



**CARLOW COLLEGE**  
ST. PATRICK'S

# **Management Board Constitution**

## 1. GENERAL FUNCTION OF THE MANAGEMENT BOARD

To assist the President of the College in overseeing the overall integration, coherent management and effective co-ordination and delivery of the programmes of the College (Carlow College, St. Patrick's Instrument of Governance Ref 10.1).

The Governing Body has given responsibility to the President, with the support and assistance of the Management Board, to administer the College and for the day to day executive management of the College, in accordance with the intentions of the Governing Body.

## 2. PARTICULAR FUNCTIONS OF THE MANAGEMENT BOARD

The particular functions of the Management Board, as set out in the Terms of Reference approved by the Board, are to assist the President:

- to manage and direct the activities of the College and manage and direct the staff of the College in the implementation of such activities;
- to plan and develop the educational work of the College;
- to undertake any responsibility which is necessary and appropriate to promote the strategic development of the College;
- to oversee the internal organisation, direction, management and discipline of the College;
- to establish a sub-committee of the Management Board with responsibility for Risk Management within the College and who will report to the Management Board on a quarterly basis. This Risk Management sub-committee will liaise with the Governing Body's Audit Committee, who have oversight for Risk Management within the College, and provide bi-annual reports to the Audit Committee on the sub-committee's activities and assessments in the management of risk;
- to develop proposals to the Governing Body about the characteristic spirit and development of the College;
- to manage the budgets and resources of the College;
- to promote co-operation with any other institution, authority or body for any purpose of the College;
- to ensure processes and structures are in place with reference to the selection, registration, suspension and withdrawal of students in accordance with the regulations of the College;
- to review, advise and approve agreed recommendations from the Strategic Development Committee and the Estates Development Committee;
- to develop the decision-making process within the Management Board;
- to create and keep records of meetings adhering to the Guidelines Regarding Keeping Records of Meetings.

## 2. MEMBERSHIP OF THE MANAGEMENT BOARD

### **Ex Officio Membership:**

The Management Board is constituted by *ex officio* members who sit on the Board by the nature of their function within the College.

President

Vice President / Bursar  
Vice President for Academic Affairs and Registrar  
Director of Operations  
Quality Assurance Officer  
Head of Student Services  
Assistant Registrar for Academic Affairs  
Assistant Registrar for Strategic Development  
Students Union President

**Non Ex Officio Members:**

The Board may also include such other persons as the President may invite to sit on the Board (Carlow College, St. Patrick's *Instrument of Governance* Ref 10.2). The number of staff members nominated by the President to sit on the Board can change as required.

**Organisational Structure Change:**

As the College evolves and its organisational structure changes, membership of the Management Board should reflect the organisational changes.

**Committee Structures and Working Groups:**

The Management Board may from time to time create committees or short term working groups, as deemed appropriate, to report to the Management Board on specific matters.

**Attendance of Non-members:**

The Management Board may invite non-members to attend meetings for the duration of the discussion on any particular agenda item.

**Gender Equality**

Carlow College, St. Patrick's is committed to gender equality. As such, the College will uphold and reflect these values in the composition of the Management Board by having at least 40% of each gender represented on the Board.

### **3. OFFICERS OF THE MANAGEMENT BOARD**

**Chairperson and Deputy Chairperson**

The President of the College shall be an *ex officio* member of the Management Board, shall hold the office of Chairperson and be entitled to be a member of every committee or sub-group established by the Management Board.

The Deputy Chairperson of the Management Board will be appointed by the President. In the absence of the Chairperson, the Deputy Chairperson will chair the Management Board meetings. The Board will be assisted at meetings by a recording secretary who shall not be a member of the Management Board.

**Chairpersons of Committees and Sub-Groups**

Chairpersons of committees and sub-groups of the Management Board will be appointed from amongst the membership of said committee or sub-group. The President will be Chairperson of the first meeting of each committee or sub-group.

#### **4. PERIOD OF OFFICE OF MEMBERS OF THE MANAGEMENT BOARD**

Any person who is an *ex officio* member of the Management Board by virtue of their function within the College, shall automatically cease to be a member of the Management Board upon ceasing to hold such office.

Members of the Management Board who have been invited to sit on the Board by the President, will serve an initial term of three years. This membership can be extended to further terms at the discretion of the President.

#### **5. DISCLOSURE OF INTERESTS**

A member shall disclose to the Management Board any potential conflict of interest or potential bias arising during their membership. The member shall disclose:

- a. Any interest in any company or concern with which the College proposes to make any contract, or
- b. Any interest in any contract which the College proposes to make.

A member of the Management Board shall take no part in any deliberation or decision relating to a matter in respect of which that Member has any potential conflict of interest or potential bias. A member of the Management Board who is related to or associated professionally with a person who is a candidate for any appointment as an officer or servant of the College or who is associated with a company with which the College proposes to make any contract, shall disclose to the Management Board the fact of the relationship and the nature thereof and shall take no part in any deliberation or decision relating to the appointment, and the disclosure

#### **6. MEETINGS**

##### **6.1 Schedule**

A schedule of meetings shall be agreed by the Management Board.

##### **6.2 Frequency**

Meetings shall be held on a fortnightly basis during the academic year. Meetings may be called when necessary outside of the academic year.

##### **6.3 Notice**

Each member of the Management Board shall be entitled to five working days' notice of a meeting.

##### **6.4 Agenda**

An agenda shall be circulated a minimum of three working days prior to the meeting. All papers relevant to the meeting shall be available a minimum of three working days prior to the meeting. Items tabled under AOB shall be for discussion or noting only.

## 6.5 Minutes

The Minutes of the meetings shall:

- Adhere to the Guidelines Regarding Keeping Records of Meetings.
- Record decisions made by the Management Board.
- Be formally proposed and seconded by members present at that meeting. Once adopted the minutes shall be signed by the Chairperson.
- Be circulated to all members of the Management Board within five working days.

## 6.6 Quorum

The quorum for a meeting shall be fifty percent plus one of the current membership of the Management Board, one of whom shall be either the Chairperson or the Deputy Chairperson.

## 6.7 Voting at meetings

All decisions of the Management Board shall normally be carried by consensus, with all opinions and recommendations being considered by the President in arriving at a decision.

## **7. REPORTING**

The President reports the work of the Management Board at the meetings of the Governing Body.

Approved by Management Board at meeting on 21<sup>st</sup> August 2017.