

## SUB-COMMITTEES AND STANDING PANELS

### Sub-Committees of Council's Major Committees

- [Biological Standards Committee](#)
- [Environmental Sustainability Sub-Committee](#)
- [Equity, Diversity and Inclusion Sub-Committee](#)
- [Health, Safety and Well-being Committee](#)
- [Investment and Banking Sub-Committee](#)
- [Nominations Sub-Committee](#)
- [Open Research Integrity and Ethics Committee](#)
- [Professorial and Senior Salaries Committee](#)

## COMMITTEE CONSTITUTIONS:

### Biological Standards Committee Constitution

#### Purpose

1. To advise and assist the Procedural Establishment Licence Holder in his role under the Animal (Scientific Procedures) Act, 1986. To advise and assist Governance on any matter affecting the University's responsibilities under the Act.

#### Composition and Membership

2. *The Committee shall be composed as follows:*

| <b>Membership</b>   | <b>Committee Officers (in attendance)</b>         |
|---|---|
| Establishment Licence Holder (ex officio)   | Representative from Safety and Staff Wellbeing    |
| Pro-Vice Chancellor of the College of Biomedical and Life Sciences (ex officio)   | Representative from Estates and Campus Facilities |
| Director of Biological Services and Standards (ex officio)  |   |
| Named Veterinary Surgeon (NVS), who shall not be directly involved in research at the University (ex officio)   |   |
| Two lay members appointed by the Council, one of whom shall be appointed as the Chair   |   |
| Two members of University staff not involved in animal research, appointed by Senate  |   |
| Two Heads of Schools who use animal facilities  |   |
| Three representatives appointed by AWARP, one of whom will normally be the Chair of AWARP and including at least one Project Licence holder and one Personal Licence holder (who shall not be a Project Licence holder) |   |
| The Chief Animal Technician   |   |
| Three representatives of the animal technicians, two of whom will be current NACWOs   |   |
| A representative of postgraduate research students who use the facility   |   |
| The NC3Rs Regional Programme Manager  |   |
| The Named Training and Competency Officer for the establishment   |   |

|  |  |
|--|--|
| The Named Information Officer for the establishment  |  |
| <p><u>Notes:</u><br/>The process of appointment to membership of the Committee and the terms of office will be in accordance with Ordinance 3.</p> | <p><u>Notes:</u><br/>At the discretion of the Chair other University Officers, lay members or other specified parties as may be appropriate, shall be invited to attend meetings on an ad hoc basis.</p> |

## Occurrence

3. There shall be at least four meetings per academic session.

## Quorum

4. Shall be six members, to include a lay member, NVS or NACWO and a scientific member.

## Terms of Reference

Responsibility to scrutinise the University's performance, and to recommend proposals, in the following areas of business:

5. all aspects of the administration of the Animals (Scientific Procedures) Act 1986 and shall, where necessary, make recommendations to the Establishment Licence Holder and/or the University on any matter affecting the University's responsibilities under the Act;
6. compliance with the requirements of the Act, to ensure consistent standards are maintained across the University, and that users demonstrate a commitment to work towards best practice;
7. the work and development of all animal facilities, including the standard of accommodation and to make appropriate recommendations;
8. the needs of users and to establish a Users' Group for this purpose (this will be known locally as the Animal Welfare and Research Panel (AWARP));
9. the procedures operating within the animal facilities to ensure compliance and the needs of users;
10. provision of advice to licensees regarding animal welfare and ethical issues arising from their work;
11. promotion of the use of ethical analysis to increase awareness of animal welfare issues and promotion of initiatives leading to the widest possible application of the 3Rs (refinement, reduction and replacement);
12. ensurance that appropriate training is available to licensees and technical staff and that it is appropriately monitored;
13. ensurance that appropriate supervision of personal licence holders is provided by project licence holders;

14. review the ethical issues relating to the use of animals in teaching and shall provide advice to Schools thereon;
15. oversight of all non-licensed animal work taking place on University premises.

**Authority to approve recommendations with respect to:**

16. ethical issues relating to the use of animals, in particular the operation of the Animal Welfare and Ethical Review Body (AWERB);
17. provide independent ethical advice to the Establishment Licence Holder, particularly in respect to animal care and welfare, and all licensing issues;
18. perform ethical review on any project licence proposals (1) from first-time applicants, applicants who are new to the establishment, and applicants who want to add CU as a secondary establishment; (2) that include severe protocols and special species;
19. consider any issues referred to it by the AWERB Sub-Group, which considers matters such as amendments, continuation licences and non-ASPA animal work;
20. Quarterly Reports from the:
  - Establishment Licence Holder
  - Director of Biological Services and Standards (Infrastructure and Compliance)
  - Named Veterinary Surgeon
  - Animal Welfare and Research Panel
  - Capital Matters and Estates

**21. Annual Reports:**

- Finance and Infrastructure
- Annual Return of Project Licences and summary of relevant activity in the University
- Security
- Annual Compliance Report
- Health and Safety
- Education and Training
- 3Rs Focus – Summary of the Year's Events and Developments
- Medicines Discovery Institute

**Mode of Operation**

22. The committee shall certify annually to Council on the University's compliance with the requirements of the Animals (Scientific Procedures) Act 1986;
23. The committee shall provide reports to Governance Committee and the Open Research Ethics and Integrity Sub-Committee.
24. The committee shall consider such matters as may from time to time be referred to it.

25. The Committee has established the following Sub-Committees:

- a. Animal Welfare and Research Panel
- b. Animal Welfare and Ethical Review Body Subgroup

26. The committee will take into consideration the following in all matters:

- the student interest and public interest
- sustainability
- equality, diversity and inclusion

### Version Control

|                                   |               |
|-----------------------------------|---------------|
| Terms of reference last reviewed: | December 2023 |
| Approval date and body:           | BSC           |
| Due for review:                   | March 2026    |

## Environmental Sustainability Sub-Committee Constitution

### Purpose

1. To oversee the development and implementation of environmental sustainability strategy, policies and procedures, and programmes of activity and advise and assist the Finance & Resources Committee on these matters.

### Composition and Membership

2. *The Committee shall be composed as follows:*

| Membership   | In attendance   |
|--|---|
| Dean for Environmental Sustainability, who shall be the Chair  | Public Affairs Manager  |
| one Lay Member appointed by and from Council   | Director of Procurement, or nominee   |
| Pro Vice-Chancellor Research, Innovation and Enterprise, or nominee  | Net Zero Programme Manager  |
| Pro Vice-Chancellor Education and Student Experience, or nominee   | A representative of the Environmental Management System group                               |
| One School Manager from each of the Colleges appointed by the College Registrars   | Other advisers may be invited to attend on occasion or to join, as recommended by the Chair |
| Director of Estates and Campus Facilities, or nominee  |   |
| Director of Financial Operations, or nominee   |   |
| Director of Strategic Planning, or nominee   |   |
| Director of Communications, Marketing and Student Recruitment, or nominee  |   |
| Head of Safety and Staff Wellbeing, or nominee   |   |
| one student representative nominated by the President of the Students' Union   |   |
| <b>Notes:</b><br>The process of appointment to membership of the Committee and the terms of office will be in accordance with Ordinance 3. | <b>Notes:</b><br>The Secretary to the Committee will be nominated by the Chair              |

### Occurrence

3. The Sub-Committee shall meet a minimum of three times per academic year. A Report of each meeting will be made to Finance and Resources Committee.

### Terms of Reference

Responsibility to scrutinise the University's performance, and to recommend proposals, in the following areas of business:

4. The operation of the University's Environmental Sustainability strategy, policies, procedure and plans, including progress towards Carbon Net Zero; making recommendations about any

corrective action required; and identifying and recommending resources needed to achieve agreed aims;

5. Current, emerging and potential challenges in relation to Environmental Sustainability that could have impact on University activities, and including compliance with legislation;
6. Performance in areas of Environmental Sustainability, ISO 14001, and the route to Carbon Net Zero;
7. The provision of appropriate Environmental Sustainability training and support to staff and students, including those with specific Environmental Sustainability responsibilities; and monitoring the effectiveness of training provided;
8. Relationships with external individuals and organisations who are relevant to the implementation of Cardiff's Environmental Sustainability and Carbon Net Zero work\*, championing and promoting the University's approach;
9. The Environmental Sustainability plans in relation to the University's strategic aims, ensuring integration with other key University strategies and action plans, and appropriate reporting to and engagement with the wider University community in relation to Environmental Sustainability plans and actions;
10. Appropriate Cardiff University expertise, knowledge and research that contribute to and support the above aims;
11. Keep under review consultation, communication and information for both internal and external stakeholders, in relation to Environmental Sustainability;
12. In all of the above, the Sub-committee will ensure alignment and collaboration with the Health Safety and Wellbeing Sub-Committee, including partnership to ensure the coherence and strategic alignment of the Integrated Health, Safety and Environmental Management System.

*\* As at February 2022, these include for instance: Welsh Government; Cardiff City Council; Cardiff and Vale Health Board NHS Trust; Environmental Association of Universities and Colleges; GW4*

#### Authority to approve recommendations with respect to:

13. The Sub-Committee has the authority to approve on behalf of Council the establishment of subcommittees or groups, as appropriate, to advise on strategy and actions in areas such as, but not limited to: biodiversity, estates (buildings and energy), supply chain via procurement, travel, waste and recycling, catering, training, and finance

#### Mode of Operation

14. The committee will take into consideration the following in all matters:
  - the student interest and public interest
  - sustainability
  - equality, diversity and inclusion.

#### Version Control

Terms of reference last reviewed: July 2024

Approval date and body: Finance and Resources Committee 17 October 2024

Due for review: October 2025

## Equity, Diversity and Inclusion Sub-Committee Terms of Reference

### Purpose

1. Established by the Governance Committee to advise the Council (through the Governance Committee) on the development and implementation of strategies for ensuring legal compliance and best practice in all matters relating to equity, diversity and inclusion.

### Composition and Membership

2. The Sub-Committee shall be composed as follows:

| <b>Membership</b>  | <b>Committee Officers</b>   |
|--|---|
| The Provost and Deputy Vice-Chancellor, nominated by the Vice Chancellor, who shall be Chair   | Head of Equity, Diversity and Inclusion, who shall be Secretary   |
| Oversight and Advisory Groups (Co-chaired by UEB Members) (One representative per group per meeting)   | Director of People and Culture  |
| The Chief Operating Officer and University Secretary   | Learning and Teaching Academy Inclusive Education Lead  |
| The three Associate Deans for Equality, Diversity and Inclusion (one representative per Committee, rotated)  |   |
| The Dean of Welsh Language   |   |
| Two representatives from the Students' Union Sabbatical Officers   |   |
| One representative nominated from each of the recognised trade unions  |   |
| Staff Network Chairs   |   |
| Director of Student Life   |   |
| One lay member   |   |
| <p><b>Notes:</b><br/>The process of appointment to membership of the Committee and the terms of office will be in accordance with Ordinance 3.</p> | <p><b>Notes:</b><br/>At the discretion of the Chair other University Officers, lay members or other specified parties (e.g. external auditors) as may be appropriate, shall be invited to attend meetings on an ad hoc basis.</p> |

### Occurrence

3. The Committee shall meet a minimum of three times per year with the option of additional ad hoc meetings to be scheduled if required.



### Terms of Reference

4. Scrutinise the University's performance on the delivery of the Strategic Equality Plan and progress towards meeting its Equality Objectives.
5. Scrutinise legal compliance in all matters relating to equity, diversity and inclusion.
6. Identify risks relating to all matters relevant to equity, diversity and inclusion on behalf of Council through Governance Committee and provide recommendations to UEB for risk mitigation.
7. Interrogate data relevant to equity, diversity and inclusion, including reviewing the University's Annual Monitoring Report, using this data to raise areas of concern to Council, through Governance Committee, and University Executive Board.
8. Establish such subgroups as it thinks fit to provide advice on specific issues;

### Mode of Operation

9. The Sub-Committee shall produce a report following each of its meetings as an update for the Governance Committee. Individual papers shall be produced as and when required, depending on their nature and the decisions needed.
10. The Sub-Committee does not have decision-making power on issues that have resource or financial implications, and will instead refer such issues to University Executive Board for consideration.
11. The work of the Sub-Committee shall be supported by the following groups:
  - SEP Programme Board
  - Working Groups
  - UEB-member-chaired Oversight and Advisory Groups
12. The Sub-Committee will take into consideration the following in all matters falling within its remit:
  - the student interest and public interest
  - relevant legal and public equality duty frameworks
  - sustainability
  - equity, diversity and inclusion
  - antiracism

### Version Control

Terms of reference last reviewed: July 2024

Approval date and body: Governance Committee, July 2024

Due for review: September 2025

## Health, Safety and Wellbeing Sub-Committee Terms of Reference

### Purpose

1. To advise and assist Council, through the Governance Committee, on the development and implementation of health and safety strategy, policies and procedures.

### Composition and Membership

2. The Committee shall be composed as follows:

| <b>Membership</b>  | <b>Committee Officers (in attendance)</b>   |
|--|---|
| The Vice-Chancellor or a nominee from among the Provost and Deputy Vice-Chancellor and Pro Vice-Chancellors, who shall be the Chair;   | Academic Registrar or nominee;  |
| The Chief Operating Officer and University Secretary;  | such other advisers as are recommended to attend by the Director of People and Culture.   |
| The chairs of the College Safety Health and Environment Committees;  |   |
| three members of staff, one from each College, appointed by the College Pro Vice-Chancellor;   |   |
| two employees of Cardiff University voted for by staff;  |   |
| two student representatives nominated by the President of the Students' Union;   |   |
| one representative from each of the recognised Trade Unions;   |   |
| Director of People and Culture, or nominee;  |   |
| Director of Estates and Campus Facilities or nominee;  |   |
| Director of Health and Safety for Cardiff and Vale University Health Board or nominee;   |   |
| Director of Student Life.  |   |
| <u>Note:</u> The process of appointment to membership of the Committee and the terms of office will be in accordance with Ordinance 3. | <p>The Secretary to the Committee will be nominated by the Director of People and Culture.</p> <p><u>Note:</u> At the discretion of the Chair other University Officers, lay members or other specified parties (e.g. external auditors) as may be appropriate, shall be invited to attend meetings on an ad hoc basis.</p> |

## Duties, Powers and Terms of Reference

Responsibility to scrutinise the University's performance, and to recommend proposals, in the following areas of business:

3. monitor compliance with relevant legislation and, taking account of best practice, advise on the actions necessary to support the wellbeing of staff & students and ensure a safe and healthy work and study environment for staff, students and for authorised visitors to the University;
4. monitor the operation of the University's health & safety and wellbeing strategies, policies and procedures and make recommendations about any corrective action required;
5. establish sub-committees or groups, as appropriate, to advise on areas such as, but not limited to, genetic modification, radiation protection and fire safety;
6. evaluate the provision of appropriate safety, health, wellbeing and environmental compliance training to staff and students, including those with specific safety, health, wellbeing and environmental compliance responsibilities and to monitor the effectiveness of the training provided;
7. keep under review the provision of information and communication in relation to health, safety and wellbeing awareness;
8. encourage co-operation and consultation between the University and representatives of staff and students in order to improve the health & safety and wellbeing of staff and students;
9. keep under review current, emerging and potential challenges in relation to health, safety, wellbeing and environmental compliance in the external context that could have impact on University activities (including proposed changes to legislation), consider possible responses and recommend change where appropriate;
10. consider reports from Environmental Management Systems Steering Group, Safety & Staff Wellbeing, Student Support, Trade Union Safety Representatives, School/Directorate health and safety committees, and any other appropriate bodies;
11. provide input into the University's emergency and business continuity planning;
12. advise Council through Governance Committee on the health & safety and wellbeing implications as appropriate of all University activities;
13. review the Health, Safety and wellbeing plan in relation to the strategic aims of the University;
14. review health, safety and wellbeing performance to include audit reports, accidents and notifiable disease statistics and sickness absence trends; including (in partnership with the Environmental Sustainability Sub-Committee) ensuring coherence and strategic alignment of the Environmental Management System;
15. provide an interface between Cardiff University and the Cardiff and Vale NHS Trust on health, safety and wellbeing issues.

## Mode of Operation

16. The Committee has established the following Sub-Committees:

- Genetic Modification and Biological Agents Safety Committee
- Environmental Management Systems Steering Group
- AHSS College SHE Committee

- BLS College SHE Committee
- PSE College SHE Committee
- Professional Services SHE Committee
- Local Exhaust Ventilation Systems Working Group

17. The Committee shall provide a report on its activities and recommendations to the Governance Committee.

18. The committee will take into consideration the following in all matters:

- the student interest and public interest
- sustainability
- equality, diversity and inclusion

### Version Control

Terms of reference last reviewed: October 2024

Approval date and body: Governance Committee (20 November 2024)

Due for review: October 2025

## Investment and Banking Sub-Committee Constitution

### Purpose

1. To advise and assist the Finance and Resources Committee by monitoring and advising on the University's investment strategy and performance and the University's banking arrangements.

### Composition and Membership

2. The Committee shall be composed as follows:

| <b>Members</b>   | <b>In attendance</b>   |
|--|--|
| The Chair of the Sub-Committee, who shall also be a member of Council  | The Chair of Council   |
| Two members, at least one of whom should be a lay member of Council  | Group Financial Controller   |
| The President and Vice-Chancellor (or a nominee)   | Head of Treasury and Endowments  |
| The President of Cardiff University Students' Union (or a nominee)   | Investment managers to present on the activities of their portfolio  |
| <p><u>Notes:</u><br/>Additional external members, up to a maximum of two, with experience in investment and banking may be appointed as members, where a need is identified.<br/>Membership nominations must be recommended for approval by Finance and Resources Committee.<br/>The Chair of the Sub-Committee shall, ex officio, be a member of the Finance and Resources Committee.</p> | <p><u>Notes:</u><br/>Individuals may be invited by the Committee to present on specific items.<br/>The Governance Advisor who is the Lead Officer for the Sub-Committee will act as the Secretary.</p> |

### Occurrence

3. The Committee will meet at least 4 times per academic year.

### Terms of Reference

Responsibility to scrutinise the University's performance, and to recommend proposals, in the following areas of business:

4. The University's investment strategy, its investment principles ensuring that they meet the regulatory requirements of the Charity Commission, Medr and its successors and make recommendations to the Finance and Resources Committee as appropriate;
5. Investment performance criteria, and make recommendations to the Finance and Resources Committee as appropriate;

6. The appointment, contractual terms and performance of the University's investment managers and advisers, and make recommendations to the Finance and Resources Committee as appropriate;
7. Recommend to the Finance & Resources Committee on any bank overdraft, (revolving) credit facilities and other borrowing raised through bonds or other, including the approval of loan arrangements and finance leases above the value of £500k;
8. Keep under review and make recommendations to Finance and Resources Committee on the executive's plans and progress towards benefits realisation with respect to the bond-funded investments;
9. Maintain oversight of the Bond Repayment Fund with a view to enabling the University to repay the full sum on 7 December 2055;
10. Recommend to the Finance and Resources Committee on the appointment of bankers and designated bank signatories;
11. Recommend to the Finance and Resources Committee and the appointment of the University's main corporate insurer;
12. Ensure value for money is achieved in relation to the above matters and make recommendations to the Finance and Resources Committee and to the Council on external financing;

#### Authority to approve recommendations with respect to:

13. The Committee has delegated authority from the Finance and Resources Committee to approve the following items:
  - a. Treasury Management Policy

#### Mode of Operation

14. The Sub-Committee shall produce a report after each meeting and submit to the Finance and Resources Committee, providing detail on Investment Strategy, investment performance and any associated strategic risks.
15. The committee will take into consideration the following in all matters:
  - the student interest and public interest
  - sustainability
  - equality, diversity and inclusion

#### Version Control

Terms of reference last reviewed: October 2024

Approval date and body: Finance and Resources Committee 17 October 2024

Due for review: October 2025

## Nominations Sub-Committee Constitution

### Purpose

1. The Governance Committee may convene a Nominations Sub-Committee to consider and agree recommendations to Council in relation to key appointments, including the appointment and re-appointment of the Chair and Lay Members to the Council and its committees.

### Composition and Membership

2. The Committee shall be composed as follows:

| <b>Membership</b>  | <b>Committee Officers (in attendance)</b>  |
|--|--|
| The Chair of the Governance Committee or nominee (Chair)   | The Chief Operating Officer and University Secretary   |
| The Chair of Council and/or Vice-Chair of Council  | Head of Corporate Governance   |
| An additional Lay Member   | Governance Advisor   |
| One Staff Member (appointed from amongst the Senate members on the Council)  |  |
| One Student Member (appointed from amongst the Student members on the Council)   |  |
| <p><u>Notes:</u> No individual shall be eligible to be a member if the Committee is considering their own appointment, or the appointment of their successors in that role.</p> <p>Where the Chair of Governance Committee needs to recuse themselves another lay member shall chair the meeting</p> | <p><u>Notes:</u> The University Secretary shall be Secretary to the Nominations Sub-Committee.</p> <p>At the discretion of the Chair, other officers, as appropriate, may be invited to attend the meeting on an ad hoc basis.</p> |

### Occurrence

3. As determined by the Chair, to enable the Committee to meet required deadlines.

### Quorum

4. Four members, excluding any co-opted members.

### Terms of Reference

Responsibility to scrutinise, and to recommend proposals to Council, in the following areas of business:

5. The appointment and term of office of the Chair of Council, the Vice-Chair of Council, and new lay members to serve on Council and its sub-committees, as required.
6. The recruitment and selection of any Governor Apprentice.

#### Authority to approve recommendations with respect to:

7. As directed by Council, implementing search and selection exercises for the Chair of Council, the Vice-Chair of Council, and new lay members to serve on Council and its sub-committees, as required.
8. Ensuring that vacancies for lay members are publicised within the institution and staff, students and members of the Council are invited to submit names to the Secretary of the Council for consideration.
9. Determining the membership of any associated interview panels, which in the case of recruitment for the Chair of Council may include an external member.

#### Mode of Operation

10. The Nominations sub-committee shall have regard to:
  - a. the balance of membership on the Council and the needs of the University, taking into account the need to maintain an appropriate balance of skills and expertise and diversity of members, as directed by Governance Committee
  - b. the desirability of there being members connected with:
    - i. Industrial, commercial and financial concerns;
    - ii. Professions and learned societies;
    - iii. Public and health sectors; and
    - iv. Local communities.
  - c. the University's Statement of Independence for Lay Membership
11. Following completion of the search and selection processes the Nominations Sub-Committee shall inform Governance Committee and recommend the successful candidates to Council. This shall also include the recommended duration of the term of office where relevant.
12. The committee will take into consideration the following in all matters:
  - the student interest and public interest
  - sustainability
  - equality, diversity and inclusion

#### Version Control

|                                   |   |
|-----------------------------------|---|
| Terms of reference last reviewed: | August 2024                             |
| Approval date and body:           | Governance Committee, 25 September 2024 |
| Due for review:                   | September 2025                          |



## Open Research Integrity and Ethics Committee Constitution

### Purpose

1. To advise Governance Committee and Senate on the University's research integrity governance structures and procedures necessary for ensuring that the University meets the requirements of the Concordat to Support Research Integrity.

### Composition and Membership

|  |
|--|
| <b>Membership</b>  |
| A Pro Vice-Chancellor appointed by the Vice-Chancellor   |
| The College Deans (Research), from each of the Colleges  |
| Six members of the academic staff experienced in research integrity and ethics issues, ideally drawn from School Research Ethics Committees, two from each College on the nomination of Senate   |
| Two lay members appointed by the Council, one of whom shall be a member of the Council and one of whom shall not be a member of the Council and shall be independent of the University   |
| One member who is an Early Career Researcher   |
| One further member may be co-opted   |
| <u>Note:</u> The Pro Vice-Chancellor shall chair the Committee or may delegate this role to one of the College Deans of Research if required.<br>The process of appointment to membership of the Committee and the terms of office will be in accordance with Ordinance 3. |

|  |
|--|
| <b>Committee Officers (in attendance)</b>  |
| Head of Research Integrity, Governance and Ethics (secretary)                        |
| The Designated Individual for the University's Human Tissue Act Licence for Research |
| The Establishment Licence Holder for animal research                                 |
| The Chair of the Joint Research Governance Group                                     |
| Dean of Research Environment and Culture   |
| Research Integrity and Governance Officer  |
| Research Communications Manager  |
| Head of Assurance Services   |
| University Librarian   |
| Director of Biological Standards and Services  |
| Human Tissue Act (Designated Individual)   |
| Human Tissue Act Manager   |
| Responsible Research Assessment Officer (DORA)                                       |

Note: At the discretion of the Chair other University Officers, lay members or other specified parties (e.g. external auditors) as may be appropriate, shall be invited to attend meetings on an ad hoc basis.

### Occurrence

2. The Committee shall normally meet at least three times a year, to align with reporting to Governance Committee and Senate.

### Quorum

3. Quorum shall be six members, to include one lay member.

### Terms of Reference

4. Responsibility to scrutinise the University's performance, and to recommend proposals to Governance Committee, Senate or UEB.
5. Acting as an oversight body to ensure that the University meets the requirements of the UUK Concordat to Support Research Integrity. These include:

**(i) Maintaining standards**

Commitment #1: We are committed to upholding the highest standards of rigour and integrity in all aspects of research.

**(ii) Ethical and other frameworks**

Commitment #2: We are committed to ensuring that research is conducted according to appropriate ethical, legal and professional frameworks, obligations and standards.

**(iii) Culture of integrity**

Commitment #3: We are committed to supporting a research environment that is underpinned by a culture of integrity and based on good governance, best practice and support for the development of researchers.

**(iv) Research misconduct**

Commitment #4: We are committed to using transparent, timely, robust and fair processes to deal with allegations of research misconduct when they arise.

**(v) Strengthening integrity**

Commitment #5: We are committed to working together to strengthen the integrity of research and to reviewing progress regularly and openly.

**(vi) Open Research**

Commitment #6: We are committed to working with our staff and students to develop innovative approaches to support Open Research and the responsible use of research metrics.

6. Maintaining the University's Research Integrity and Governance Code of Practice and monitoring and reviewing its effectiveness on a regular basis.
7. Acting as an oversight body, and receiving reports, to ensure that the University meets the requirements of Open Research.
8. Maintaining and reviewing the 'Cardiff University policy on the ethical conduct of research involving human participants, human material or human data', the 'Cardiff University template Procedures for school research ethics committees' and associated documents, including review of annual School Research Ethics Committees reports.
9. Receiving reports on allegations of academic research misconduct and making recommendations on general issues arising from such cases.
10. Ensuring that appropriate mechanisms exist within the University to deal with complaints arising in relation to research integrity and ethics. In exercising this power the Committee shall not make judgements on whether it is necessary and/or appropriate that a particular research project be conducted. This power shall not interfere with the 'Cardiff University Procedures for Dealing with Allegations of Misconduct in Academic Research'.

#### Authority to approve recommendations with respect to:

11. Reviewing School Research Ethics Committees' annual reports submitted to Research and Innovation Services.
12. Considering appeals and referrals submitted by School Research Ethics Committees via the Head of School, in accordance with the 'Procedures for Cardiff University Schools in respect of non-clinical research involving human participants, human material or human data'.
13. Research Integrity training.
14. Reports received from its Sub-Committees.

#### Mode of Operation

15. The Committee shall:
  - (i) produce an annual report that will be submitted to Governance Committee for approval. The report will:
    - summarise actions and activities that have been undertaken to support and strengthen understanding and application of research integrity issues;
    - provide assurances that the processes the University has in place for dealing with allegations of misconduct are transparent, robust and fair, and continue to be appropriate to the needs of the organisation;
    - provide a high-level statement on any formal investigations of research misconduct that have been undertaken;
    - be made publicly available.
  - (ii) report to the Governance Committee on any outstanding difficulties in respect of its remit;

- (iii) seek clarification from external expert bodies, as necessary, on matters of research integrity and ethics.

16. The Committee shall refer matters Senate as appropriate.

17. The Committee may establish such working groups as are necessary to advise on matters within the remit of the Committee.

18. The Committee has established the following Sub-Committees and shall monitor compliance with legislative requirements by receiving, at each meeting, a report from each of the Sub-Committees:

- a. Biological Standards Committee
- b. Human Tissue Standards Committee
- c. Joint Research Governance Group
- d. Open Research Operational Group

In addition the Research Culture Working Group reports to the Committee.

19. The committee will take into consideration the following in all matters:

- the student interest and public interest
- sustainability
- equality, diversity and inclusion

## Version Control

Terms of reference last reviewed: May 2023

Approval date and body: Governance Committee, May 2023

Due for review: September 2024

## Professorial and Senior Salaries Committee Constitution

### Purpose

1. Established by the Remuneration Committee, to review and determine the remuneration, benefits and conditions of employment of Senior Staff (Professors, Directors of Professional Services and other Professional Services on the Senior Staff pay scale) within the strategy, policy and parameters determined by the Remuneration Committee and approved by Council.

### Composition and Membership

2. *The Committee shall be composed as follows:*

| Membership   | Committee Officers (in attendance)   |
|--|--|
| The President and Vice-Chancellor who shall be the Chair of the Committee;   | The HR Business Partner (Policy and Projects), or another member of the Human Resources team as appropriate who shall act as Secretary to the Committee  |
| The Provost and Deputy Vice-Chancellor who shall act as Chair of the Committee in the absence of the Vice-Chancellor;                                | The Director of People and Culture   |
| The three Pro Vice-Chancellor Heads of College;  |  |
| The Chief Operating Officer and University Secretary;  |  |
| The Chief Financial Officer  |  |
| <p><u>Notes:</u></p> <p>The process of appointment to membership of the Committee and the terms of office will be in accordance with Ordinance 3</p> | <p><u>Notes:</u></p> <p>The individual acting as the Committee Secretary will usually also be the minute-taker for the Committee. At the discretion of the Chair other University Officers, lay members or other specified parties (e.g. external auditors) as may be appropriate, shall be invited to attend meetings on an ad hoc basis.</p> |

### Occurrence

3. The Committee shall determine its own timetable for meetings but shall be expected to meet on a minimum of two occasions each year.

### Terms of Reference

Responsibility to scrutinise the University's performance, and to recommend proposals **to the Remuneration Committee**, in the following areas of business:

4. to review and determine the remuneration, benefits and conditions of employment of Professors, Directors of Professional Services and other Professional Services on the Senior Staff pay scale within the strategy, policy and parameters determined by the Remuneration Committee and approved by Council, taking account of comparative information on the

remuneration, benefits and conditions of employment in the University sector and elsewhere as appropriate

5. to make recommendations on reward arrangements for members of staff within the remit of the Committee.
6. to review the arrangements for the remuneration of professors and other senior officers of the University within the remit of the Committee, taking account of best practice within the University sector and elsewhere as appropriate and to make recommendations for improvements.

#### Authority to approve recommendations with respect to:

7. the remuneration, benefits and conditions of employment of Professors, Directors of Professional Services and other Professional Services on the Senior Staff pay scale within the remit of the Committee.
8. the remuneration of new appointments (including promotion to personal chair) within the set parameters and delegation arrangements for as per appendix 1.
9. discretionary revisions to remuneration made between meetings of the Committee; and to review decisions made between meetings of the Committee. Discretionary revisions to remuneration between meetings of up to 10% of base salary to be approved by the Vice-Chancellor. Cases above this value to be recommended by the Vice-Chancellor for sign off by the Chair of the Remuneration Committee.
10. approve any severance terms for staff of the University within the remit of the Professorial and Senior Salaries Committee on the termination of their employment, operating within the framework set out by the Remuneration Committee.
  - a. *Delegation of power to the Pro Vice-Chancellor(s), Director of People and Culture and Chief Financial Officer to approve severance arrangements of up to 12 months gross costs (up to a maximum of £100,000) with Vice-Chancellor approval for all arrangements above this value*
  - b. *with standard maximum of 2 years' gross costs for agreements authorised by the Vice-Chancellor.*
  - c. *standard 3 years' gross costs for agreements authorised by the Chair/Deputy Chair of the Remuneration Committee.*
  - d. *Proposals for agreements above 3 years' gross costs to be considered at a specially convened meeting of the Remuneration Committee. Such cases should include a business case.*

#### Mode of Operation

11. The committee will take into consideration the following in all matters:
  - a. the student interest and public interest
  - b. sustainability
  - c. equality, diversity and inclusion
12. The Committee will provide Remuneration Committee with a full report of its decisions which is transparent and meets the requirements of good governance.
13. The Committee will promote the University's responsibilities for equality and diversity by ensuring that relevant issues are given full consideration in all matters relating to the remuneration of all staff falling within the remit of the Committee.

## Appendix 1 Parameters and delegation arrangements

## a) Professorial recruitment

| Appointment level:  | Authority  |
|---|--|
| Band 1  | Recommended by Head of School and approved by College Pro Vice-Chancellor.<br>Salaries above the band maximum, must be approved by the Provost and Deputy Vice-Chancellor with support from the Director of People and Culture.                              |
| Band 2  | Recommended by the College Pro Vice-Chancellor and approved by the Provost and Deputy Vice-Chancellor.<br>Salaries above the band maximum, must be approved by the Provost and Deputy Vice-Chancellor with support from the Director of People and Culture.  |
| Band 3  | Recommended by the College Pro Vice-Chancellor for approval by the Provost and Deputy Vice-Chancellor and Vice-Chancellor.<br>Salaries above the band maximum, must be approved by the Vice-Chancellor with support from the Director of People and Culture. |
| Any salaries above the current pay scale will require Vice-Chancellor approval with support from the Director of People and Culture.  |  |
| Any salaries of £150K and above will require Vice-Chancellor and Chair of Remuneration Committee (or delegate) approval with support from the Director of People and Culture. |  |

## b) Senior Professional Staff – Determination of remuneration

Recruitment to all Senior Professional Staff roles will be subject to HAY job evaluation by HR and allocated a Tier, with salary determined by the market and approved by the relevant Director and the Chief Operating Officer and University Secretary. Where market forces require a market supplement, this process will be supported by the Director of People and Culture.

## Version Control

Terms of reference last reviewed: November 2024 (no changes)

Approval date and body: Remuneration Committee; November 2022

Due for review: November 2025