

# BOARD OF GOVERNORS: STATEMENT OF PRIMARY RESPONSIBILITIES

# Governance

* To conduct business in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life. This should include integrity, objectivity, openness and transparency;
* To appoint and if necessary terminate the membership of Governors;
* To appoint the Vice Chancellor;
* To appoint the Chancellor;
* To approve terms of reference for and appointments to Board of Governors’ Committees;
* To establish processes to monitor and evaluate the performance and effectiveness of the Board of Governors and its committees;
* To approve Regulations in respect of the conduct of the Board of Governors and Academic Board;
* To ensure that all students and staff have opportunities to engage with the governance and management of the institution.

# Strategic Planning

* To approve and regularly review the mission and Strategic Plan of the University and long- term academic and business plans;
* To approve strategies implementing the University’s Strategic Plan;
* To agree key performance indicators and other targets and to ensure that these meet the interests of stakeholders;

# Monitoring Performance

* To ensure that processes are in place to monitor and evaluate the performance and effectiveness of the University against University plans and approved key performance indicators, which should be - where possible and appropriate - benchmarked against other comparable institutions;
* To monitor progress against the annual budget;

# Operational Management

* To delegate authority to the Vice Chancellor, as Chief Executive, for the academic, corporate, financial, estate and human resources management of the University;
* To approve and keep under regular review a Scheme of Delegation recording the delegated authority of the Vice-Chancellor, other members of the executive and the Board’s committees;

# Financial Stewardship

* To ensure the solvency and sustainability of the University;
* To be the principal financial and business authority of the University, to ensure that proper books of account are kept, to approve the annual budget and financial statements, and to have overall responsibility for the University’s assets, property and estate;
* To ensure that funds provided by Office for Students (OfS) are used in accordance with their Regulatory Framework;
* To approve those commitments and financial transactions reserved to the Board of Governors in the Scheme of Delegation and the Financial Regulations;
* To ensure that the University achieves value for money in its activities;

# Audit and Risk Management

* To approve the University’s audited accounts;
* To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls, risk management policies and strategies, the University’s corporate risk register and procedures for handling internal grievances and for managing conflicts of interest;
* To safeguard the good name and values of the institution;
* To approve the Annual Accountability Returns to Office for Students (OfS), and all other statutory and regulatory returns where the Board’s approval is required;
* To review and approve the annual reports of the Audit Committee and the internal audit service;
* To appoint and/or remove internal auditors on the recommendation of Audit Committee;
* To note the appointment and remuneration of external auditors made at the AGM of the University;

# Academic Quality

* To monitor the delivery of academic quality through reports from the Academic Board on the activities of the Academic Board and its subcommittees;
* To review at least annually a monitoring report and accompanying action plan from the Academic Board relating to the continuous improvement of the student academic experience and student outcomes, including evidence from the University's periodic review processes which fully involve students and include embedded external peer or professional review;
* To ensure that the methodologies used as the basis for improving the student academic experience and student outcomes are robust and appropriate;
* To ensure on the basis of reports from the Academic Board that the standards of awards for which the University is responsible have been appropriately set and maintained;
* To approve all returns required by the Office for Student's Revised Operating Model for Quality Assessment;
* To maintain and protect the principles of academic freedom and freedom of speech legislation.

# Students

* To make such provision as it thinks fit for the general welfare of students, in consultation with Academic Board;
* To approve the Student Union’s constitutional documents (including changes to the Students’ Union’s Articles of Association and Byelaws);
* To receive the annual accounts of the Students’ Union and monitor the financial and other affairs of the Students’ Union, ensuring that the Students’ Union operates in a fair and democratic manner and is accountable for its finances;
* To appoint a member of staff to consider complaints against the Students’ Union which have completed the Students’ Union’s internal complaints procedures;
* To approve a Student Protection Plan to protect the interests of students in the event that the University has to change or close a course, withdraw from an area of activity, or exit the higher education market;

# Health and Safety

* To approve the University’s Health and Safety Strategy and to monitor its implementation;

# Culture

* To promote a culture which supports inclusivity and diversity across the institution.

# Estates Management and Capital Projects

* To approve all property (land and/or buildings) acquisitions or disposals reserved to the Board of Governors under the Scheme of Delegation;
* To approve capital and revenue-funded projects reserved to the Board of Governors under the Scheme of Delegation;
* To monitor the progress of projects of a value reserved to the Board of Governors under the Scheme of Delegation;

# Employment

* To appoint, suspend, discipline and dismiss the Vice Chancellor and Chief Executive and to put in place suitable arrangements for monitoring their performance ;
* To appoint suspend, discipline and dismiss the Secretary and to ensure that, if the person appointed has managerial responsibilities in the University, there is an appropriate separation in the lines of accountability;
* To participate (through the membership of at least one Independent Governor on the selection panel) in the appointment of other Senior Staff as provided for in the Articles of Association;
* To hear the appeals of Senior Staff in the case of suspension, discipline or dismissal;
* To approve Human Resources Regulations as provided in the Articles; to set the policy for pay and general conditions of employment of all members of Staff and to be responsible for establishing a human resources strategy;

# Legal Matters

* To be the University's legal authority and, as such, to ensure that systems are in place for meeting all the University’s legal obligations, including those arising from contracts and other legal commitments made in the institution's name. This includes accountability for health, safety and security and for equality, diversity and inclusion;
* To act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University;
* To ensure that the University’s Articles of Association are followed at all times and that appropriate advice is available to enable this to happen;
* To recommend to the University in General Meeting any amendment to the Articles of Association.