

COUNCIL

TERMS OF REFERENCE 2020/21

PURPOSE: Council is the governing body of LSHTM and has overall responsibility for its operational and strategic management.

STATEMENT OF PRIMARY RESPONSIBILITIES

- To approve the mission and strategic vision of the School, long-term academic and business plans and key performance indicators, and to ensure that these meet the interests of stakeholders;
- To ensure that processes are in place to monitor and evaluate the performance and effectiveness of the School against the plans and approved key performance indicators, which should be – where possible and appropriate – benchmarked against other comparable institutions;
- To appoint the Director of the School as chief executive, and to put in place suitable arrangements for monitoring his/her performance;
- To delegate authority to the Director for the academic, corporate, financial, estate and human resource management of the School. To establish and keep under regular review the policies, procedures and limits of such delegated management functions;
- To ensure the establishment and monitoring of systems of control and accountability, including financial, human resources and other operational controls and risk assessment, and procedures for handling internal grievances and for managing conflicts of interest;
- To have the ultimate financial and business responsibility for the School, to ensure that proper books of account are kept, to approve the annual budget and financial statements, and to have overall responsibility for the School's assets, property and estates. This ultimate financial and business responsibility recognises that the Director has delegated powers from Council;
- To be assured that the students' experience (including welfare) is maintained at a high level;
- To safeguard the reputation and values of the School;
- To be the School's ultimate legal authority and as such, to ensure that systems are in place for meeting all the School's legal obligations and that the School's constitution is always followed;
- To ensure that good governance operates including conducting Council's business in accordance with the best practice in higher education corporate governance (including adherence to Office for Students "Conditions of Registration" and the Committee of University Chairs' "*Higher Education Code of Governance*");
- To adhere to the principles of public life drawn up by the Committee on Standards in Public Life – i.e. *Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership*;
- To provide formal annual assurances to Office for Students on the reliability of degree standards and the continuous improvement of the student academic experience and of student outcomes;
- To act as trustee for any property, legacy, endowment, bequest or gift in support of the School;
- To appoint a Secretary & Registrar to act as clerk to the Council ensuring that he/she is solely accountable to the Chairman of the Council for this governance role and that he/she has access to all information he/she requires to ensure good governance operates; and
- To establish the following Committees required by Office for Students, the HE Code of Governance or the Charter & Statutes: - an Audit Committee, a Nominations Committee, a Remuneration Committee and Court.

Committee evaluation

- To review the Committee's effectiveness and the suitability of its terms of reference annually.

COMPOSITION

The composition of the Council is set out in Clause 8 of the Charter. The Council comprises a maximum of 16 persons of whom the Director of the School and the Chair of the Student Representative Council are ex officio members and the independent members who are neither members of staff or students must comprise the majority of all members of Council.

Membership:

- External members (10)
- Elected staff members (4: 3 Academic Staff, 1 Professional Services)
- Director
- Student Representative Council President

In attendance:

- Deputy Director and Provost
- Secretary and Registrar

Quorum: The Charter states that "the Council shall be deemed to be quorate when: at least 7 members are present; and the majority of those members present at any meeting are persons who are neither students nor members of staff of the London School. No business of Council shall be transacted at any inquorate meeting except the adjournment of the meeting. At a reconvened meeting following an adjournment for lack of quorum then the business for which the original meeting was called may be completed in the absence of a quorum

MODE OF OPERATION

As set out in the LSHTM's [Ordinances](#).