

## Strategic Performance Committee Terms of Reference 2019/20

### **Section 1: Purpose**

Strategic Performance is a Committee of the Board of Governors. Its primary responsibility is to assess the corporate and strategic performance of the University in its broadest sense and form a view on the adequacy of progress made in achieving strategic objectives and outcomes, and of the systems to measure, monitor and deliver on them. In particular, the role of the Committee is:

### **Section 2: Roles and Responsibilities**

2.1 To provide advice to the University Executive, Board of Governors and Audit Committee on the adequacy and operation of the University's strategic performance management system, which include a systematic approach to, and timeline for, strategic review across the full spectrum of University activities. This will include consideration of proposed amendments to the Strategic KPIs and Business Outcomes in terms of wording or related performance measures for the approval of the Board of Governors.

2.2 To provide advice to the University Executive and Board of Governors on performance in respect of the delivery of the University Strategy 2018-23, and that such performance aligns to the University's strategic outcomes.

2.3 To provide advice to the University Executive and Board of Governors in respect of any implications for the University's Strategic Risk Register arising from strategic performance considerations.

2.4 To act as a source of advice for the University Executive in monitoring of the framework for and, where appropriate, the content of plans stemming from the University Strategy.

2.5 To undertake, as necessary, appropriate review and analysis of specific activities which will affect the ultimate achievement of the University's strategic objectives and Business Outcomes. This will include both issues identified during the course of the year by the Committee and issues arising from consideration of information from other sources.

2.6 To provide one of several routes through which the Board of Governors receives advice on the adequacy of arrangements and outcomes for academic quality and standards and student experience, with particular reference to the relevant KPIs and Business Outcomes.

2.7 To provide one of several routes through which the Board of Governors receives advice on the adequacy of arrangements and outcomes associated with the University's research activities and quality and growth, with particular reference to the relevant KPIs and Business Outcomes.

2.8 To provide advice to relevant meetings of the Remuneration Committee in relation to the Strategic Objectives used within the Strategic Incentive Scheme.

### **Section 3: Mode of Operation**

3.1 The Committee will carry out its duties through:

- The consideration of regular reports on overall performance in respect of the achievement of the objectives and outcomes contained within the University Strategy. In carrying out this function the Committee will:
  - provide recommendations on the wider performance implications linked to the areas under discussion;
  - consider the actions taken by the University Executive to optimise positive achievement and over-performance and manage under-performance identified;
  - support the University Executive in providing recommendations to address performance areas.
- The consideration of ad hoc reports on specific areas of performance or risk as requested by the Committee, Board of Governors or the Executive.
- Engaging in discussions with the Executive on the framework for, and content of plans which arise from the University Strategy.
- Assessing the adequacy of the University's arrangements for performance management.
- Advising Employment and Finance Committee on strategic performance matters as these relate to the University Strategy business outcomes to enable Employment and Finance Committee to assess the adequacy of the return on investment in them.

- Cross-Committee working, including the referral of matters brought before it to another committee or body where specialist consideration or investigation is required. Referral of business should be made under the authority of the Board of Governors. Cross-committee interactions, including off-committee working groups will be established.

#### **Section 4: Constitution**

4.1 The Committee shall consist of Independent and Staff and Student Governors, plus the Vice-Chancellor and Chief Executive. An Independent Governor shall be Chair of the Committee.

4.2 Membership of the Committee is reviewed annually by Nominations Committee. Membership of the Committee would be up to three years, co-terminus with a Governor/Trustee's term of office, and may be subject to renewal for up to two further terms (a maximum of three terms of three years).

4.3 The quorum for the Committee is 50% of its members, plus one, thereby amounting to a simple majority. Co-opted members of Board Committees form part of the quorum and have full voting rights. Attendees from the Board of Governors and other committees, or senior management attendees do not form part of the quorum, nor do they have the right to vote. The Committee meets at least two times per year and may transact decisions, where considered acceptable by the Chair, by written resolution by a simple majority of members where it is not possible or expedient to physically meet.

4.4 Committee members' participation in meetings via teleconferencing and video-conferencing facilities will be deemed the equivalent to them being physically in attendance and count towards the quorum for the meeting, although physical attendance is strongly encouraged.

#### **Section 5: Membership**

Alison Alden OBE (Chair)	Independent Governor	3 <sup>rd</sup> term ends: <b>03/07/20</b>
Chris Sayers	Independent Governor	3 <sup>rd</sup> term ends: <b>31/07/20</b>
<del>Tom Harrison</del>	<del>Independent Governor</del>	Resigned: 09/12/19
Helen Thorne	Independent Governor	2 <sup>nd</sup> term ends: 31/05/22
Craig Apsey	Independent Governor	3 <sup>rd</sup> term ends: 31/08/22
Sophie Haagensen	Independent Governor	1 <sup>st</sup> term ends: 31/12/22
Simon Yellowley	Independent Governor	1 <sup>st</sup> term ends: 31/12/22
Professor Andrew Wathey CBE	Vice Chancellor and Chief Executive	N/a (ex-officio)
Claudia Shaw (Vice-President of the Students' Union)	Student Governor	2 <sup>nd</sup> term ends: 31/07/21
Jean Brown	Academic Staff Governor	1 <sup>st</sup> term ends: 31/07/22
Graham Atkinson	Co-opted Board Committee Member	1st term ends: 01/01/21
<b>Committee Secretary:</b>		
Susan O'Donnell	Secretary	
Richard Elliott	Assistant Secretary (temporary)	
<b>Individuals with a standing invitation to attend each meeting:</b>		
Professor Peter Francis	Deputy Vice-Chancellor	
Jane Embley	Director of Human Resources and Organisational Development	
Dan Monnery	Director of Strategic Planning	
Adam Dunlop	Chief Marketing Officer	
Simon Newitt	Finance Director	

Other management role-holders may be invited as required for specific items.