

## **BOARD CONSTITUTION**

Adopted and effective as of 22 January 2019

Updated 8 September 2020

### ARTICLE I

#### NAME, OFFICE AND PURPOSES

##### *Section 1.01. Name and Office*

- (a) The name of the organisation is: Quality Board for Icelandic Higher Education (hereinafter referred to as the “Quality Board”).
- (b) The Quality Board was created at the request of the Icelandic Ministry of Education, Science and Culture in 2010. It receives annual funding from the Ministry of Education, Science and Culture.
- (c) The Quality Board Secretariat is located in the offices of the National Library, Arngrímsgata 3 (4. fl), 107 Reykjavík, Iceland. The National Library provides office space, against a fee. The Quality Board may relocate to another address within Reykjavík, with the consent of Ministry of Education, Science and Culture.

##### *Section 1.02. Purposes*

The main functions of the Quality Board are:

- (a) To serve as the quality assurance agency for higher education, recognised by the Icelandic Ministry for Education, Science and Culture.
- (b) To provide, through the Quality Enhancement Framework, assurance that all the universities in Iceland ensure the effectiveness of the management of the quality of the student experience and the enhancement of that experience; the security of the standards of awards; and the effectiveness of the management of research.
- (c) To ensure the fitness of the Quality Enhancement Framework by evaluating it periodically and developing it to keep it in line with Icelandic, European and international developments.
- (d) To initiate and sustain such training and research activities as may be consistent with the general purposes of the Quality Board.

### ARTICLE II

#### THE QUALITY BOARD

##### *Section 2.01. General Powers and Responsibilities of Quality Board Members*

All Board members are expected to fulfil their roles and responsibilities as spelled out in the most current versions of the *Quality Enhancement Framework (QEF) Handbook*<sup>1</sup> and the

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<sup>1</sup> <https://qef.is/assets/PDFs/Others/QEF2-Handbook-for-website.pdf>

*Board Handbook.* Board members are expected to respect confidentiality of Board discussions. The Board’s collective and individual responsibilities include:

- (a) Monitoring, evaluating and developing the QEF Framework.
- (b) Monitoring the Subject-Level Reviews, including ensuring that all subject areas are covered; there is a reasonable schedule for completing them over the cycle; external experts are involved; and information on the outcomes of each review is published.
- (c) Implementing the Institution-Wide Reviews, including the appointment and training of the Team Chairs and the experts and the finalisation of the review reports.
- (d) Responding appropriately to any complaint or appeal.
- (e) Engaging in the annual meetings with the universities.
- (f) Holding themselves accountable to Icelandic society by communicating the Board decisions, and ensuring an ongoing dialogue with the Quality Council, LÍS (the Icelandic student union), the Ministry of Education, Science and Culture and Icelandic stakeholders.
- (g) Demonstrating commitment to the Board by attending Board meetings and responding to email consultations and requests from the Secretariat or other Board members.

#### *Section 2.02. The National and European frameworks for the autonomy of the Board*

The Quality Board works in accordance with the Higher Education Act (63/2006)<sup>2</sup> and Regulation 1368/2018<sup>3</sup>.

The Board abides by the principle that it “should be independent and act autonomously” and that it “should have full responsibility for (its) operations and the outcomes of those operations without third party influence” in accordance with Standard 3.3 of *The Standards and Guidelines for Quality Assurance in the European Higher Education Area (2015)*<sup>4</sup>. The Quality Board works independently of higher education institutions, the government and other stakeholders in relation to:

- (a) The definition and operation of the Board’s procedures, the methodological approach of the QEF, and the nomination and appointment of external experts (with the exception of Subject-Level Reviews).
- (b) The formal outcomes of any reviews undertaken in its name by experts and students, notably the confidence judgments concerning how universities ensure the standards of awards and the effectiveness of their quality assurance process.
- (c) Ensuring the independence of the external experts, notably by emphasising in their training that they are acting in their personal capacity and do not represent any specific constituency.

#### *Section 2.03. Number, Qualifications and Term of Office*

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<sup>2</sup> <https://qef.is/assets/PDFs/Others/Act-632006.pdf>

<sup>3</sup> [https://qef.is/assets/PDFs/Others/Rules-pertaining-to-quality-assurance-of-teaching-and-research-in-higher-education-no-1368\\_2018.pdf](https://qef.is/assets/PDFs/Others/Rules-pertaining-to-quality-assurance-of-teaching-and-research-in-higher-education-no-1368_2018.pdf)

<sup>4</sup> [https://enqa.eu/wp-content/uploads/2015/11/ESG\\_2015.pdf](https://enqa.eu/wp-content/uploads/2015/11/ESG_2015.pdf)

- (a) The Quality Board shall consist of at least six (6) voting members, including the Chair and Vice Chair. All members, with the possible exception of the student member, come from outside Iceland. Individual members shall be selected with consideration given to geographical provenance, gender and professional background and experience.
- (b) All members of the Board, including the Chair, but with the exception of the student member, are appointed by the Ministry of Education, Science and Culture on the nomination of the Quality Board.
- (c) The Vice Chair will serve as Chair in the Chair's absence. The Vice Chair participates in developing the agenda and preparing documents for meetings, along with the Chair and the Secretariat. The Vice Chair is appointed for a term of four meetings. The student member is not eligible to serve as Vice Chair.
- (d) The student member is selected by the Quality Board on the basis of nominations provided by LÍS, the Icelandic student union, and appointed by the Ministry of Education, Science and Culture.
- (e) The student member is appointed for a period of two (2) years while all other members are appointed for a period of six (6) years.
- (f) In accepting his or her appointment to the Quality Board, each Board member shall have the obligation to perform his or her duties in the best interests of the Quality Board rather than in the particular interests of any institution(s).

#### *Section 2.04. Ad hoc members of the Quality Board*

- (a) The Chair of the Quality Council is an *ad hoc* member of the Quality Board, with the responsibility for serving as liaison between the two bodies and contributing to the discussions of the Quality Board.
- (b) LÍS, the Icelandic Student Union, appoints a student observer as an *ad hoc* member of the Quality Board to serve as liaison between the Quality Board and the Union.
- (c) *Ad hoc* members cannot vote and must withdraw from a meeting if a discussion concerning a specific institution is taking place. They must abide by the principle of confidentiality enunciated in Section 5.02.

#### *Section 2.05. Resignations and vacancies*

- (a) Any Quality Board member may resign at any time upon giving at least one month's written notice to the Chair, who will inform the Ministry of Education, Science and Culture.
- (b) Resignation as a Quality Board Member shall also constitute resignation as a member of all committees of the Quality Board, unless the Quality Board invites the resigning member to continue service on an advisory committee, *ad hoc* committee or task force.
- (c) All vacancies in the Quality Board, including those existing as the result of the removal of a Quality Board member, shall be filled in accordance with the provision of Section 2.03.
- (d) A vacancy shall be deemed to exist in the case of the death or resignation of any Quality Board member.

#### *Section 2.06. Removal*

- (a) Should it become necessary, by virtue of failing to carry out the roles and responsibilities of a Board member as specified in Section 2.01, Section 2.02 and Section 3.01, or because of other behaviours inconsistent with the values of the quality Board as defined in its official documents, any Quality Board member may be removed from office by the voting members of the Quality Board.
- (b) A vote to remove a member of the Quality Board shall be by majority of the Quality Board present and eligible to vote. In case of a tied vote, the Chair shall have the casting vote.
- (c) In the event of a Chair being considered for removal, the remaining members will agree on a person to chair that meeting.
- (d) The member whose removal is being considered may not participate in the vote concerning his or her removal.
- (e) In the event that any member shall be so removed, a new member shall be appointed in accordance with the provision of Section 2.03.
- (f) Removal as a member of the Quality Board shall also constitute removal as a member of all committees of the Quality Board.
- (g) Request for removal of any Quality Board member should be submitted in writing to the Board Secretariat, with copy to Ministry of Education, Science and Culture.

*Section 2.07. Compensation and reimbursement.*

- (a) Quality Board members shall receive a compensation for their work and are reimbursed for their expenses with documentation and approval, as provided in relevant Quality Board policies.

ARTICLE III

Meetings and taking decisions

*Section 3.01. Regular meetings*

- (a) There shall be at least three (3) regular meetings of the Quality Board each calendar year. The Chair and the secretariat shall determine the dates, times and places of all regular meetings.
- (b) Notice shall be sent by e-mail, to each member of the Quality Board no less than one month before any regular meeting.
- (c) Members are expected to serve at least six (6) days a year. A member is deemed to have resigned after missing three (3) consecutive Quality Board meetings and is to resign if unable to serve as needed. The Quality Board may grant a member a leave of absence for up to a year.

*Section 3.02. Quorum and manners of acting*

At all meetings of the Quality Board, the presence of a majority of the voting members of the Board shall be necessary to constitute a quorum and to transact business. Any act of a majority present at a meeting at which there is a quorum shall be the act of the Board. If a quorum shall not be present at any meeting of the Quality Board, the members present may adjourn

the meeting or postpone decisions until a quorum is present. The Board operates on consensus. In rare circumstances when voting is required, voting by proxy shall not be permitted.

#### *Section 3.03. Telephone meetings*

Members of the Quality Board shall endeavour to attend all meetings in person. However, members of the Quality Board, or any committee designated by the Quality Board, may participate in a meeting thereof by means of conference telephone call or similar communications equipment which allows all persons participating in the meeting to hear one another, and participation in the meeting pursuant to this Section 2.07 shall constitute the presence of a person at such meeting.

#### *Section 3.04. Organisation*

At every meeting of the Quality Board, the Chair or, in the case of the Chair's absence, the Vice Chair, shall preside as chairperson.

#### *Section 3.05. Action by Written Consent*

Any action required or permitted to be taken at any meeting of the Quality Board or of any committee thereof may be taken without a meeting if a majority of voting members of the Quality Board or Committee, as the case may be, consent thereto in writing and the written consents or writings are filed with the minutes of proceedings of the Quality Board or any committee.

#### *Section 3.06 Record keeping*

- (a) The Quality Board shall keep (i) minutes of the proceedings of the Quality Board meetings and of meetings of its committees, and (ii) appropriate, complete, and accurate books or records of account, at its principal place of business.
- (b) The minutes of the Quality Board, excepting any confidential information, are posted on its website.

### ARTICLE IV COMMITTEES

#### *Section 4.01. Committees of the Board*

- (a) From time to time the Quality Board may establish one or more additional standing committees, and such other advisory and *ad hoc* committees and task forces as may be required. They may include both Quality Board members and individuals who are not members of the Quality Board.
- (b) Advisory and *ad hoc* committees shall make recommendations, by consensus where possible, to the Quality Board.
- (c) Each committee shall keep regular minutes of its proceedings and report such proceedings periodically to the Quality Board.

#### *Section 4.02. REAC*

- (a) The Research Evaluation Advisory Committee (hereinafter REAC) is an advisory committee of the Quality Board.
- (b) The Quality Board shall appoint the REAC Chair and all committee members, having reviewed nominations from nominating bodies. The gender composition of REAC should be such that neither gender should have less than 40% representation. The Quality Board will also approve the inclusion of any *ad hoc* member as it deems appropriate.
- (c) REAC shall consist of twelve (12) members as follows:
  - (i) Chair: A current member of the Quality Board, selected by and from the Board based on experience in research and management of research;
  - (ii) The Chair of the Science Committee of the Icelandic Science and Technology Policy Council, or his or her designee;
  - (iii) A nominee from each University, selected based on their strategic role in research and/or knowledge exchange across their University;
  - (iv) A postgraduate research student nominated by LIS;
  - (v) A postdoctoral researcher, nominated by the Rectors Conference;
  - (vi) A member selected by and from within the Quality Council.
  - (vii) The Chair of the Quality Board and representative of MESC may attend as observers.
  - (viii) The Secretariat of the Quality Board will service REAC.
  - (ix) REAC may also invite relevant advisers to attend Committee meetings when there is a need.
- (d) The main responsibilities of REAC are to support the evaluation of research management, the development of research information and the development of research assessment within the QEF while ensuring continued focus on enhancing students' learning experience.
- (e) REAC shall normally meet in synchrony with the Quality Board meetings.
- (f) As an advisory committee to the Board, recommendations made by REAC are by consensus.

## ARTICLE V

### CONFLICTS OF INTEREST AND CONFIDENTIALITY

#### *Section 5.01. Conflict of Interest Policies*

- (a) The Quality Board members, its various committee members and peer evaluators shall avoid any conflict or appearance of conflict between personal or professional interests and the interests of the Quality Board. The Quality Board will maintain a *Conflict of Interest Policy* for Peer Evaluators and Quality Board members.
- (b) Any Quality Board member who is uncertain whether he or she has a possible conflict of interest in any matter should request that the Quality Board determine whether such possible conflict exists, whereupon the Quality Board shall resolve the question by a majority vote.

- (c) All candidates for membership on the Quality Board shall be advised of these policies prior to assuming their responsibilities as members. Upon nomination, each member shall execute and file with the Secretariat any conflict of interest.
- (d) Members of the Quality Board must withdraw when the Board is discussing the confidence judgments of the university to which they have been assigned for both or either of the last two annual meetings leading up to those judgments.
- (e) All external peers appointed to carry out an Institution-Wide Review are required to disclose any conflict of interest and to file the appropriate form with the Secretariat.

#### *Section 5.02 Confidentiality*

One of the basic principles of the quality assurance process is confidentiality. While the review reports of individual institutions are publicly disclosed, the contents of the reflective analyses, notification letters, and related documents are considered confidential except insofar as the institution chooses to make this information public. Quality Board members and the experts undertaking Institution-Wide Reviews shall keep confidential the institutional information gained as a result of their participation in the activities of the Quality Board. Quality Board members are asked not to discuss outside the Quality Board individual institutions or actions taken. Experts must abide by this principle of confidentiality and not discuss the institution outside their own team. In its operations, the Board abides with the Information Act (140/2012).<sup>5</sup>

#### ARTICLE VI

##### STATUS OF THIS CONSTITUTION AND ITS AMENDMENTS

- (a) This constitution shall be presented to the Ministry of Education, Science and Culture, which shall retain a copy on file.
- (b) The Quality Board, by the affirmative vote of at least a majority of its voting members entitled to vote at any duly constituted regular meeting or special meeting, may alter, amend, or repeal any section of this constitution, provided that written notice of the proposal of such amendment, alteration, or repeal has been given to all members of the Quality Board at least ten (10) days prior to such a meeting.
- (c) Upon approval of such a proposed amendment, Articles of Amendments may be executed, acknowledged and filed with the Ministry of Education, Science and Culture.

#### ARTICLE VII

##### DISSOLUTION

The Quality Board may be dissolved, liquidated, and its corporate existence terminated in accordance with the applicable statutes of the State of Iceland.

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<sup>5</sup> <https://www.government.is/Publications/Legislation/Lex/?newsid=dc19a922-fd28-11e7-9423-005056bc4d74>.