

Mary I Students' Union Management Advisory Board
Terms of Reference
Approved by Union Council – 08.11.2023

1. MISU Management Advisory Board

1.1 There shall be a group known as the Mary Immaculate Students' Union (MISU) Management Advisory Board.

1.2 The Schedule of Matters¹ set out the functions reserved for and to be exercised by the Board in accordance with legal and regulatory requirements and good governance obligations.

1.3 The purpose of the Board shall be;

- (i) provide support, advice and constructive challenge in respect of strategic, management, operational, and corporate governance issues in relation to the MISU Advocacy and Representational Services.
- (ii) to ensure the Sabbatical Officers are fulfilling their constitutional responsibilities, and through the Chairperson, report any concerns on this to the Chairperson of Union Council. It shall be at the discretion of the Chairperson of Union Council to refer the matter to Union Council for their consideration.
- (iii) to ensure the Sabbatical Officers are not in breach of their employment contracts and through the Chairperson refer any such matter, relating to the Sabbatical Officers, to the Chairperson of the MISU Disciplinary Committee.
- (iv) to oversee the work and functions of the MISU Commercial Services DAC Board

1.4 The MISU Management Advisory Board shall be responsible for the following:

- (i) Ensure accountability to the stakeholders;
- (ii) Advise and support serving Sabbaticals in the carrying out of their duties;
- (iii) Ensure the efficient use of MISU resources;
- (iv) Advise, assist and monitor the implementation of a succession protocol to ensure that there is an effective and efficient handover between out-going and in-coming Sabbaticals;
- (v) Oversee, advise and assist MISU in financial matters including the reviewing of the 6 monthly accounts;
- (vi) Ensure MISU is complying with all necessary legislation and regulation;
- (vii) Provide Conflict resolution and mediation as an internal source of last resort within MISU
- (viii) Oversee the assessment and management of risks to MISU
- (ix) Oversee the development and direction of mid-term and long-term strategic plans for MISU with particular emphasis on continuous improvement and on ensuring that MISU remains fundamentally student focused;

¹ Approved by Union Council on 01.02.2023. Schedule 6, Appendix 2 of the MISU Constitution

- (x) Ensure that these strategic plans are appropriate, realistic and implementable
- (xi) Oversee, advise and assist MISU in the development and implementation of an annual programme of work for MISU, in line with the Strategic Plans;
- (xii) Recruit and induct new board members
- (xiii) Provide guidance and direction in regard to corporate governance;
- (xiv) Enhance MISU service capacity through effective planning and evaluation mechanisms.

2. MEMBERSHIP

2.1 The membership of the MISU Management Advisory Board shall be as follows:

- (i) The current MISU President and MISU Vice-Presidents subject to 2.14 below (ex- officio);
- (ii) The MISU General Manager who shall also serve as Secretary to the Advisory Board. In doing so, s/he will maintain accurate minutes of the meetings as well as dealing with all correspondence of the group (ex-officio);
- (iii) No more than 5 previous MISU Sabbatical Officers who held their term of office within the last 10 years and who did not hold office directly before the current Sabbatical Officers;
- (iv) Up to 5 external persons, who have had no direct involvement in MISU within the last 3 years, and who can offer expertise to MISU in areas such as financial matters, legal matters, election / constitutional matters or any other area as deemed relevant and appropriate by the Advisory Board.

2.2 The membership of the MISU Management Advisory Board, save for those listed at 2.1 (i) and 2.1 (ii), shall be subject to the ratification of Union Council.

2.3 The current Sabbatical Officers and the General Manager, 2.1 (i) and 2.1 (ii) above, as ex-officio members shall automatically become members of the Board.

2.4 Non ex-officio members of the Board shall serve for a period of 5 years.

2.5 On the expiration of 5 years' service, membership of the Board can be renewed for a further 3-year period.

2.6 The Chairperson of the Board shall be drawn from those mentioned at 2.1 (iii) or at 2.1 (iv) above.

2.7 The Chairperson shall serve for a period of 12 months where upon s/he can continue to seek re-election to the post, while a member of the Board.

2.8 All members of the Board shall be entitled to vote on any issue that has been proposed and seconded and the Chairperson shall have the casting vote in the event of a tied vote. However, it is encouraged and expected that decisions are reached by consensus.

2.9 In the event that consensus is not possible then a decision shall be sought by majority vote.

- 2.10 The Board shall meet at least 4 times in any given 12 months, with the dates of these meetings scheduled at the first meeting of each Academic Year.
- 2.11 The MISU President and the MISU General Manager may call a special meeting of the Board where required, through the Chairperson of the Board.
- 2.12 It will be a matter for the Board to determine its own working procedures but these must be consistent with the aims and objectives of MISU.
- 2.13 The MISU President, in consultation with the Chairperson and the General Manager, shall report twice per year to the Union Council on the work of Board.
- 2.14 The current Sabbaticals are those who have been elected to office for the current academic year. They will join the Board immediately following their election to office as non-voting members until they take up office.
- 2.15 The Board shall strive to be gender balanced.

3. Role of the Chairperson

- 3.1 The role of the Management Advisory Board Chairperson is to;
 - (i) Chair meetings of the Board, ensuring that they start and finish on time
 - (ii) Sign the minutes of each meeting
 - (iii) Lead the Board and ensure that the Board has the ability to carry out its functions effectively
 - (iv) Ensure that the work of the Board is subject to annual self-assessment
 - (v) To establish an effective working relationship with the General Manager and the Sabbatical Officers, offering support and guidance as required.

4. Quorum

- 4.1 Quorum for meetings of the Board is 50%+1 of the filled membership.
- 4.2 The MISU General Manager, and at least two of the Sabbatical Officers shall be present for all meetings.
- 4.3 The Chairperson, if unavailable to attend a meeting, can delegate the chairing of the meeting to one of the members as listed in 2.1 (iii)

5. MISU Commercial Services DAC Board

- 5.1 The MISU Management Advisory Board shall elect two members to sit on the MISU Commercial Services DAC Board.
- 5.2 The Chairperson of the MISU Management Board shall not be eligible for election to the MISU Commercial Services DAC Board.

- 5.3 Meetings of the MISU Commercial Services DAC Board shall be chaired by one of the members listed at 5.1
- 5.4 The elected members of the MISU Management Board to the Commercial Services DAC Board shall serve for a maximum term of 3 years and can seek reelection from the Management Board to the DAC board for a further 3 year term.
- 5.5 On the expiry of a board members term of office for the Management Advisory Board, they shall resign as a Director of the MISU Commercial Service DAC Board.
- 5.6 The MISU Commercial Services DAC Board, through the Chair of the Board and the General Manager, shall report to the Management Advisory Board following each meeting.
- 5.7 Where a Director/Directors have reached the end of their two-term limit, the Advisory Board, in exceptional circumstances and where deemed to be in the best interests of the organisation, can vote to re-appoint the Director/Directors for up to a further two years. The reason for the re-appointment will be documented.