

# Office for Students – Provider risk committee

## Terms of reference

### Purpose

1. The board of the Office for Students (OfS) has established a Provider risk committee (PRC) as a committee of the board to oversee and make decisions in relation to the registration and regulation of individual English higher education providers.
2. The PRC has decision-making powers in relation to the initial registration of individual providers. It also acts in an advisory capacity to the board.

### Responsibilities/Authority

3. The registration team will assess all applications for registration and make recommendations on the following matters:
  - a. whether the provider is eligible for registration (that is whether the provider is a provider of higher education in England);
  - b. whether the provider satisfies the initial conditions of registration;
  - c. the risk of a future breach of each of the ongoing conditions of registration;
  - d. actions (if any) that are necessary to mitigate areas of increased risk.
4. The OfS board delegates to the Provider risk committee (PRC), chief executive and Director of Competition and the Register the following decisions relating to the initial registration of providers on the OfS register including, where judged necessary, the application, amendment or imposition of one or more specific conditions of registration.
5. The Director of Competition and the Register will, under delegated authority, consider and decide upon recommendations for providers where the recommendation is that:
  - a. the provider satisfies the initial conditions of registration; and
  - b. the risk category for each condition is no higher than yellow.
6. The Director of Competition and the Register may refer any case to the chief executive or to the PRC in which case the chief executive or PRC will make a decision in that case.
7. The chief executive will, under delegated authority, consider and decide upon recommendations for providers where the recommendation is that:
  - a. the provider satisfies the initial conditions of registration; and
  - b. the risk category for each condition is no higher than amber; or
  - c. the risk category for only one condition is red unless that red condition is condition D (financial viability and sustainability) or E2 (management and governance).

8. The chief executive may refer any case to the PRC in which case the PRC will make a decision in that case.
9. The PRC will, under delegated authority, consider and decide upon recommendations for providers where the recommendation is that:
  - a. the provider is not eligible for registration; or
  - b. the provider does not satisfy the initial conditions of registration; or
  - c. the risk category for two or more conditions is red or the risk category for condition D (financial viability and sustainability) or E2 (management and governance) is red.
10. The PRC, or the chair of the PRC, may refer any case to the board in which case the board will make a decision in that case.
11. The PRC can also review a sample of decisions made by the Director of Competition and the Register, and/or the chief executive, to ensure that the risk assessment framework is being applied consistently and identify if there are lessons to be learned from the way that the framework is being applied. This is not intended to constitute a review of the decision reached for an individual provider.
12. If we intend to refuse an application to register a provider (a provisional decision not to register), we must notify the governing body of the provider of our intention. The governing body may then make representations. The PRC will make the provisional decision and then consider any representations before reaching a final decision about registration of the provider.

## **Membership**

13. The members of the PRC, including its chair, are appointed by the OfS chair. Members will have a mix of skills and experience to provide a range of expertise to cover the activities of the OfS.
14. Members are normally appointed for a period of three years. Re-appointment for up to three further years is subject to satisfactory appraisal by the PRC chair and approval by the OfS chair.
15. The chair of the PRC must be a non-executive member of the OfS board but not its chair to ensure the independence of the PRC.
16. The PRC will consist of:
  - up to three non-executive members of the OfS board (including the PRC chair).
  - up to four independent members (i.e. between 0 and 4).
17. The validity of any proceedings of the committee shall not be affected by a vacancy among the members or by any defect in the appointment of a member. The quorum necessary for the transaction of the business of the committee shall be two members, including at least one member of the OfS board.

18. The PRC may co-opt additional members for a period not exceeding a year to provide specialist skills, knowledge and experience.
19. A register of declared interests for all members of the PRC will be published on the OfS website. If it is deemed that a member has an actual or perceived conflict of interest then any relevant paper(s) may be withheld or the member asked to leave the meeting for the duration of the discussion at the discretion of the chair. If the conflict of interests is considered to be significant or likely to be long-term, then the member may be asked to step down from the PRC.
20. All members of the PRC are legally indemnified against negligence by the Department for Education.

## **Meetings**

- The PRC will normally meet at least four times a year. The chair of the PRC may convene additional meetings as they deem necessary, especially during the first year of operation.
- Meetings may be held by correspondence and/or via video or teleconferencing. In the absence of the PRC chair, the meeting will be chaired by another member that is also a member of the OfS board.
- While only members have a right to attend, meetings of the PRC will normally be attended by the Director of Competition and the Register and the secretary to the committee.
- The PRC may also require any other officials of the OfS to attend to assist it with its discussions on any matter.

## **Reporting**

- The PRC will formally report in writing to the OfS board after each meeting. This will be complemented, where necessary, by an oral report from the PRC chair at the board meeting.
- PRC meetings shall be minuted and draft minutes circulated to members as soon as possible after the meeting.
- The PRC will provide the OfS board with an annual report, timed to support finalisation of the annual report and accounts (including the governance statement) summarising its conclusions from the work it has done during the year.
- The terms of reference for the PRC will be reviewed on an annual basis. The OfS board will be asked to approve any changes to the terms of reference.
- The PRC's main duties shall be described in the OfS's annual report and accounts.