



Subject Prescription Committee – Terms of Reference
Purpose For Decision
From Prescription Committee

If you have any enquiries on this paper, please contact Emma Matthews at emmam@arb.org.uk or on 020 7580 5861

1. Summary

To agree to update the Terms of Reference to allow the co-option of an external member to fill the vacancy of Chair in the event that the Board does not have the relevant expertise from within to adequately populate the Committee.

2. Recommendations

It is recommended that the Board:

- i. agrees to update the Prescription Committee's Terms of Reference as outlined in Annexes A and B of the paper so that they become immediately effective following the Board's meeting on 16 February 2017; and
- ii. agrees that once the skills and expertise of the new appointed Board members are known, the Board decides whether it needs to co-opt an external individual to act as Chair of the Prescription Committee or whether the Chair can be drawn from the newly appointed Board members.

3. Open Session

4. Contribution to the Board's Purpose and Objectives

In delivering the Act, ARB's objectives are:

Protect the users and potential users of architects' services: we ensure that architects are appropriately qualified and have undertaken appropriate qualifications before being admitted to our Register.

Support architects through regulation: we maintain and publicly demonstrate the status of architects as competent, qualified professionals by ensuring that they have completed appropriate qualifications before they are admitted to our Register.

5. Background

- i. The Prescription Committee's Terms of Reference were last reviewed and updated in February 2016 following a recommendation from ARB's internal auditors. The internal auditors recommended that the Terms of Reference should include a reference to the minimum number of times that the Committee should meet in any given year. This was so that the Terms of Reference across all of ARB's committees aligned and were consistent.

Little has changed in relation to the Committee's role and remit since this point. However, the Board will be aware that two appointed members of the Committee, including the Chair, will need to leave the Board, and consequently the Committee, on 31 March 2017 due to the completion of their two, four-year tenures as Board Members.

A skills audit for all Board members was undertaken in mid-2016, and the position regarding the Prescription Committee was discussed by the Chair of the Board and the Chairs of the Board's Committees in November 2017; noting the need to ensure all of ARB's committee are populated appropriately, they identified at that point there were no natural lay/appointed member successors who could, or any remaining Board members who wished to, fill the position of the Chair of the Prescription Committee from 1 April 2017.

The Department of Communities and Local Government was made aware of the position in advance of the recruitment exercise to find three new Board members and we highlighted that the Board would need to replace the skills and expertise which the current appointees chairing and sitting on the Committee possess. However, the Chairs of the Committees recognised that it is unlikely that any appointee joining the Board from 1 April 2017 will have the skills to immediately pick up the role of Chair of the Prescription Committee.

Noting the above and noting that a similar issue had arisen in relation to the Audit Committee in 2016 (albeit not in relation to the Chair of that Committee), the Chairs suggested that the Prescription Committee's Terms of Reference be reviewed and altered to permit the Board to co-opt an external individual to chair the Committee for a period of up to a year where the Board does not possess the relevant skills/experience from within the membership of the Board. This would allow a potential new appointed Board member, who has the skills and expertise to become Chair, to join the Committee and to act as a regular member whilst shadowing the Chair for a period of up to a year. This would then enable that individual to fill the role of Chair at the appropriate time within that year.

The Chairs of the Board's Committees discussed this again in early February 2017 and agreed that the position remained the same.

- ii. The Prescription Committee discussed the matter at its meeting of 12 January 2017

and requested that the following areas be included in the Board paper being presented on 16 February 2017, and where appropriate, clarified:

Undertaking Committee level appraisals

Members of the Committee queried how the Committee level appraisals would operate if an external individual was co-opted on to the Committee as Committee Chair for up to one year; it is suggested that the individual appointed to the position undertakes the Committee level appraisals and feedback back to the Board Chair in the usual way.

Reporting at Board meetings

Members of the Committee noted that typically the Chair of the Committee led the discussions regarding prescription matters at Board meetings; it was queried how the reporting process would therefore operate at Board level if an external individual was co-opted on to the Committee. It is suggested that the co-opted individual would attend Board meetings solely for the section of the agenda dealing with this area and that this individual would lead the discussions relating to prescription matters. Given that it is the Board that must make decisions regarding the prescription of qualifications; that the Committee's role is to ensure the applications for prescription are sufficiently clear to enable the Board to make a decision and the Committee only offers advice to the Board in relation to such matters, the co-opted individual would not have a vote at Board meetings.

Voting at Prescription Committee meetings

Whilst it is extremely rare for the Prescription Committee to take a vote on any of the items it discusses, members of the Committee queried whether the co-opted individual would have any voting rights if required. It is suggested the co-opted individual should have voting rights and should have the casting vote in the event of a tied vote.

As a result of the Committee's queries in these areas, and should the Board decide to co-opt an external individual on to the Committee for a period of time, the terms of the appointment, as outlined above, will be made clear to the appointed individual before they take up the position.

Bolstering the Committee Membership

Some members proposed that the membership of the Committee could be expanded by appointing additional Board members to cover any forthcoming skills gaps. As noted above, it is the Board which is charged with making decisions in relation to the prescription of qualifications; if the Committee membership consisted of a majority of Board members this would affect the balance of Committee and it could be deemed that the Committee was in fact making decisions rather than the Board. It should also be noted that the Committee already has the ability to co-opt external expertise where needed from its pool of independent advisers.

Other options

Some members of the Committee suggested that an elected Board member could be appointed rather than an external individual being co-opted as Chair of the Committee, as neither the Act nor the General Rules precluded this. Other members of the Committee noted that the independence of the Chair was critical to this Committee and noted that the perceived and actual conflicts of interest that affected elected members of the Board could affect this and cause the Board reputation damage by impacting on the credibility of the process. It was also noted that it was custom and practice for the chairs of all of the Board's committees to be appointed rather than elected members of the Board in order to reflect the balance and position at Board level.

- iii. Noting the above, the Board is therefore asked to discuss and consider the position. The proposed adjustments to the Terms of Reference are outlined in **Annex A**. A clean copy of the proposed and adjusted Terms of Reference can also be found at **Annex B** for reference. After considering the options, the Committee recommends that the Board agree that the proposed changes become effective immediately following the meeting.

7. Resource implications

The Committee regularly holds a minimum of eight meetings in any given year. These meetings are budgeted for on an annual basis.

8. Risk Implications

Failure to populate the Prescription Committee with individuals, including a Chair, who have the relevant skills and experience poses a significant risk to the Board; this could result in the Board failing to appropriately discharge its duties in this area. The reputation and status of the prescription process could also be called into question by stakeholders if appropriately skilled individuals are not appointed to the Committee. Finally, the Committee has been dealing with some increasingly complex and technical business in the last year; it will be important to ensure that the Committee has the relevant expertise so that it can continue to deal with these issues, which are arising on a more frequent basis. The proposals seek to mitigate these risks until appropriate Board members can be found to fill the vacancy of Chair.

9. Communication

Reviewing and updating the Prescription Committee's Terms of Reference will ensure that the Committee can continue to operate effectively during a period of change.

10. Equality and Diversity Implications

None

11. Further Actions

If the Board decides to make the proposed adjustments to the Terms of Reference, and once the skills and expertise of the new appointed Board members are known, the Board will decide whether it needs to co-opt an external individual to act as Chair of the Prescription Committee or whether the Chair can be drawn from the newly appointed Board members.

Annex A

Terms of Reference and Membership of the ARB Prescription Committee

Effective from ~~11 February 2016~~ 16 February 2017

The membership should consist of the following:

- At least four members drawn from the ARB Board; plus
- A further appointed member drawn from the ARB Board to act as Chair; plus
- A member of the Committee's Pool of Independent Advisers (who will be an ex-officio member of the Committee)
- The Board may appoint an external individual to act as Chair of the Committee for a period of up to one year where the Board does not have the necessary skills base

The Chair of the Board will not be a member of the Committee.

The Chair of the Committee has the ability to reserve the right to add further Independent Advisers to the membership as and when the Committee's workload requires it or where the quorum cannot be achieved for any given item at one of the Committee's meetings. This should be at the discretion of the Chair of the Committee but notified to the Board for information through the Committee's Minutes.

Quorum

The quorum of the Prescription Committee should not be less than half the number of members of the Committee*, one of whom must be an appointed member and one of whom must be an elected member.

Where the Chair of the Committee has co-opted one of the Committee's Independent Advisers on to the Committee for the relevant meeting and for the purposes of considering applications for prescription, that co-opted individual shall be considered as a full member of the Committee for the relevant item/s.

*In the event where the Committee might consist of an odd number of members, the quorum should be rounded up to be more than half, i.e., if there are seven members, the quorum would need to be four members etc.

Frequency of Meetings

The Committee will meet at least eight times per year. Additional meetings can be called by the Committee Chair at any time, giving 14 days' notice.

Terms of Reference

To oversee the implementation of the Procedures for Prescription and, in so far as provided in them, to perform any functions given to it, and, on behalf of the Board, to take any decision or to make any agreement required in relation to the Prescription Process up to and including paragraph 2.9 for new applications; and paragraph 6.2 up to and including 8.5 for applications to

renew prescription. To oversee matters relating to the ARB's Prescribed Examinations and the Competency Standards Group.

Regulation on Authority (agreed by the ARB Board on 22 November 2012)

1. The Prescription Committee is authorised to exercise any of the functions of the Board set out in the Prescription Procedures up to and including paragraph 2.9 for new applications; and paragraph 6.2 up to and including 8.5 for applications to renew prescription.
2. The Chair of the Prescription Committee is authorised to act on behalf of that Committee in respect of any of its functions (whether under paragraph 1 above or otherwise) if in their opinion it is necessary to do so before the next meeting of the Committee and it is not practicable to obtain the views of members of the Committee.
3. Any action taken under paragraph 2 above shall be reported as soon as practicable to members of the Committee.

Annex B

Terms of Reference and Membership of the ARB Prescription Committee

Effective from 16 February 2017

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- A further appointed member drawn from the ARB Board to act as Chair; plus
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6. Any action taken under paragraph 2 above shall be reported as soon as practicable to members of the Committee.