

UCAS Council Terms of Reference

UCAS ('the Company')

1. Constitution

The UCAS Council ('the Council') is expected to comprise around 35 Council members who shall be approved by the Chief Executive Officer (CEO) and the Executive Sponsor of Council nominated by the CEO of UCAS ('the Company') in consultation with the Chair and Vice Chair of the Council as appointed by the UCAS Board ('the Board').

The membership of the Council shall be developed through the nominating organisations and bodies (as set out in the annex to these terms of reference (*Membership of the Council*)) as well as open recruitment at the discretion of the CEO. Membership of individual Council members is renewable but shall not normally exceed three consecutive years.

The Chair of the Council shall be determined by the CEO and approved by the Board in line with UCAS' Articles of Association. The Chair's term will normally be two years and renewable once for a further 2 years, with the approval of the UCAS Board. At the discretion of the CEO and Executive Sponsor a member of Council may be appointed to serve as Vice Chair of Council to support the Chair. Normally the Vice Chair, if appointed, would be expected to become Chair at the end of the serving Chair's term of office.

2. Purpose

The Council represents the Company's customers and voices across tertiary education and apprenticeships, with its principal role being to act as an advisory body to the Board.

Subject to the provisions of the Articles, the Council shall advise the Board and Executive team on:

- service issues relating to admissions services and products;
- the strategy and direction of the Company;
- the Company's public position on matters of education and apprenticeship policy; and
- act as a champion for the mission and charitable purpose of the Company.

The Board and Executive Team undertakes to:

- co-operate with the Council and respond as appropriate to the Council's views and recommendations; and
- consider Council's view in strategic decision making when appropriate;

To fulfil its purpose the Council shall:

- receive regular reports on the Company's performance from the CEO;
- have discretion to establish working groups to support its work;
- represent a range of views from different customers and stakeholders of the Company, but the Council shall not necessarily be responsible for building consensus;
- be accountable, ethical, and transparent when undertaking its purpose; and
- support and nurture the Policy Advisory Groups established by the Company;

3. Secretariat

The Company shall provide secretarial support to the Council (the Council Secretary).

4. Proceedings

The Council shall meet at least twice per year and up to five times a year, through a mixture of hybrid and face to face meetings. These meetings will take place two to three weeks prior to the Board meeting to allow the Council to provide specific advice on the matters under discussion by the Board when appropriate.

Council meetings shall be called by the Company on behalf of the Council Chair, by notice to the members of the Council. Meeting agendas will be set and agreed with the Chair and Vice Chair of the Council and the Company shall minute the proceedings of the meetings which shall be circulated to the Council and Board.

All proceedings of Council will be undertaken under the Chatham House Rule, unless stated differently by the Chair of Council.

5. Quorum and voting

The quorum shall be 18 unless the membership is fewer than 35 people in which case it shall be a simple majority of the Council members at any one time.

Decisions at Council meetings shall be made by a majority vote and each Council member shall be entitled to one vote. In the event of an equality of votes at a meeting, the Council Chair shall have a casting vote.

6. Attendance

The Executive Sponsor for Council (or such other individual as designated by the CEO) of the Company and the Chair of the Board shall be required to attend the Council meetings. Other senior members of UCAS staff, guests, and/or external speakers may be invited by the Chair of the Council to attend any Council meetings or parts thereof, as required from time to time.

Council members shall attend a minimum of 75% of Council meetings each calendar year. Where this is not the case, membership will be reviewed.

None of the above persons who shall be in attendance at any Council meeting shall be entitled to vote on any resolution.

ANNEX to the UCAS Council terms of reference - Membership of the UCAS Council

	Number	Notes
UCAS Council Chair	1	Nominations Committee
Formal Advisory Group Chairs		
Providers Group	1	Advisory Group Chair appointment process
Advisers Group	1	
Students Group / undergraduate	1	
English Group	1	
Scottish Group	1	
N. Irish Group	1	
Welsh Group	1	
International Group	1	
Conservatoires Group	1	
Apprenticeship Group	1	
Subtotal	10	
Representative Groups		
UUK	1	Organisation nomination
GuildHE	1	
Independent HE	1	
Association of Colleges	1	
NUS	1	
AELP	1	
Association of School and College Leaders	1	
School Leaders Scotland	1	
Careers and Enterprise Company	1	
Independent Schools Council	1	
Sixth Form Colleges Association	1	
ARC (Academic Registrars Council)	1	
HELOA (HE Liaison Officers Association)	1	
UKCISA (UK Council for International Student Affairs)	1	
Subtotal	14	
Providers not represented by Advisory Groups		
		Open process
HE College	1	
FE College	1	
Subtotal	2	
Applicants not represented by Advisory Groups		
Undergraduate	1	Open process
Postgraduate	1	
Apprentice	1	
Subtotal	3	
Education policy experts	3	Open process
Employers and business	2	Open process
Total	35	