

# Ordinance **Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

## **Chairs' Committee**

### **Terms of Reference**

#### **1. Authority**

The primary responsibility of the Chairs' Committee is to advise or decide on urgent or highly confidential matters on behalf of the Council, which in the judgment of the Chair of the Council cannot wait until the next regularly-scheduled meeting of Council and when it is not possible to call a special meeting of Council. Matters reserved to the Council under Statute 9 and Ordinance B8 are excluded from the Committee's authority.

#### **2. Duties**

To advise or decide on urgent or highly confidential matters in accordance with the statement of authority above.

#### **3. Composition**

3.1 The Committee shall comprise:

3.1.1 The Chair of the Council (in the chair)

3.1.2 The Vice-Chair of the Council

3.1.3 The Principal & President

3.1.4 The Chairs of the following standing committees of the College Council

- Audit, Risk and Compliance Committee
- Estates Strategy Committee
- Finance Committee
- Governance & Nominations Committee
- Up to two additional independent members of the College Council

3.2 Independent members appointed to the Committee by the Council on the recommendation of the Governance & Nominations Committee shall normally serve a maximum of two consecutive three-year terms, with the possibility of extension for a further single three-year term (up to a maximum of nine years) in exceptional circumstances.

3.3 The College Secretary or his/her designate shall act as Secretary to the Audit, Risk and Compliance Committee.

#### **4. Frequency of meetings**

The Committee meets at the call of the Chair.

#### **5. Reporting Procedures**

5.1 A report of each meeting of the Committee will be circulated to all members of College Council.

5.2 Any decisions taken to be reported to the Council at the earliest opportunity, and no later than the next regularly-scheduled meeting of Council.