



Subject Policy Committee Terms of Reference - Membership
Purpose For Decision
From Head of Qualifications and Governance

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1. Summary

To agree minor adjustments to the Policy Committee's Terms of Reference in relation to its membership requirements. The adjustments make provision for the Committee to be temporarily populated by Board members and provide the Chair of the Committee with the ability to invite additional Board members and/or other non-executives from other Committees to join Policy Committee meetings for specific items.

2. Recommendations

It is recommended that the Board approves the minor adjustments, as set out in Annexes A and B, to the membership requirements set out in the Policy Committee's Terms of Reference and that the adjustments apply retrospectively from 22 June 2020.

3. Open Session

4. Contribution to the Board's Purpose and Objectives

In delivering the Architects Act 1997, ARB's objectives are to protect the users and potential users of architects' services and to support architects through regulation. Under the Act, the Board may appoint committees to assist in delivering relevant functions. The Board populates the committees taking into account the skills and experience of Board members, equality, inclusion and diversity considerations and the terms of reference of each committee.

5. Key Points

i. Proposed Adjustments to the Committee's Terms of Reference

The Committee's current terms of reference make provision for the membership of the Committee to be constituted as follows:

'The members of the Committee shall be appointed by the Board and shall consist of the following:

- Three Board members
- Two independent policy experts

Two lay Board members and one architect Board member should sit on the Committee. One of the independent policy experts should be an architect, the other a lay member.

The Board may also appoint an additional external member to supplement the Committee's skills base and/or provide an additional independent perspective.'

In February 2020, two candidates, one lay and one architect were recruited to join the Policy Committee to fill the roles of the independent policy experts.

From 1 April 2020 and due to a pause in the Ministry of Housing, Communities and Local Government's recruitment processes, the Board was carrying two permanent Board vacancies, one architect and one lay. The Board therefore decided to fill those vacancies on a temporary basis. After a further recruitment process, the Board decided that the two candidates who had been selected to join the Policy Committee as independent policy experts should be appointed to become temporary Board members, leaving the independent policy expert vacancies on the Policy free.

These decisions have meant that the membership requirements set out within the Committee's Terms of Reference are not currently being fulfilled.

Given the current landscape and the time that it will take to fill the independent policy expert roles, it is recommended that the Board adjusts the membership requirements temporarily rather than recruiting two additional independent policy experts to fill the roles.

It is therefore suggested that the Policy Committee consists of four Board members, two architects and two lay members.

This means that two current architect and two current lay members could sit on the Committee on a temporary basis. Once the Department has appointed a new permanent architect member and a new permanent lay member, the current temporary architect member of the Board will be able to resume their position as an additional independent policy expert. The Board can then review the position and determine whether it wishes to make further adjustments to the Terms of Reference and/or the membership of the Committee as needed.

Given the variety of topics the Committee is likely to be considering over the forthcoming period, it is also suggested that the Chair of the Policy Committee be given the discretion to invite additional Board member/s and/or other non-executive Committee members to attend meetings of the Committee for specific agenda items. This will facilitate the development of linkages between different areas of the organisation's business and ensure that the Committee can benefit from additional expertise where needed.

It is also recommended that the adjustments apply retrospectively from 22 June 2020 to cover the last meeting of the Policy Committee which took place on 30 June 2020; the Policy Committee met on 30 June to deal with some important matters which are on the Board's agenda for its meeting on 10 July.

- ii. **Annexes A and B** of this paper set out the proposed tracked changes within the Terms of Reference and a clean version of the updated Terms for reference.

Once a new permanent Chair has been appointed by the Department, it is recommended that the Terms of Reference be reviewed again, and the possibility of the membership requirements reverting to their original composition.

- iii. The Policy Committee discussed the proposed adjustments to the membership section of its Terms of Reference at its meeting on 30 June 2020. The Policy Committee noted that given the circumstances, the proposed adjustments provided a pragmatic and proportionate solution. The Committee felt that a committee of four members, with the option of being able to invite subject specialists to contribute to specific items would work well. The Committee was mindful that if additional Board members were invited to attend meetings for specific items there was a risk that the Committee would be seen as a parallel Board, however it was felt that there were sufficient mitigations in place to prevent this. It was also stressed that the Policy Committee was an advisory committee which had been established to scrutinise and challenge the recommendations the Executive were developing for consideration by the Board.
- iv. The Board is asked to consider the proposed adjustments to the Terms of Reference as set out in Annexes A and B and agreed the recommendations set out in Section 2 of this paper.

6. Resource implications

The 2020 budget includes provision for four Policy Committee meetings. The Committee agreed at its first meeting in May, that it wished to meet more frequently and on a monthly basis with the exception of August 2020. The Board has also agreed that the Policy Committee should be involved in matters relating to EU Exit, which may necessitate additional meetings outside of the regular cycle. Whilst most meetings are likely to be conducted remotely rather than in the ARB Office, reducing expenditure on travel, the increased frequency of meetings and the likelihood that additional Board members/non executives will be invited to join meetings for specific items it is anticipated that we will exceed the planned expenditure for this Committee. This increased cost was factored in to the forecasted outturn reported to the Board in June 2020.

7. Risk Implications

ARB's committees should be properly resourced with membership selected from those who have appropriate skills, expertise and experience to ensure that the committees meet their terms of reference.

Noting the proposal which would enable the Chair of the Policy Committee to invite additional Board members to join the Committee for specific agenda items, the Board/Chair of the Policy Committee will need to take care to ensure that Policy Committee meetings are not overly dominated by Board members when considering those specific, particularly when those items need to progressed to the Board for discussion and decision. There is a possibility that the Policy Committee could be seen to be undertaking the work of the Board if meetings involve more than half of the Board members. This risk should be mitigated however by ensuring that the Committee adheres to its terms of reference; the Committee's minutes being available to the Board in a timely way and the careful management of any additional Board members being invited to attend the meetings.

8. Communication

Changes to the membership of the Board have necessitated a review of the Policy Committee's Terms of Reference. The proposals provide a proportionate and pragmatic solution until the Department is in a position to make two permanent appointments to the Board.

9. Equality and Diversity Implications

When populating the Board's committees, consideration is given to equality, inclusion and diversity implications.

10. Further Actions

Subject to the Board's decisions, the revised Terms of Reference will be effective retrospectively from 22 June 2020. The Executive will update the relevant page on the ARB website to reflect the updates. The Board will need to determine whether it wishes to make any adjustments to the membership of the Committee in due course; it is due to undertake its annual review of the membership of all committees during the Autumn 2020.