



**Coláiste na hOllscoile Corcaigh**  
University College Cork, Ireland

# Digital Strategy Committee

TERMS OF REFERENCE

## **Digital Strategy Committee**

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## 1. Purpose

- 1.1.** The Digital Strategy Committee (the Committee) is established to assist the Governing Authority (GA) to oversee the governance of the University's digital ecosystem, ensuring that it is effectively managed, maintained and developed. The committee is responsible for the oversight of the IT Strategy and upon GA approval, will oversee implementation of major system developments and programmes.
- 1.2.** The Committee oversees the University's digital ecosystem, this includes all digital assets owned or under the control of the University or any Subsidiaries of the University. Digital assets include those provided centrally by the University's IT Services as well as those provided locally in its offices, departments, schools, colleges or other units. This includes University IT resources accessed remotely without limitation:
  - The University's network and connected networks and to all equipment connected to those networks physically or via wireless.
  - Any networks created independently off the campus network if they are connected to the University network.
  - All University-owned IT equipment including servers, desktops, laptops, tablets, mobile devices and network-related equipment.
  - Any equipment owned by third parties, leased, or personally owned which use the University network, in conjunction with their work or study in the University.
- 1.3.** In addition to the University's digital assets the Committee in conjunction with the GA will provide effective oversight, guidance and governance of digital educational technology, digital research infrastructure, extending beyond software, platforms and tools, with a focus on:
  - Culture, capability and capacity;
  - Supporting the curriculum;
  - Supporting research and innovation
  - Eco-systems and partnerships;
  - The Virtual Learning Environment.
  - Ensure the legislative and governance requirements relating to the use of AI are adhered to
  - Ensure the University leverages the benefits of AI across the enterprise, while managing \mitigating the risks.
  - Artificial intelligence;
  - How best the University can provide digital support for staff and students
  - Monitoring the University's whole digital footprint.

## **2. Authority**

- 2.1. The Committee advises and makes recommendations to the GA on any matter within its remit.
- 2.2. The Committee has the delegated authority from GA to fulfil its functions.

## **3. Membership**

- 3.1. The membership of the Committee will be competency based and shall be appointed by the GA on the recommendations of the Nominations Committee. Any gaps in terms of skills required for the Committee may be filled by utilising section 18(4) of the Universities Act 1997 (as amended by section 75(b) of the Higher Education Act 2022) which permits members external to the University to be appointed by the GA.
- 3.2. The Committee shall consist of six members including:
  - One internal GA member;
  - Two external GA members;
  - Three external members with experience in Information Technology or Finance.
- 3.3. Diversity of gender, age profile, ethnicity and experience should be considered in composition. Membership of the Committee should not be comprised of more than 60 % of one gender where possible.
- 3.4. One of the external members of the GA shall be appointed by GA as the Chair. Another external member of the GA shall be appointed by the GA as Deputy Chair.
- 3.5. Members are required to attend all meetings of the Committee. In the event a member does not attend 3 consecutive meetings, they may be replaced.
- 3.6. The Director of Information Technology will be required to attend all meetings but will not be a member of the Committee.
- 3.7. The Chief Financial Operating Officer and Vice-President for Learning and Teaching may be asked to attend meetings but will not be members of the Committee.

## **4. Functions and Responsibilities**

The Committee will on behalf of, and under the delegated authority of, the GA:

- 4.1. Provide oversight of the management of the University's digital assets;
- 4.2. As part of the annual budget submission process; ensure appropriate maintenance of digital assets is provided for and executed.
- 4.3. Oversee the development of the University Digital Information and Technology Strategy.
- 4.4. Oversee the Universities Product and Services roadmap and make recommendations to GA on appropriate prioritisation. Ensuring that change management capability is adequate to deliver the return on investment and changed ways of working and learning .
- 4.5. Review, prioritise and make recommendations to GA on University wide IT programmes and projects.
- 4.6. Advise GA on prioritisation, budgetary requirements and effective resourcing to support, promote and enhance IT service delivery including updating infrastructure and business systems.
- 4.7. Oversee the delivery of university wide IT programmes, projects and services, ensuring they are customer focused, value driven and seamless across functional areas.
- 4.8. Approve IT policies in response to external and internal demands covering service delivery, appropriate utilisation of UCC's IT assets and cyber security.
- 4.9. Maintain oversight of the IT risk register and monitor implementation of mitigation actions and escalate risks to GA for consideration as required.
- 4.10. Consider and respond to issues referred to the Group by GA relating to IT services activities.
- 4.11. Will advise and make recommendations to the Governing Authority on:
  - Data Strategy, and its application of Data to drive Reporting, AI, Integration, Automation
  - the adoption, configuration, integration and best practices for use of educational technologies to improve learner engagement and outcomes;
  - priorities for funding of educational technology related projects;
  - emerging educational technology developments and practices, including related service and support approaches and innovations; and
  - support, training, communication and professional learning requirements related to educational technologies.

## **5. Rights**

The Committee may:

- 5.1. procure specialist ad-hoc advice, subject to UCC's Purchasing Policy, at the reasonable expense of the University, subject to budgets agreed by GA; and
- 5.2. request additional reporting/information from staff/units within the University and/or its Subsidiary Companies under the remit of the University to enable it to perform its duties and responsibilities.

## **6. Conduct of Business**

- 6.1. The Committee shall meet at least 4 times per year, usually four weeks in advance of an Ordinary GA meetings.
- 6.2. The meetings shall be convened by the Chair with a minimum of seven days' notice of a meeting.
- 6.3. The members of the Group may not nominate others to attend meetings on their behalf.
- 6.4. The GA may ask the Committee to convene further meetings to discuss particular issues on which they seek the Committee's advice, or the Chair of the Committee may convene additional meetings if they deem it necessary.
- 6.5. A minimum of four members (including the Chair or Deputy Chair) of the Committee must be present for the meeting to be deemed quorate. Only a duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.
- 6.6. At any meeting the Chair, if present, shall take the chair. If the Chair is not present, the role of the Chair shall be assumed by the Deputy-Chair and the meeting can proceed;
- 6.7. The Regulation on the Conduct of GA Business will apply to the conduct of business of the Committee;
- 6.8. Private Sessions, i.e. meeting time without executives present, should be scheduled as a standing item at the start or the end of the agenda of every meeting and utilised if requested by any Committee member.
- 6.9. The Chair of the Committee will meet with the Chair of the GA at least once per year.
- 6.10. Committee members and any other person in attendance at meetings of the Committee will be expected to treat all information, commercial or otherwise with due confidentiality.

- 6.11. The Office of Corporate and Legal Affairs will provide the Secretariat to this Committee.
- 6.12. The participation of members by tele conferencing and/or video conferencing will be counted for the purposes of a quorum.
- 6.13. Questions arising at any Committee meeting should be decided by consensus. Where reaching a consensus is not possible, then the matter will be decided by a majority of the votes of the members present either in person or by tele conferencing and/or video conferencing. Where there is an equality of votes, the Chair shall have an extra casting vote.

## 7. Information Requirements

- 7.1. The Committee will be provided with all information to enable it to discharge its duties in a timely manner and to ensure that decisions are made based on robust data.

## 8. Conflict of Interest

- 8.1. Committee members shall take personal responsibility to declare any potential conflict of interest arising in relation to any items on the Agenda or tabled during Committee meetings.
- 8.2. Where a conflict of interest arises, a Committee member shall bring this to the attention of the Chair and where necessary absent themselves from the meeting for the duration of the discussion and shall not take part in any decisions in relation to the matter in question. Similar arrangements apply in relation to relevant meeting documentation where such documentation should not be made available to the Committee member once a potential conflict of interest has been declared. This shall be noted in the minutes of the Committee meeting.

## 9. Terms of office

- 9.1. The period of office for members of the Finance Committee shall be for a four-year period for a maximum of two consecutive terms (eight years).

## 10. Reporting

10.1. The Chair of the Committee will submit a report to the GA one week prior to each GA meeting including any items for communication and recommendations for decisions to be approved by GA, on matters considered by the Committee since the previous meeting of the GA and the basis for such recommended decisions.

10.2. The Committee will provide an annual report to the GA.

## 11. Committee Review

11.1. The Committee will review these terms of reference annually and make recommendations on updating or amending them to the GA as appropriate.

11.2. The Committee shall periodically review its own effectiveness as a Committee of the GA Annually.

## 12. Version History

Version	Changes	Date	Approved by
1		22/10/2024	Governing Authority