

# **UGANDA UNIT COMMITTEE**

## **TERMS OF REFERENCE**

**PARENT BODY:** Council

**PURPOSE:** The primary role of the Committee is to provide governance and strategic and operational oversight and advice in relation to the Unit in Uganda; to provide a supportive and proportionate framework for proactively reporting key Unit activities and risks to Council; and to provide oversight of assurance around legal, funder and other stakeholder requirements.

The Committee will draw on expertise in the region and UK as required.

### **ROLE AND SCOPE OF THE COMMITTEE**

#### **Terms of Reference**

- To support the Council in the discharge of its duties in relation to the governance of the Unit;
- To provide support, guidance, expertise and oversight to the Unit;
- To advise the Unit on strategy, funding and risks;
- To provide assurance of risk management effectiveness;
- To provide oversight of assurance around London and funder requirements (MRC and others) and local compliance and advise on conflicts between UK and Uganda where these are at variance;
- To review and advise LSHTM on the annual assurance statement and annual returns to funders;
- To develop and monitor Unit specific management information (both actual and forward looking) and key performance indicators across core services and functions;
- To advise on and facilitate proactive reporting arrangements between the Units and London covering core services and functions;
- To maintain a framework of review and oversight of core documents such as the Annual Assurance Statement, Schedule of Delegation and Strategic Alliance Agreement and advise Council accordingly; to work within the Strategic Alliance Agreement and amend as required;
- To escalate issues to Council and other Committees, as appropriate;
- To provide oversight of work to address any concerns raised by external, funder and internal audits;

- To identify opportunities to strengthen working arrangements, increase engagement and improve communications between London and the Units;
- To provide assurance to Council and School stakeholders that the Unit is proactive in embedding diversity and inclusion in all elements of its activities to the extent compatible with local law; and
- To provide assurance to Council and School stakeholders that the Units are proactive in embedding a positive research culture delivering quality research.

### **Committee evaluation**

To review the Committee's effectiveness and the suitability of its terms of reference annually and to engage with regular Council/Governance Effectiveness Reviews.

The arrangements shall be reviewed after the first year to consider whether the Committee is delivering the required oversight and assurance.

### **COMPOSITION:**

Membership:

- The Chair of the Committee shall be appointed by the Council, from amongst the independent members.
- One other independent member of Council.
- London & Unit Directors.
- London and Unit COO.
- In due course a co-opted member of staff from the Unit to provide a staff perspective.
- MRC representative.
- Up to two co-opted members drawn from the Country and Region with appropriate specialisms such as public health, global health research and higher education (if required after a 12-month review).

In attendance:

- Interim Secretary to Council.
- Pro-Director for Research and Academic Development, London.
- Head of Governance, London.
- Finance Director or lead, London and the Unit, as required.
- Heads of Service London and the Unit, as required.

The Chair of the committee will ensure that its membership reflects the skills and abilities required and that appropriate training is provided.

**Quoracy**

The Committee shall be deemed to be quorate when:

At least one independent member of Council is present.

**MODE OF OPERATION:**

Meetings shall be held quarterly, timed to report into Council and committee meetings.

The Committee will meet in person in Uganda once a year.

The Committee reports to Council through submission of the minutes of each of its meetings with a coversheet highlighting the key decisions and discussions, and through an oral report by the Chair.

The Committee may from time-to-time form task and finish groups to explore specific areas of interest/risk/strategic relevance.

The Committee may invite colleagues with relevant interests and expertise to attend for specific items and topics.

The Terms of Reference of the Committee were approved by Council on 26 September 2024.