



# UCC

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

## Procurement and Purchasing sub- Committee

Terms of Reference

## Procurement & Purchasing sub-Committee Terms of Reference

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## 1. Purpose

The Procurement and Purchasing sub-Committee (the “sub-Committee”) is responsible for overseeing the procurement processes (including tendering) of the University and its Subsidiary Companies under the remit of the University so as to ensure they are conducted in a fair, transparent and cost-effective manner, in accordance with University policies, strategy and legal requirements.

The sub-Committee aims to achieve value for money, promote collaborative purchasing initiatives and maintain the integrity of the procurement process in accordance with Office of Government Procurement policies, EU Procurement Directives and national procurement regulations.

The sub-Committee ensures that University policies and procedures have been adhered to and resource acquisition has been undertaken within budget parameters.

The sub-Committee will also provide advice and recommendations to assist in the design of Processes and the acquisition of Systems and Talent (resources) in a financially sustainable model.

## 2. Authority

The sub-Committee advises and makes recommendations to the Finance Oversight, Planning and Resource Allocation Committee on any matter within the scope or related to the purpose of the sub-Committee but does not have decision making authority unless specifically delegated by the Governing Authority (GA).

## 3. Membership

The membership of the sub-Committee will be competency based and shall be appointed by the GA on the recommendation 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 the Higher Education Act 2022) which permits members external to the University to be appointed by the GA.

The sub-Committee shall consist of five members including:

- Two external members of the Finance Oversight, Planning and Resource Allocation Committee;
- One internal member of the GA;
- Two external to the University members with significant experience in public procurement or financial management.

The UCC Procurement Officer and the UCC Finance Officer will be required to attend all meetings but will not be members of the sub-Committee.

Diversity of gender, age profile, ethnicity and experience should be considered in the composition. Membership of the Committee should not be comprised of more than 60% of any one gender where possible.

One of the two external members of the GA shall be appointed by GA as the Chair and the other as Deputy Chair.

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.

#### **4. Functions and Responsibilities**

The sub-Committee will on behalf of, and under the delegated authority of, the Finance Oversight, Planning and Resource Allocation Committee:

- Endorse and recommend approval of the awarding of contracts/procurement of goods, services and works by the University to the Finance Oversight, Planning and Resource Allocation Committee, where those contracts/procurements are over the threshold of €250,000;
- monitor the effectiveness and implementation of the University's policies and procedures in relation to procurement and purchasing including spend thresholds;
- ensure the communication and adherence to the University's procurement and purchasing policies and procedures with robust reporting of exceptions on a (TBD) basis.
- monitor the procurement and purchasing activities of the University and associated risks, including monitoring of data on expenditure, suppliers used and variances between estimated and final costs;
- oversee reports of supplier performance and compliance with contract terms;
- monitor the strategies and forward planning by the University ULT for the short- and long-term procurement requirements of the University;
- ensure the implementation of the green procurement policy.

#### **5. Rights**

The sub-Committee may:

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

#### **6. Conduct of Business**

The sub-Committee shall meet at least 6 times per year.

The Finance Oversight, Planning and Resource Allocation Committee may ask the sub-Committee to convene further meetings to discuss particular issues on which they seek advice.

The Chair of the sub-Committee may convene additional meetings, as they deem necessary or as requested by the Finance Oversight, Planning and Resource Allocation Committee.

A minimum of 3 members (including the Chair or Deputy Chair) of the sub-Committee will be present for the meeting to be deemed quorate. Only a duly convened meeting of the sub-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 sub-Committee.

At any meeting the Chair, if present, shall take the chair. If the Chair is not present or the office of Chair is vacant, the role of the Chair shall for the duration of the meeting be assumed by the Deputy-Chair and the meeting can proceed.

Other stakeholders as requested by the Chair from time to time may be invited to attend meetings of the Committee for a specific period/project e.g. Director of Buildings and Estates for works procurement.

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 sub-Committee member.

The Chair of the sub-Committee will report into each meeting of the Finance Oversight, Planning and Resource Allocation Committee.

The Chair of the sub-Committee will meet with the Chair of the Finance Oversight, Planning and Resource Allocation Committee at least twice per year.

The sub-Committee will meet with other relevant Committees of GA as required on an annual basis.

Sub-Committee members and any other person in attendance at meetings will be expected to treat all information, commercial or otherwise as confidential.

The OCLA shall provide Secretariat to this sub-Committee.

## **7. Information Requirements**

The sub-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**

Sub-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 meetings.

Where a conflict of interest arises, a sub-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 sub-Committee member once a potential conflict of interest has been declared. This shall be noted in the minutes of the sub-Committee meeting.

## 9. Terms of Office

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

## 10. Reporting

The Chair of the sub-Committee will submit a report to the Finance Oversight, Planning and Resource Allocation Committee one week prior to each meeting of the Finance Oversight, Planning and Resource Allocation Committee.

The report will include an update on matters considered by the sub-Committee since the previous meeting of the Finance Oversight, Planning and Resource Allocation Committee and the basis for any recommendations.

The sub-Committee will also provide an annual report to the Finance Oversight, Planning and Resource Allocation Committee.

## 11. Committee Review

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

The sub-Committee shall review its own effectiveness as a sub-Committee of the Finance Oversight, Planning and Resource Allocation Committee.

## 12. Version History

<b>Version</b>	<b>Changes</b>	<b>Date</b>	<b>Approved by</b>
1		18/04/2024	Governing Authority