

EAUC Scotland Branch

Terms of Reference: Advisory Group and Forum

Introduction

- The EAUC Scotland Advisory Group and Forum are bound by the Articles of Association of the EAUC.
- The EAUC Scotland Team are directly accountable to the EAUC Chief Executive Officer, who is accountable to the EAUC Board.
- Changes to these Terms of Reference agreed by the EAUC Scotland Team, Advisory Group and Forum are subject to approval by the EAUC Board.

EAUC Branch Structure (EAUC Articles of Association, 14.1-14.3)

- The Board may organise, amalgamate, sub-divide or close such Branches of the Company as they shall from time to time determine.
- For the purposes of these Articles, a Branch will consist of the body of members of the Company within a particular country and each Branch shall be conducted in accordance with such by-laws as the Board may from time to time make, vary, suspend or revoke but which shall (unless otherwise determined by the Board) make provision for:
 - what meetings of the Branch may be held and when;
 - the period for which accounts for the Branch are to be prepared;
 - which officers (who shall be known collectively as the "Branch Committee") should be appointed to manage and administer the Branch and by whom they should be appointed;
 - an obligation on the Branch to account to the Company for all funds received and assets held;
 - the provision of reports on the activities of the Branch to the Company; and
 - the appointment of a Branch Convenor of the Branch who shall serve as chairperson of the Branch Committee and as a Branch Trustee on the Board.
- Branches may be sub-divided into such regional groupings as the Board may from time to time determine. Regional groupings shall operate in accordance with such by-laws as the Board may from time to time make, vary, suspend or revoke.

Advisory Group (Branch Committee) Terms of Reference

The Advisory Group's aims and objectives are to:

- Offer guidance and support to the EAUC Scotland Office in implementing the EAUC Scotland current funded programme's Outcome Agreement and relevant strategies, and the broader EAUC UK Strategic Plan;
- Provide added value to the core activities of the EAUC by providing a regional focus that is specific to Scotland;

- Encourage and support sustainable development, environmental performance and social responsibility throughout the Further and Higher Education sectors in Scotland;
- Provide a specialist focus on relevant issues by facilitating the exchange of information and the dissemination of best practice informed by those specific Scottish issues;
- Report, via the EAUC Scotland Convenor, to the EAUC Board of Trustees on EAUC Scotland activities.

Advisory Group Organisation and Structure

- The Advisory Group membership is restricted to those institutions within Scotland who are EAUC Members;
- The Advisory Group will consist of two representatives from the Further Education sector and two representatives from the Higher Education sector (totalling four members);
- A minimum of two shall constitute a quorum;
- Advisory Group members will be elected by Scotland-based EAUC Members at the EAUC Scotland AGM;
- The Advisory Group will meet approximately six times a year either virtually or physically on agreement with its Membership, along with the EAUC Scotland Staff Team;
- A member of the OBG must be elected as the Scotland Convenor at the AGM. Unless there is no suitable candidate, a returning OBG Member will take the role of Convenor. The Scotland Convenor will become the Branch Trustee on the EAUC Board and will be bound by the Articles of Association. The default Convenor term will be 2 years, with this taking precedence over the standard Advisory Group Member terms.
- In the event of a Convenor stepping down during their term, with the agreement of the other members of the Advisory Group, another member of the Advisory Group will be voted for by the Advisory Group to become Interim Scotland Convenor temporarily until the next EAUC Scotland AGM or an Extraordinary Meeting is called where a formal election will take place. The Interim Scotland Convenor would represent the Scotland Branch on the EAUC Trustee Board as an invited Board Guest, and would therefore not be bound by the legal obligations of a Trustee.
- Other posts or responsibilities can be agreed by the Advisory Group as required;
- Advisory Group members will serve for a period of two years, with a possible re-election for serving another two years;
- An Advisory Group Member's term of office automatically terminates if they:
 - (a) are absent from two consecutive meetings of the Advisory Group and Forum without the consent of the Advisory Group;
 - (b) are, in the opinion of the EAUC Board, guilty of conduct detrimental to the interests of the Company and the Board resolves by a 75% majority of the Trustees present and voting at a properly convened meeting that they should be removed, provided that the Advisory Group Member concerned has first been given an opportunity to put his or her case and to justify why they should not be removed as an Advisory Group Member;
 - (c) become employed by the Company;
- Former Advisory Group members may reapply for a position on the Advisory Group two years after stepping down from their previous term;
- If there is a vacancy on the Advisory Group between AGMs, this may be filled, with the agreement of the rest of the Advisory Group and Staff Team, by a representative of an

EAUC member institution with the required skills, who will be co-opted until the next EAUC Scotland AGM where they will be subject to election;

- Guests from the Further and Higher Education Sector and partner organisations may be invited to join the Advisory Group for individual meetings to support the work of the Advisory Group, with the approval of the Advisory Group and EAUC Scotland Staff Team
- Only one EAUC Member per institution is entitled to vote at the EAUC Scotland AGM.

Forum Terms of Reference

The Forum's aims and objectives are to:

- Help guide EAUC Scotland's activities and services in relation to the current SFC-funded programme;
- Provide a forum for all members to contribute their views;
- Reflect members' interest and practice;
- Be responsible for reflecting the interests of local/regional communities where requested;
- Share projects, case studies and other opportunities which may be of interest to those working to advance sustainability in the further and higher education sector;
- Not be a forum for commercial gain;
- Be ambassadors for the EAUC and promote membership of the EAUC.

Forum Organisation and Structure

- The Forum can consist of EAUC Members, Non-Members and Strategic Partners and any other invited guests that would be relevant to the topics being discussed;
- There are no limits to the numbers on the Forum;
- The Scotland Convenor acts as the Chair of the Forum;
- The Forum can appoint roles and responsibilities, such as secretary, as and when required;
- The Forum will meet a minimum of three times a year either virtually or physically;
- Recommendations from the Forum are taken forward to the Advisory Group and where applicable, will seek approval from the Board of Trustees;
- The Forum may establish such groups and task teams as are necessary to promote the work of the EAUC Scotland Office - each comprising at least one member of the Forum.

Agreed at EAUC Scotland AGM, March 2022

Approved by the EAUC Board, June 2022

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