

**TERMS OF REFERENCE (TOR)
CAPITAL PROJECTS STEERING GROUP (CPSG)**

1. The Board of Governors has, under its policy governance framework, set up a Capital Projects Steering Group (CPSG) to give detailed consideration to matters relating to major capital projects, disposals and acquisitions on its behalf and to advise the Board accordingly. Any powers delegated to the CPSG do not remove the ultimate responsibility of the Board for decisions made on its behalf.

The CPSG has been set up on a Task and Finish basis, to operate for the duration of implementation of the major capital projects set out in the Estates Strategy approved by the Board on 10th July 2023.

2. **General Access to Meetings**

The nature of business conducted by the CPSG is commercially sensitive and confidential. Written applications to attend meetings should be submitted to the Chair of the Committee, explaining the reason for the request.

3. **Meetings**

The CPSG shall meet at least on a quarterly basis or as otherwise required to ensure appropriate oversight if the milestones agreed.

4. **Chair, Membership and Quorum.**

- a. **Chair**. The Chair of the CPSG shall be appointed by the committee at the first meeting.

- b. **Membership**

- The CEO/Principal
- The Executive Director of Finance and Estates;
- At least two external governors
- The Head of Estates and Facilities Management

In attendance as required:

- The Director of Governance
- Any other member of the Executive and any other member of staff invited by the committee
- External advisers and consultants

- c. **Quorum.** 3 members including at least two external governors, and either the CEO/Principal or the Executive Director Finance and Estates

5. **Agendas for Meetings.** The Agenda shall be set by the Committee Chair and Executive Director Finance and Estates.
6. **Delegation of Authority.**

The CPSG's role is primarily advisory and it shall refer all matters for decision to the Board, notwithstanding that the Board reserves the right to delegate individual matters to the CPSG for decision in accordance with business needs. The exception to this relates to the procurement and appointment of professional advisors and consultants within agreed financial limits.

7. **Scope of the CPSG**

The CPSG shall:

- (1) Monitor and scrutinise the implementation of the Estates Strategy; programmes of major capital projects, and proposals for the acquisition, leasing and disposal of land or property; and to report these to the Board of Governors for approval;
- (2) Consider and make recommendations to the Board of Governors on capital project proposals for all projects exceeding or likely to exceed a total budget of £1 million, or other such projects as may be deemed essential to the delivery of the Estates Strategy;
- (3) Consider and make recommendations to the Board of Governors on all capital grant applications exceeding £250,000;
- (4) Provide the Board with assurance that all business cases, tender summaries and other key project documentation have been appropriately prepared, signed by the appropriate officers in accordance with the Financial Regulations and are consistent with the Group's priorities and plans;
- (5) Consider and make recommendations to the Board of Governors on the acquisition, leasing and disposal of land and property;
- (6) Have oversight of the programme of works to be assured regarding the sequencing planned for the portfolio of projects;
- (7) Receive assurance in relation to quality assurance and quality control arrangements;
- (8) Receive assurance that the programme is to be run to best practice guidance. This includes, but is not limited to, budget, risk management and financial controls;
- (9) Have oversight of benefits realisation;
- (10) Monitor and scrutinise the management of the design, construction and impact of projects submitted, up to and including post-project appraisal.

(11) Ensure that environment and sustainability is fully considered in all capital works.

8. Reporting

The CPSG shall report to the Board through its minutes, which shall be prepared by the Director of Governance. The Director of Governance shall ensure that the minutes are brought to the next scheduled Board of Governors meeting.

Date	Version	Summary of changes	Changes made by
19/09/2024	Annual review	Changes made across all terms of reference to align the format and include all areas of the	CPSG
09/10/2024	Approve	Committee's remit	Board