

# Technological University Dublin

## Governing Body Equality, Diversity and Inclusion Committee

### Revised V4 TERMS OF REFERENCE (Approved by GB 22 February 2023)

TERMS OF REFERENCE	
GOVERNING BODY EQUALITY, DIVERSITY AND INCLUSION COMMITTEE RECORD	
Reference Number	GBEDIC 001
Document Owner	Governing Body Equality, Diversity and Inclusion Committee
Approval Body	Governing Body
Approval Meeting	Governing Body Meeting, 22 February 2023

## 1. Constitution

Under the provisions of the *Technological Universities Act, (No 3 of 2018), Schedule 1, Paragraph 6*, the Governing Body of Technological University Dublin has established an Equality, Diversity and Inclusion Committee (EDIC) to assist and advise it in relation to the performance of its duties. In appointing members of this Committee the Governing Body shall have regard to the range of qualifications and experience necessary for the proper and effective discharge of the functions of this Committee. The EDIC is authorised by Governing Body to consider any matter within its Terms of Reference or relevant to it.

## 2. Membership and Chair

- i) The EDIC shall consist of up to 8 members, to include not less than 2 external members of the Governing Body.
- ii) The President is an *ex officio* member in addition to the members appointed by the Governing Body and may appoint a nominee to attend in their place.
- iii) The EDIC shall have at least 1 student member of Governing Body.
- iv) The EDIC shall have at least 1 elected staff member of Governing Body.
- v) The EDIC shall have at least 2 independent member(s) external to the Governing Body. Each independent member to have at least 3 years recent and relative experience within the equality, diversity and inclusion area.
- vi) The EDIC shall have at least 3 Governing Body members with recent and relevant experience within the area of equality, diversity and inclusion.
- vii) Membership of the EDIC shall have regard to the objective that at least 40% of members of the Committee shall be women and at least 40% shall be men as prescribed under Section 12(5) (b) of the Technological Universities Act 2018.
- viii) When the term of an external<sup>1</sup> Governing Body member expires so too shall their membership of the EDIC
- ix) The EDIC will be chaired by one of the members of Governing Body, appointed by the Governing Body.

## 3. Duration of Appointment

The duration of appointment for a member of the EDIC shall not exceed three years, renewable for up to three years; such a member may not serve more than two consecutive terms of office.

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<sup>1</sup> As defined in S12 (6) of TU Act 2018

#### 4. Quorum

- i) The quorum for all EDIC meetings necessary for the transaction of business shall be 50% of the complete membership plus one, (to include a non-executive member of Governing Body), to be present for the meeting to be deemed quorate. Where the complete membership constitutes an odd number the quorum shall be 50% of the membership rounded up to the next whole number plus one.
- ii) The EDIC may hold or continue a meeting by the use of any means of communication by which all the members can hear and be heard at the same time (*in this document referred to as an “electronic meeting”*).
  - a) A member of the EDIC who participates in an electronic meeting is taken for all purposes to have been present at the meeting
  - b) A duly convened meeting of the EDIC at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the EDIC.

#### 5. Frequency, attendance and convening of meetings

- i) The EDIC will meet four times within a twelve-month period. The Chairperson of the EDIC may convene additional meetings, as they deem necessary.
- ii) Only members of the EDIC have the right to attend Committee meetings. However, as the business of the EDIC requires other officials of the University and/or external advisors, these persons may be invited to attend all or part of any meeting to assist it with its discussions on any particular matter as and when appropriate and necessary.
- iii) The EDIC may ask any or all of those who normally attend but who are not members to withdraw to facilitate open and frank discussion of particular matters.
- iv) The Governing Body may ask the EDIC to convene further meetings to discuss particular issues on which they seek the Committee’s advice.

#### 6. Secretariat

- i) The EDIC will be provided with a secretariat function by the Equality, Diversity and Inclusion (EDI) Office. The EDI Director, or his or her nominee, shall ensure that the EDIC receives information and papers in a timely manner to enable full and proper consideration to be given to issues.
- ii) Meetings of the EDIC shall be convened by the secretary of the Committee at the request of the Chair of the Committee if they consider it necessary.
- iii) Unless otherwise agreed by the EDIC, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the EDIC no later than five working days before the date of the meeting.

- iv) Supporting papers shall be sent to EDIC members at the same time.
- v) Notices, agendas and supporting papers can be sent in electronic form.

## 7. Reporting

- i) The EDIC Chair will present a summary report to the Governing Body at the next Governing Body meeting after each EDIC meeting. Where time permits, this shall be in writing, but where not possible, an oral report shall be presented.
- ii) The EDIC will formally report in writing to the Governing Body by way of circulation of agreed signed minutes, including agreed reporting of matters discussed in private session, after each EDIC meeting.
- iii) The EDIC will provide the Governing Body with an Annual Report summarising the work done during the year and highlighting key governance issues covered.

## 8. Responsibilities

- i) The EDIC will advise the Governing Body on reviewing and recommending:
  - a) Policies on the promotion of equality, diversity and inclusion
  - b) Strategies to develop an inclusive culture, communicate a coherent vision, and generate engagement
  - c) Programmes of change to eliminate bias and remove barriers to equality of opportunity:
- ii) The Committee shall have a monitoring remit.
- iii) Consider other related topics as requested by Governing Body.
- iv) To liaise as necessary with any other Committee of Governing Body.
- v) The Committee shall recommend any amendments to its Terms of Reference to Governing Body.
- vi) Periodically review its own effectiveness and report the results of that review to the Governing Body
- vii) Examine matters as may arise in the context of compliance with the Code of Governance adopted and approved by Governing Body as updated or amended from time to time.

## 9. Rights

The EDIC may, subject to obtaining the prior approval of Governing Body:

- i) Co-opt additional members to provide specialist skills, knowledge and experience;
- ii) Procure specialist advice at reasonable expense to the University, on any matter it believes it necessary to do.

## 10. Access

The Chair of the EDIC will have free and confidential access to the Chair of the Governing Body.

## 11. Information Requirements

- i) The EDIC shall keep itself up to date and fully informed about strategic issues and changes affecting the University and the environment in which it operates.
- ii) It is authorised to seek any information it requires from the President of the University and the President is directed to co-operate with any request made by the Committee.
- iii) Subject to Governing Body approval the Committee is authorized to obtain professional advice through the President and to secure the assistance of any relevant experience and expertise if it considers it necessary subject to procurement regulations.

## 12. Review of Terms of Reference

The EDIC shall review these Terms of Reference annually.