

Terms of Reference for the UK Research and  
Innovation – Natural Environment Research  
Council

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## **UKRI Natural Environment Research Council Terms of Reference**

### **1. Background and Context**

The Natural Environment Research Council is a committee of UKRI created under the Higher Education and Research Act 2017 (HERA) alongside eight other committees (henceforth known as Councils). As set out in the Act, the Council consists of an Executive Chair and between five and twelve ordinary members.

### **2. Delegation of authority from the UKRI board to the Council**

The Council's specific role is set out in section 95 of the HER Act 2017. The UKRI board will allocate authority and other necessary resource to enable the Council to carry out its role.

The UKRI Board may choose to delegate additional powers to the Council or its Executive Chair in order to empower it to carry out any additional roles that may be considered necessary.

### **3. Purpose of the Council**

The UKRI Board is empowered to undertake or delegate a series of eight<sup>1</sup> functions relating to science, research or innovation.

UKRI will apportion these functions to the Council who will have responsibility for making decisions on scientific, research and innovation matters relevant to its area of focus and expertise.

NERC is responsible for covering research into environmental and related sciences. This includes, but is not limited to:

- the leadership of their specific research domain, including prioritisation of budgets and the development of delivery plans;
- ensuring the future supply of skilled researchers and other specialists essential to the sustainability of the UK's research and innovation capacity;
- engaging with their community to develop ideas, raise awareness and disseminate strategic outputs.

The ordinary members of the Council will support and challenge the Executive Chair to ensure effective delivery of his/her responsibilities, and provide advice to the board of UKRI as necessary. For example, this includes supporting the Executive Chair to ensure that decisions are undertaken with the full consideration and management of health and safety implications, and in line with the agreed UKRI Health and Safety Policy.

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<sup>1</sup> UKRI has eight functions as set out in clause 93 of HERA

The purpose of the Council and its relationship with the Executive Chair and the UKRI Board is further defined by the UKRI Framework Document and other documents defining the governance system (e.g. the scheme of delegation). These terms of reference will be reviewed as and when the framework document or other relevant governance documents are updated.

#### **4. Role of the Executive Chair**

The role and responsibilities of the Executive Chair can be found in more detail within the BEIS/UKRI Framework Document. These are set out there as follows:

- Executive Chairs will be responsible for the development and approval of their Council Strategic Delivery Plans, and will be responsible for delivery against the Plans.
- Executive Chairs will also undertake cross-cutting activity on behalf of UK Research and Innovation as a whole, reporting to the Chief Executive.
- Executive Chairs will be delegated authority for managing budgets by the Chief Executive through a system of delegations. As described in section 5.6, the Chief Executive will establish a system of controls and assurance to ensure his or her Accounting Officer responsibilities under *Managing Public Money* are fulfilled.

#### **5. Overall Responsibilities of the Council and its Members**

##### **The Council will:**

- i. Support and challenge the Executive Chair to ensure the effective delivery of the Council's mission. In particular:
  - Provide guidance, advice and make recommendations as appropriate on research, knowledge exchange, training and innovation to the Executive Chair and, if required, to the UK Research and Innovation Board. Where relevant this will include ensuring that the UK receives greatest benefit from its involvement in major international programmes.
  - Contribute to the development and implementation of the UKRI Research and Innovation Strategy<sup>2</sup>.
  - Provide leadership in the development and delivery of the Council's Strategic Delivery Plan
- ii. Prioritise funding distribution between the disciplines within NERC's field of activity.
- iii. Encourage collaborative working across the UK Research and Innovation Councils, and the wider research innovation and business community<sup>3</sup>, in order to foster strategic relationships.

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<sup>2</sup> Higher Education and Research Act 2017, paragraph 100, sub-paragraph 2a and 4

<sup>3</sup> This would naturally include civil society and third sector as appropriate

- iv. Support the Executive Chair in providing assurance, as required by the main UK Research and Innovation Audit, Risk, Assurance and Performance Committee (ARAPC), in relation to land and buildings owned by UK Research and Innovation at NERC strategically funded institutes.

## **6. Membership and Ways of Working**

### **Membership**

As set out in the Act, the Council consists of an Executive Chair and between five and twelve ordinary members.

The Executive Chair is appointed by the BEIS Secretary of State and is required to both steer and facilitate the business and to lead on the implementation of the decisions and assimilation of advice from the NERC Council.

The ordinary Council members are appointed by the UKRI Board, following consultation with the Executive Chair. Council members have a range of subject matter experience appropriate to the Council's areas of knowledge, research and innovation, or other lay experience of benefit to the Council's wider operations. One of the ordinary members will be appointed as a "Senior Independent Member – SIM" (see annex A for information on the SIM role).

In some cases the Secretary of State may exercise their right to appoint a single ordinary Council member, as specified in HERA.

Civil servants (including but not limited to Chief Scientific Advisors), will not be formal Council members, but would join board meetings in a personal capacity.

All Council members and other invited attendees should uphold the seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

### **Appointment of Members**

The Executive Chair is a Ministerial appointee and terms and conditions are set by the Secretary of State.

If the Secretary of State appoints an ordinary member to Council, they are also a Ministerial appointee and terms and conditions will be set by the Secretary of State.

Ordinary Council members (with the exception of the above) are appointed by the UKRI Board after consultation with the Executive Chair, as set out in HERA. Terms and conditions of the appointments will be set by UKRI.

A majority of the ordinary members of the Council must not be either members, or employees, of UKRI<sup>4</sup>.

## **Quoracy**

The quorum for a Council meeting is at least half the number of its members.<sup>5</sup> Members can be deemed to be in attendance via live tele or video conferencing as appropriate.

If a meeting of the Council is not quorate its proceedings would not have any effect (unless there were mitigating circumstances as set out in schedule 9 section 12 of HERA). The meeting would need to be re-scheduled for proceedings to take effect.

## **Meetings and Attendance**

The Council will report to the UK Research and Innovation Board via the Executive Chair as determined by the Board.

The Council will meet a minimum of four times a year. The Senior Independent Member (or another ordinary Council member):

- may deputise at a Council meeting as determined collectively by the Council, or in the event that the Executive Chair is not able to attend, or must recuse his/herself due to a conflict of interest in relation to a specific item.
- with agreement of the Executive Chair and Council, may take on the role of chair in all council meetings.

The Secretary of State, or a representative of the Secretary of State, is entitled to: attend any meeting of the Council, Council sub-committee or general committee; take part in any deliberations (but not in decisions) at such meetings. The Secretary of State, or a representative of the Secretary of State, should be made aware of all dates of Council meetings and the BEIS UKRI sponsorship should be sent the relevant papers before each meeting if requested.

The Council may establish sub-committees, referred to as a Council sub-committee<sup>6</sup>.

The Council may determine its own procedure and the procedure of any relevant sub-committees<sup>7</sup>.

## **Appraisal**

The Council should conduct an annual self-assessment of its effectiveness and keep its sub-committees under review. The Council will undertake an independent review of its effectiveness up to every 3 years.

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<sup>4</sup> Higher Education and Research Act 2017, Schedule 9, paragraph 3, sub paragraph 5.

<sup>5</sup> Higher Education and Research Act 2017, Schedule 9, paragraph 11, sub-paragraph 4

<sup>6</sup> Higher Education and Research Act 2017, Schedule 9, paragraph 10, sub-paragraph 4

<sup>7</sup> Higher Education and Research Act 2017, Schedule 9, paragraph 11, sub-paragraph 1

It is good practice that ordinary members should have periodic appraisal discussions.

### **Reporting and Councils Advice to the UKRI Board**

The Council will provide its advice to the UK Research and Innovation Board through:

- The UKRI Board receiving draft Council minutes as standing items and published on the UKRI website once formally approved by each Council.
- Supplementary oral reports at UK Research and Innovation Board meetings, by invitation
- Discussion in the presence of the Executive team, which informs policy development that is ultimately represented in UKRI Board papers.
- The SIM reporting to the UK Research and Innovation CEO or Chair.

### **Council Secretariat**

The Council will be serviced by a Council secretariat.

### **Review of Terms of Reference**

This document will be reviewed regularly by the members of the UKRI NERC Council in line with the needs of the UKRI Board, changes to the Council's remit or when documents such as the UKRI Framework document are updated.

## **Annex A – Role of the Senior Independent Member:**

A member of each Council of UK Research and Innovation will be appointed as the Senior Independent Member (SIM). This will be made a permanent feature of the organisation, and the role is set out clearly in the governance documentation for UK Research and Innovation. This role will ensure that a clear accountability structure for UK Research and Innovation remains while enhancing overall governance. Key responsibilities may include:

- Supporting the Executive Chair, providing an independent sounding board and source of advice both on questions of content and also on how to deliver the most effective operation of the Council.
- Responsibility to assure the CEO/Board that the Council is operating effectively. They should communicate any concerns to the Executive Chair. If it is not possible to resolve these, they should raise them with the UK Research and Innovation CEO and Board.
- Maintaining regular contact with Council members to understand their perspective on the operation of the Council, and acting as an intermediary with the Executive Chair as required.
- Acting in a deputy capacity to chair all or some Council meetings or some parts of Council meetings as appropriate and with the agreement of the Executive Chair and Council members.