllscoile to oversee the strategic development of the University while at the same time ensuring the University's legal and compliance requirements are met.
- 1.2 In fulfilling this purpose, Sub-committees of SSPG may be established with the approval of Údarás na hOllscoile, which shall have separate Terms of Reference as approved by Údarás na hOllscoile.

2. Authority

- 2.1 The Committee is authorised by Údarás na hOllscoile to:
 - 2.1.1 ensure processes are in place to develop and update the University's Strategic Plan and associated KPIs;
 - 2.1.2 ensure processes are in place to monitor and evaluate the performance and effectiveness of the institution against the University's Strategic Plan.

3. Functions and Responsibilities

- 3.1 The SSPG will on behalf of, and under the delegated authority of, Údarás na hOllscoile, undertake the following functions and responsibilities:
 - oversee and input to strategic planning in the University in line with relevant provisions in the Universities Act 1997, as updated by the Higher Education Authority (HEA) Act 2022 (see Appendix 1);
 - oversee the University's engagement with and input to the HEA System Performance Framework 2023-2028;
 - monitor the overall implementation of the Strategic Plan with a view to ensuring its effective and coherent implementation;
 - review the Strategic Plan, or aspects thereof, from time to time as required and to recommend as appropriate to Údarás na hOllscoile;
 - oversee the implementation of University Sub-Strategies that arise directly from the University's Strategic Plan.
 - oversee a range of strategic governance issues, including the implications for the University of planned legislative changes at a national level, the implementation of the Code of Practice for the Governance of State Bodies, the consolidation of the University Statutes and the internal and external reviews of the effectiveness of Údarás na hOllscoile;

- act on behalf of Údarás na hOllscoile as necessary between meetings of Údarás na hOllscoile and to advise the President, as appropriate, on any urgent issues arising between such meetings;
- make recommendations as appropriate to Údarás na hOllscoile in relation to matters on its agenda;
- perform such other duties as Údarás na hOllscoile may assign from time to time.

4. Rights

4.1 The SSPG may:

- 4.1.1 co-opt expertise to provide specialist skills, knowledge and experience; and
- 4.1.2 investigate any matter falling within its terms of reference, calling on whatever resources (including external professional or legal services) and information it considers necessary to so do. It shall have access to adequate funding to enable it to discharge its duties.

5. Information Requirements

- 5.1 The SSPG will be provided with all relevant information in a timely fashion to enable it to discharge its duties and to ensure that decisions are made based on robust data.
- 5.2 On a regular basis, the SSPG will be provided with all documentation necessary for its work on the University Strategic Plan, including KPIs for the implementation of the Strategic Plan.
- 5.3 The Committee will be provided with regular updates on the implementation of University Strategies as outlined in Para. 3 and on relevant strategic governance issues.
- 5.4 Management shall ensure that matters of material concern that are relevant to SSPG's responsibilities are brought promptly to the attention of the Committee.
- 5.5 In addition to the above, the SSPG will be provided with any other information that may be pertinent to the functioning of the Committee.

Part 2: Membership

6. Composition

- 6.1 Membership shall consist of eight (8) people as follows;
- One (1) Chairperson,
 - Four (4) members of the Governing Authority, and
 - Three (3) members that shall be external to, and independent of, the University.
- 6.2 The Nominations Committee shall review the membership of SSPG and, in consultation with the Chair of SSPG, make recommendations to the Governing Authority as to any changes in membership required to ensure that the Committee possesses the necessary capabilities to effectively meet its requirements.
- 6.3 The SSPG shall collectively possess an appropriate range of skills, expertise and competencies to perform its functions to the required standard.
- 6.4 The Committee shall accordingly be comprised of at least 40% women and at least 40% men across the totality of the Committee.
- 6.5 The (Interim) President shall be in attendance at each meeting, except those which exclude members of the Executive.
- 6.6 All members of the SSPG are expected to comply with the University's Code of Conduct for Members of Údarás na hOllscoile. Members will be expected to treat sensitive information, commercial or otherwise, with due confidentiality.
- 6.7 The membership of the SSPG will be published on the University of Galway website.

7. Appointment

- 7.1 The Nominations Committee, having consulted with the Chair of the SSPG, shall assist the Chairperson of Údarás na hOllscoile in keeping the composition of the SSPG under review and leading the appointments process including:
- Conducting an evaluation, prior to any appointment being made, of the balance of skills, knowledge, experience and diversity on, and future needs of the SSPG;
 - Agreeing the process and criteria for selection as appropriate, including the use of open advertising or the services of external advisers to facilitate the search as appropriate, ensuring that the agreed process pays due regard to the requirements of skills and competencies matrix;
 - Considering candidates on merit and against objective criteria, paying due regard to other interests so as to avoid conflicts and to ensure that appointees are able to devote sufficient time to the role;
 - Oversee the process of appointment through election, selection or nomination as appropriate.

- Making recommendations to Údarás of hOllscoile on the appointment of members of the SSPG.

7.2 The appointment process of members to the SSPG shall include those external appointees who are not members of Údarás na hOllscoile.

7.3 The role requirements will be clearly communicated to potential members at the outset including time commitments and an indication of frequency of meetings.

8. Term of Office

8.1 The term of office for members of the SSPG is co-terminus with the period of office of Údarás na hOllscoile.

9. Chairperson

9.1 Appointment

9.1.1 The Governing Authority, on the nomination of the Chairperson of Údarás na hOllscoile and in consultation with the Nominations Committee, appoints the Chairperson, who shall be an external member of the Governing Authority.

9.2 Responsibilities

9.2.1 The Chairperson of the SSPG has particular responsibility for ensuring:

- that the SSPG is appropriately resourced;
- that the SSPG fulfills its Functions and Responsibilities as outlined in Para 3;
- the reports to the SSPG contain relevant information and are provided at the right time in an appropriate format;
- that absent Committee members are briefed on meetings and attendance records are maintained and reviewed annually;
- they report at Governing Authority meetings and submit regular written reports to the Board containing relevant information;
- matters arising are reported on at each subsequent meeting; and
- they are consulted in the appointment of new Committee members.

9.2.2 The Chairperson should ensure that SSPG exercises collective responsibility, that is to say, that decisions are taken corporately by all members acting as a body. The Chairperson shall encourage all members to work together effectively, contributing their skills and expertise as appropriate, and shall seek to build consensus among them.

10. Deputy Chairperson

10.1 Appointment

10.1.1 The Chairperson shall appoint a deputy-Chairperson from among the members of SSPG.

12.1.2 The deputy-Chairperson will hold office until they cease to be a member of the SSPG.

10.2 Responsibilities

10.2.1 The role of the deputy-Chairperson is to act in the stead of the Chairperson as the occasion arises.

10.2.2 If at any meeting the Chairperson is not present, the deputy-Chairperson if present shall be Chairperson of the meeting. Where the position of deputy-Chairperson is vacant or the appointed person is not present, the SSPG members present at the meeting shall choose a member to chair the meeting.

11. Committee Secretariat

11.1 The Office of the Secretary for Governance & Academic Affairs shall recommend to the Chairperson of SSPG an appropriate Secretary.

11.2 The secretariat to the SSPG should:

- commission papers as necessary and support the Chairperson in preparing reports;
- circulate documents and keep and circulate minutes of meetings to Committee members and to internal and external audit as necessary in good time for meetings;
- for any agreed actions, document the owner, deadline and any advice given by stakeholders and monitor between meetings;
- keep the Committee abreast of development in the University; and
- maintain a record of members' appointments and termination / renewal dates and ensure that appropriate appointment procedures are initiated when necessary.

12. Resignation / Removal

12.1 A member of SSPG may at any time resign from office as a member by letter addressed to the Chairperson and the resignation shall take effect on the date on which the letter is received.

12.2 A member of the SSPG who is absent from all meetings of the SSPG for a period of six consecutive months, unless the absence was due to illness, maternity or carers leave or any other family related leave, shall at the expiration of that period cease to be a member of the SSPG. Notification of absence for the above reasons should be notified to the Secretary.

12.3 The Chairperson may, at any time, resign from office as Chairperson by letter addressed to the Governing Authority and the resignation shall take effect on the date on which the letter is received.

12.4 If the Chairperson resigns, they shall cease to be a member of the SSPG at the same time.

Part 3: Conduct of Business

13. Meetings

- 13.1 To facilitate regular engagement with the organisation, the SSPG will meet at least five (5) times a year, with the authority to convene additional meetings, as circumstances require.
- 13.2 The SSPG should meet at least twice a year without executive management present to discuss any matters deemed relevant.
- 13.3 The Governing Authority may ask the SSPG to convene further meetings to discuss particular issues on which it seeks the Committee's advice.
- 13.4 Only members of the SSPG and the Secretary to the SSPG may attend meetings of SSPG.
- 13.5 A representative of the Office of the Secretary for Governance & Academic Affairs may attend meetings of SSPG in order to ensure that good governance practices are being adhered to.
- 13.6 As necessary, the SSPG may invite the following to attend for specific meetings or specific agenda items;
- Members of UMT as appropriate for the Agenda.
 - Members of Údarás na hOllscoile as appropriate for the Agenda.
 - Officers and/or employees of the University as appropriate for the Agenda.
 - Student representatives (other than the elected student members of Údarás na hOllscoile)
 - Directors or employees of subsidiary companies of the University.
- 13.7 The SSPG may ask any or all of those who attend for specific meetings or specific agenda items but who are not members, to withdraw to facilitate open and frank discussion of particular matters.

14 Agenda

- 14.1 The agenda for meetings of SSPG is drawn up by the Secretary in consultation with the Chairperson.
- 14.2 Members wishing to make an input to the agenda should consult with the Secretary at least two (2) weeks before the meeting in question.
- 14.3 Meeting agendas will be prepared and provided five (5) working days in advance to members, along with appropriate briefing material.

15 Quorum

- 15.1 The Quorum for a meeting shall be as follows:
- if there is an even number of members on the Committee, the attendance of half the number of members, plus one (1) or

- if there is an odd number of members on the Committee, the attendance of half the numbers of members of the Committee rounded down to the nearest whole number, plus one (1).
- 15.2 A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise any or all of the authorities, powers and discretions vested in or exercisable by the Committee.

16 Decision Making

- 16.1 Every question at a meeting of the SSPG shall be determined by consensus.
- 16.2 Where consensus is not possible, decisions of the Committee will be determined by a majority vote of the members present.
- 16.3 In the event of a tie, the Chairperson holds the casting vote.
- 16.4 Where, in the opinion of the Chairperson, there is urgent business that must be transacted between meetings of the Committee, then the Chairperson may direct a proposal to the Committee by means of a written or electronic procedure.
- For the purposes of this procedure, the text of the proposal shall be circulated electronically or in writing by the Secretary on behalf of the Chairperson to all members, with a reasonable time limit within which members shall make known any reservations they may have or amendments they may wish to make.
 - Any member may, before the expiration of the set time limit, require that the proposal be discussed at the next meeting of the Committee, by sending to the Chairperson (with copies to the other members and persons in attendance) a written or electronic notification to that effect.
 - A proposal on which no member has made a reservation before the expiration of the set time limit shall stand adopted by the Committee.
 - A proposal, or an amended proposal, on which a majority of the members expressly agree at the expiration of the set time limit shall stand adopted by the Committee.
 - Proposals adopted in this manner shall be reported at the next meeting of the Committee and recorded in the minutes of that meeting.
- 16.5 Where SSPG is required to act on behalf of Údarás na hOllscoile, it shall not consider such proposals through written or electronic procedure.

17 Minutes of Meeting

- 17.1 The Secretary to the SSPG shall minute the proceedings and resolutions of all meetings, including recording the names of those present and in attendance.
- 17.2 Minutes of meetings should give a concise account of points made in the discussion and a clear record of decisions made, while ensuring that an appropriate level of detail is recorded for the purposes of accuracy and accountability.

- 17.3 Draft minutes of the meetings will be sent to the Chairperson for approval within ten (10) working days of the meeting and circulated to the Committee members for adoption at the following meeting.
- 17.4 Once adopted, minutes of meetings shall constitute the only approved record of the meeting and shall be circulated to all members, other than where specific exclusions apply e.g. Conflict of Interest items.

18. Evaluation & Performance

- 18.1 The SSPG shall review on an annual basis their terms of reference and recommend any necessary changes.
- 18.2 The SSPG shall conduct an annual self-assessment of its own effectiveness.

19. Conflicts of Interest

- 19.1 Committee members shall take personal responsibility for the declaration of any potential conflict of interest arising in relation to any items on the Agenda for Committee meetings. To facilitate this, the declaration of any conflicts of interest will be the first Agenda item for each meeting of the Committee.
- 19.2 Where a conflict of interest arises, a Committee member shall bring this to the attention of the Chairperson and where necessary absent themselves from the meeting for the duration of the discussion and shall not take part in any decisions in relation to the matter in question. Similar arrangements apply in relation to relevant meeting documentation where such documentation shall not be made available to the Committee member, once a potential conflict of interest has been declared. Declarations of conflicts of interest shall be noted in the Minutes of the Committee meeting.

Prof. Peter McHugh
Interim President

Date: 9th April 2025

Dr. John Crumlish
Standing, Strategic Planning & Governance
Committee Chairperson
Date: 9th April 2025

Appendix 1: Key Legislative Provisions Relevant to Strategic Planning

KEY LEGISLATIVE PROVISIONS RELEVANT TO STRATEGIC PLANNING

Universities Act 1997 as amended by the HEA Act 2022

Functions
of
governing
authority.

18.—(1) The functions of the governing authority of a university shall be, in pursuance of the objects of the university under [section 12](#) but within the constraints of its budget under [section 37](#)—

(a) to control and administer the land and other property of the university,

(b) to appoint the chief officer and such other employees as it thinks necessary for the purposes of the university,

(c) subject to this Act and its charter, if any, statutes and regulations, to determine the membership from time to time of the governing authority, and

(d) to perform such other functions as are imposed on it by or under this or any other Act or by its charter, if any, statutes and regulations.

(2) For the purposes of the performance of its functions under *subsection (1) (b)*, the governing authority shall develop such interview and other procedures as in its opinion will best ensure participation in the selection process by high quality candidates from both within and outside of the employees of the university and specify those procedures in a statute or regulation.

(3) A governing authority has, subject to this or any other Act or its charter, if any, such powers as are necessary for the purposes of performing its functions.

(4) A governing authority may, from time to time, appoint such and as many committees, (including committees relating to audit and risk management functions) consisting either wholly or partly of members of the governing authority, as it thinks necessary to assist it in the performance of its functions and may assign to those committees such of its functions as it thinks fit.

(5) A committee appointed under *subsection (4)* shall operate in such manner as the governing authority may direct and its acts shall be subject to confirmation by the governing authority unless the governing authority otherwise directs.

(6) In performing its functions a governing authority, or a committee where appropriate, shall—

(a) have regard to the promotion and use of the Irish language as a language of general communication and promote the cultivation of the Irish language and its associated literary and cultural traditions;

(b) have regard to the attainment of gender balance and equality of opportunity among the students and employees of the university and

shall, in particular, promote access to the university and to university education by economically or socially disadvantaged people and by people from sections of society significantly under-represented in the student body; and

- (c) ensure as far as it can that the university contributes to the promotion of the economic, cultural and social development of the State and to respect for the diversity of values, beliefs and traditions in Irish society.

“(1A) The governing authority of a university shall—

- a. promote the success (including academic success) and reputation of the university,
 (b) satisfy itself that appropriate systems, procedures and practices are in place—

(i) to achieve the objects of the university

(ii) for the internal performance management and accountability of the university in respect of—

I. the performance of its functions, and

II. the achievement of the aims in the strategic development plan under section 34,

(iii) in order to implement, and report on compliance with, the policies (whether set out in codes, guidelines or other documents, or any combination thereof) of the Government or a Minister of the Government to the extent that those policies may affect or relate to the functions of the university,

and

- (c) establish and implement arrangements for the management of the performance of the chief officer.

(1B) Without prejudice to the generality of subsections (1) and (1A), the governing authority of a university shall perform the following functions with regard to the university:

- a. approve expenditure for major capital and investment projects;
 b. approve annual financial statements;
 c. provide for and maintain a system of audit;
 (d) provide for and maintain a system of risk management;
 (e) provide for and maintain a system of quality assurance in accordance with the Qualifications and Quality Assurance (Education and Training) Act 2012 ;
 (f) review and oversee the implementation of major plans of action and provide strategic direction;
 (g) delegate such functions as may be appropriate to the chief officer;
 (h) manage the financial affairs of the university to ensure value for money and its financial viability;
 (i) account to An tÚdarás for funding provided to the university by An tÚdarás.”

Chapter VII
*Planning
and
Evaluation*

Strategic
development
plan.

34.—(1) A governing authority shall, as soon as practicable after its appointment and at such other times as it thinks fit, require the chief officer to prepare a plan which shall set out the aims of the governing authority for the operation and development of the university and its

strategy for achieving those aims, and for carrying out the functions of the university, during the period, being not less than three years, to which the plan relates.

“(1A) A governing authority shall, before approving a strategic development plan under this section, be satisfied that the chief officer has for the purposes of preparing the plan consulted with—

- (a) the Minister,
- (b) such other Ministers of the Government as the governing authority considers appropriate,
- (c) An tÚdarás,²
- (d) the students or the Student Union of the university,
- (e) the employees of the university,
- (f) the academic council of the university
- (g) the education and training board in whose education and training board area the campus of the university is located or such other education and training board as the governing authority considers appropriate,
- (h) a local authority (within the meaning of the Local Government Act 2001) in whose functional area the campus of the university is located, and
- (i) such other body or person as the governing authority considers appropriate.”

(2) A governing authority may, having regard to the resources available to the university, either approve a strategic development plan prepared under *subsection (1)* without modification or, after consultation with the chief officer, approve the plan with such modifications as it thinks fit.

(3) As soon as practicable after it approves the strategic development plan under *subsection (2)*, the governing authority shall provide a copy of the plan to An tÚdarás and to the Minister.