



University of Wolverhampton

Scheme of Delegation

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1. Introduction

The purpose of this document is to define the responsibilities of:

- Board of Governors,
- Board's Committees,
- Academic Board,
- Vice Chancellor,
- Chief Operating Officer and University Secretary
- University Executive Team
- Senior Staff

The University of Wolverhampton ('the University') is a higher education corporation. The University is also an exempt charity pursuant to Schedule 3 of the Charities Act 2011.

The University is governed by an Instrument of Government ('the Instrument') and Articles of Government ('the Articles'). The Instrument and Articles currently governing the University were adopted by the Board of Governors on 30 November 2022. The University has adopted the Committee of the University Chairs (CUC) HE Code of Governance and, adheres to the Office for Students (OfS) Terms and Conditions of Funding for Higher Education Institutions, which set out specific responsibilities for Board of Governors.

The Articles allow the Board of Governors ('the Board') to delegate or allocate its powers, authority and functions to its Committees, the Vice Chancellor and the Academic Board. However, the Board is ultimately accountable and responsible for the actions and decisions made by the bodies or individuals it delegates to.

The Board of Governors may establish committees for any purpose or function and may delegate its powers to those committees. In accordance with that delegation, the Board has established the following committees whose terms of reference are set out in this Scheme of Delegation:

- Governance and Nominations
- Audit and Risk
- Finance and Resources
- Workforce, Remuneration and Culture
- Student Affairs and Academic
- Equality, Diversity and Inclusivity Committee

The responsibilities of the Board, the Vice Chancellor and the Academic Board are set out in:

- The Articles,
- Statement of Primary Responsibilities,
- Board Regulations,
- Academic Regulations,
- Scheme of Delegation,
- Financial Regulations,
- Byelaws,
- Policies and Procedures.

This set of documents detail how those matters to be governed by Regulations will operate on a day-to-day basis. The Board Regulations provide an overarching framework for other Regulations including the University's Scheme of Delegation, which has the status of Regulations for the purposes of the Articles of Government¹

The Scheme of Delegation is designed to ensure that the delegation of the Board's powers is clearly articulated within clear lines of accountability and responsibility.

The Scheme of Delegation aims to ensure that decisions are made at the right level in a transparent and open way, as close to staff and students as possible. To ensure this, decisions must be made in accordance with University's requirements for decision-making, including but not limited to:

- The University having legal power to make the decision(s) confirmed in the report supporting the decision,
- University policies that are relevant to the decision, e.g., policies that set criteria for decision making,
- Financial Regulations and implications for the individual decisions,
- Procurement Regulations, and applicable law (where appropriate).

The Vice Chancellor is designated by the Board to be the Accountable Officer for the University and reports to the OfS on behalf of the University. As such they are personally responsible to the Board for ensuring compliance with the terms of the OfS Terms and Conditions of Funding and providing the OfS with assurance to that effect.

¹ **Articles of Government, Article 3.1.14 and Article 5.2**

The Vice Chancellor may choose to discharge some of their responsibilities in consultation with the University Executive Team² and/or Academic Board and/or Senior Staff³ (as defined in the Board Regulations) or to further delegate them to members of staff.

This Scheme of Delegation reflects the Vice Chancellor's current arrangements and provides the mechanism should the Vice Chancellor wish to delegate their decision-making powers. However, the Vice Chancellor remains ultimately accountable and responsible for the actions and decisions made by the bodies or individuals they delegate to. Therefore, the Vice Chancellor is able to change the internal mechanisms in place from time to time for discharging their delegated authority.

In their role as Clerk to the Board, the Chief Operating Officer and University Secretary is accountable and responsible directly to the Board for certain activities, as set out in this Scheme of Delegation.

The University Executive Board is responsible to the Board (through the Vice Chancellor) for the leadership and overall management of their respective business areas in accordance with their job descriptions and the policies and Financial Regulations of the University. Members of the University Executive Board may choose to delegate some of their day-to-day responsibilities to other members of staff in the University in accordance with the Financial Regulations and other internal procedures however, they remain accountable and responsible for the responsibilities delegated to them in this Scheme. The financial limits in this Scheme are further articulated in the Financial Regulations.

Finally, this Scheme of Delegation only covers responsibilities flowing directly from the Articles of Government and the Board's Statement of Primary Responsibilities.

This Scheme of Delegation complies with the Articles of Government and the Vice Chancellor must maintain a Corporate Scheme of Delegation setting out who is responsible for particular delegations.

The Vice Chancellor must provide the Chief Operating Officer and University Secretary with any updated delegations relating to it within five working days of the amendments being made. The Vice Chancellor reports the Corporate Scheme of Delegation they intend to operate for the forthcoming academic year to the final Board Meeting in July of each year. Any in-year changes to the delegation shall be reported to the next meeting of the Board of Governors.

The Board approves its delegations each year at the final Board Meeting in July. The Scheme is maintained by the Chief Operating Officer and University Secretary, and is available for inspection and placed on the University's website.

² **Vice Chancellor, Chief Operating Officer and University Secretary, Chief Financial Officer, Chief People and Culture Officer, Pro Vice Chancellor Research and Knowledge Exchange, Pro Vice Chancellor Student Outcomes**

³ **Board Regulation 8.2 Vice Chancellor, Chief Operating Officer and University Secretary, Chief Financial Officer, Chief People and Culture Officer, Pro Vice Chancellor Research and Knowledge Exchange, Pro Vice Chancellor Student Outcomes, Dean(s) of Faculty**

1.2 The following abbreviations are used in this Scheme of Delegation:

	Abbreviation
Academic Board	'AB'
Audit and Risk Committee	'ARC'
Board of Governors	'BoG'
Chair of the Board of Governors	'Ch'
Chief Operating Officer and University Secretary	'COO'
Chief Financial Officer	'CFO'
Corporate Scheme of Delegation	'CSD'
Deputy Chair of the Board of Governors	'DCh'
Pro Vice Chancellor	'PVC'
Director of Human Resources	'DHR'
Equality, Diversity and Inclusivity Committee	'EDIC'
Finance and Resources Committee	'FRC'
Governance and Nominations Committee	'GNC'
Health and Safety Committee	'HSC'
Senior Staff	'SS'
Student Affairs and Academic Committee	'SAAC'
University Executive Board	'UEB'
University Executive Team	UET
Vice Chancellor	'VC'
Workforce, Remuneration and Culture Committee	'WRC'

2. RESPONSIBILITIES OF THE BOARD OF GOVERNORS

2.1 Board Responsibilities that cannot be delegated

In accordance with the Articles of Government, the Board of Governors has a number of responsibilities that cannot be delegated⁴:

- 2.1.1 Determination of the educational character and objectives of the University
- 2.1.2 Approval of the University's financial forecasts, annual budget and the annual statement of income and expenditure
- 2.1.3 Ensure the solvency of the University and ensuring the safeguarding of its assets, this shall include the recommendation of the annual accounts of the University
- 2.1.4 Authorisation of expenditure in excess of £2.5M to include the potential total expenditure under any lease
- 2.1.5 Authorisation of the disposal of any asset of the University including by way of lease worth in excess of £2.5M
- 2.1.6 Authorisation of contracts worth in excess of £2.5M and the related expenditure
- 2.1.7 Approve the acceptance of gifts of money, land or other property where the value is in excess of £5M
- 2.1.8 Approve the University's Strategic Plan
- 2.1.9 Termination of any person as a Governor
- 2.1.10 Making, amending or revoking of the Instrument of Government or the Articles of Government
- 2.1.11 Making, amending or revoking of any Byelaw with regards to the government and conduct of the University
- 2.1.12 Making, amending or revoking of any Regulations other than Academic Board Regulations
- 2.1.13 Making, amending or revoking of any Terms of Reference of the Board Committees
- 2.1.14 Appointment of Internal and External Auditors, University Banks or other financial institutions, University Investment Advisors, University Pension Schemes Advisors
- 2.1.15 Policy for pay and general conditions of employment of all members of staff
- 2.1.16 Appointment, suspension and dismissal of the Vice Chancellor and any right of appeal
- 2.1.17 Appointment, suspension and dismissal of the Chief **Operating Officer and University Secretary** and any right of appeal
- 2.1.18 Appointment and removal of the Chancellor
- 2.1.19 Appointment and removal of Pro Chancellors
- 2.1.20 Hear the right to appeal in the case of suspension, discipline and dismissal of the Senior Staff
- 2.1.21 Revocation, amendment or variation of any delegation
- 2.1.22 Any act or thing which under or by virtue of any provisions of the 1988 Act is required to be carried out by the Board

⁴ Articles of Government, Article 5.4

2.2 Board Responsibilities

The full list of Board responsibilities is shown below:

Power / Authority		Final Authority	Delegated to	Recommending Committee
Governance				
2.2.1	Ensure the Board's business is conducted in accordance with the Nolan Principles of Public Life and any other acknowledged best practice in the area of governance. Ensure that the Board's business is conducted in accordance with the Values within CUC Code of Governance. Ensure that the University delivers, in practice, the public interest governance principles that are applicable to it.	Board		All Committees
2.2.2	Determine the educational character and objects of the University.	Board		All Committees
2.2.3	Approve, vary or revoke the Instrument of Government and Articles of Government.	Board		GNC
2.2.4	Approve Board Regulations (other than Academic Regulations).	Board		GNC
2.2.5	Approve Byelaws with regards to the government and conduct of the University.	Board		GNC
2.2.6	Establish Committees of the Board.	Board		GNC
2.2.7	Approve the composition of Academic Board.	Board		GNC, AB
2.2.8	Establish processes to monitor and evaluate the performance and effectiveness of the Board, and University governance.	Board		GNC, UEB
2.2.9	Ensure there is an effective framework in place to ensure all staff and students have the fullest	Board		SAAC, UEB

	opportunity to engage with the Board.			
2.2.10	Appointment and removal of the Chancellor.	Board		GNC
2.2.11	Appointment and removal of Pro Chancellors.	Board		GNC
Board				
2.2.12	Determination of membership classes and numbers of the Board of Governors.	Board		GNC
2.2.13	Ensure the membership, profile and diversity of the Board is reflective of the University's staff, student and community profile.	Board		GNC
2.2.14	Appointment of members of the Board.	Board		GNC
2.2.15	Appointment of Chair and Deputy Chair of the Board.	Board		GNC
2.2.16	Ensure there are measures in place for the Chair's duties to be conducted in the absence of the Chair.	Board	Deputy Chair	
2.2.17	Appointment of a Senior Independent Governor (SIG).	Board		GNC
2.2.18	Establish the duties of the Senior Independent Governor.	Board		GNC
2.2.19	Termination of the tenure of any person as a Governor.	Board		GNC
2.2.20	Establish processes to monitor and evaluate the performance and effectiveness of the Board.	Board		GNC
2.2.21	Determination of allowances to be paid to members of the Board.	Board		RC
2.2.22	Establish a competency matrix of desired skills and/or experience required to be present within the board membership and monitor the actual position.	Board		GNC
2.2.23	Establish a process for the annual appraisal and performance management of individual board members.	Board		GNC
Culture				
2.2.24	Ensure the Board promotes a sense of belonging for all board members, based on respect, equal opportunity, diversity and inclusivity, and which meets the needs of specific groups of board members.	Board		All Committees
2.2.25	Safeguard the good name and values of the University.	Board		All Committees
2.2.26	Receive assurance that the University's values are practiced throughout the organisation.	Board		WRC, UEB
Legal				
2.2.27	Ensure the University: a) meets the legal and regulatory requirements imposed on it; and b) complies with its Instrument of Government, Articles of Government and that appropriate advice is taken to enable this to happen.	Board		GNC, ARC, FRC
2.2.28	Act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.	Board		FRC

2.2.29	Ensure there is a framework in place to produce high-quality and robust data to meet all relevant legal and regulatory requirements.	Board		ARC, UEB
2.2.30	Ensure effective arrangements are in place for the management of information which meet ethical standards, Freedom of Information requirements and other legislation on the use and protection of data.	Board		ARC, UEB
2.2.31	Ensure the Board delegates its authority appropriately.	Board		GNC, ARC, FRC
2.2.32	Approve Regulations for the use of the Seal.	Board		GNC, FRC
2.2.33	Approve the University's membership of any joint venture or company either through subscription or share purchase.	Board		FRC, UEB
2.2.34	Approve nominations of members of the Board, as representatives of the University, onto other Boards or organisations.	Board		GNC
Compliance				
2.2.35	Ensure the University has in place an effective Scheme of Delegation recording the delegated authority to: <ul style="list-style-type: none"> • The Board's Committees; • The Vice Chancellor for day-to-day academic, corporate, financial, estate and human resources management; and • Members of the University Executive Team. 	Board		GNC, FRC
2.2.36	Ensure there are systems of control and accountability for: <ul style="list-style-type: none"> • Financial and operational controls (to include Fraud/Counter Fraud and Financial Security Management), • Risk Management policies and strategies; • Corporate Risk Register; • Business Continuity Plans; and • Emergency Response Plans. 	Board		ARC, FRC, UEB
2.2.37	Ensure the University has adequate and effective management and governance arrangements to continue to comply with all of the OfS Conditions of Registration.	Board		All Committees, UEB, AB
2.2.38	Ensure the University meets the requirements falling upon it in respect of: <ul style="list-style-type: none"> • public funding issued by bodies; • conditions of funding as set by regulators; and 	Board		FRC, ARC, UEB, AB

	<ul style="list-style-type: none"> • other major institutional funders including income from the Student Loan Company. 			
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Financial Management				
2.2.39	<p>Ensure there is an effective framework in place to demonstrate the use of funds received by the University:</p> <ul style="list-style-type: none"> • in line with the principles of regularity, propriety and value for money; • a robust system of financial control and governance; and • assurances of social, financial and environmental objectives, e.g. those which support a sustainable environment, the widening of access and participation and civic engagement; • ensuring effective control and due diligence takes place in relation to institutionally significant external activities, for example commercial transactions, collaborations with HEIs in other countries; and • supporting institutional success and the safeguarding of its assets. 	Board		ARC, UEB
2.2.40	Monitor and seek to secure the financial sustainability of the University.	Board		FRC, ARC (going concern), UEB
2.2.41	Ensure that proper books of account are kept.	Board		FRC, UEB
2.2.42	Approve the annual estimates of income and expenditure and the annual accounts.	Board		FRC UEB
2.2.43	Approve the audited accounts.	Board		ARC, UEB
2.2.44	Monitor performance against the annual budget.	Board		FRC UEB
2.2.45	The authorisation of expenditure in excess of £2.5M to include the potential total expenditure under any lease.	Board		FRC, UEB
2.2.46	The authorisation of the disposal of any asset of the University including by way of lease worth in excess of £2.5M.	Board		FRC, UEB
2.2.47	The authorisation of contracts worth in excess of £2.5M and the related expenditure.	Board		FRC, UEB
2.2.48	Monitor the progress of projects above a total value of £2.5M.	Board		FRC, UEB
2.2.49	Ensure there is a framework for tuition fees and other fees payable to the University.	Board		FRC, UEB
Strategic Planning				
2.2.50	Engage in the development of the University's strategy and formally approve the Strategic Plan.	Board		All Committees, UEB, AB
2.2.51	Ensure the Strategic Plan is supported by plans or sub-strategies enabling sufficient financial, physical, human and information resources to support the University's aims and objectives.	Board		All Committees, UEB, AB
2.2.52	Approve the Strategic Plan's key performance indicators (KPIs), ensuring that these meet the	Board		All Committees,

	interests of stakeholders.			UEB
2.2.53	Ensure the University has a framework in place to monitor and evaluate the performance and effectiveness of the University against the Strategic Plan, sub-strategies and KPIs, which should be, where possible and appropriate, benchmarked against other comparable institutions.	Board		All Committees, UEB
Employment				
2.2.54	Oversee the recruitment of the Vice Chancellor.	Board		GNC, WRC
2.2.55	Suspension and discipline (including termination of employment) of the Vice Chancellor.	Board		Special Committee of the Board
2.2.56	Oversee the recruitment of the Chief Operating Officer.	Board		GNC, WRC
2.2.57	Suspension and discipline (including termination of employment) of the Chief Operating Officer.	Board		GNC, WRC
2.2.58	Ensure there is a framework in place for the right of appeal in the case of suspension, discipline and dismissal of a member of the Senior Staff, including the hearing of any such appeal.	Board		WRC
2.2.59	Ensure there is a framework in place for the pay and conditions of service of all members of staff.	Board		WRC, UEB
2.2.60	Promote respect, equality of opportunity, inclusivity and diversity for members of staff.	Board		WRC, UEB
2.2.61	Ensure there is a framework in place relating to the conduct of staff (after consultation with staff).	Board		WRC, UEB
2.2.62	Determination of procedures for the dismissal of staff (after consultation with staff).	Board		WRC, UEB
2.2.63	Determination of grievance procedures (after consultation with staff).	Board		WRC, UEB
2.2.64	Ensure there is a procedure in place for an Independent Governor to sit on the interview panel with the Vice Chancellor for the appointment of Senior Staff.	Board		WRC, UEB
2.2.65	Receive an annual report on equality, diversity and inclusivity.	Board		EDI, WRC, SAAC, UEB, AB
Health and Safety				
2.2.66	Ensure there is an effective framework in place for the Health and Safety of members of staff, students and other persons on the University's premises or where a duty of care exists.	Board		WCC, UEB, HSC
2.2.67	Approve the University's Health and Safety Strategy and receive an annual report on its implementation and compliance.	Board		WCC, UEB, HSC
Decision-Making Framework				
2.2.68	Ensure there is an effective decision-making framework in place to enable risk-based decision making, to mitigate against adverse reputational impact and ensure the University's sustainability.	Board		ARC, UEB

Policy				
2.2.69	Ensure the University has in place a Policy Framework which ensures the required methods of governance of the University are communicated and followed by the organisation as a whole.	Board		ARC, UEB
2.2.70	Ensure the University has policies and procedures in place which support the delivery of its strategy in environmentally responsible and sustainable ways.	Board		All Committees, UEB, AB
2.2.71	Approve designated Policies and Procedures that have a significant impact upon the University as set out in the Board Regulations.	Board		All Committees, UEB
External Returns				
2.2.72	Ensure the University has an effective framework in place for the management and monitoring of quality assurance of the regulatory data returns.	Board		ARC, UEB
Power / Authority		Delegation		Recommending Committee
Appointment				
2.2.73	Approve the appointment of the Internal and External Auditors.	Board		ARC
2.2.74	Approve the remuneration of Internal and External Auditors.	Board		ARC
2.2.75	Approve the appointment of any specialist consultant or contractor required to assist the Board in the discharge of its duties where spend could reasonably be expected to exceed £250K.	Board		Relevant Committee
Annual Review				
2.2.76	Receive the annual report of the Audit and Risk Committee.	Board		ARC
2.2.77	Receive the annual report of the Internal Audit Service.	Board		ARC
2.2.78	Receive the annual report of the External Audit Service.	Board		ARC
Academic				
2.2.79	Receive assurance that academic governance is robust and effective.	Board		SAAC, UEB, AB
2.2.80	Receive assurance on academic standards and the integrity of academic qualifications.	Board		SAAC, UEB, AB
2.2.81	Receive assurance that specific academic risks (such as those involving partnerships and collaboration, recruitment and retention, data provisions, quality assurance and research integrity) are being effectively managed.	Board		AB
2.2.82	Maintain and protect the principles of academic freedom and freedom of speech.	Board		SAAC, UEB, AB
Academic Quality and Risk				
2.2.83	Monitor the delivery of academic quality through reports from the Academic Board on the activities of the Academic Board and its subcommittees.	Board		SAAC, UEB, AB
2.2.84	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	Board		SAAC, UEB, AB

	and student outcomes, including evidence from the University's periodic review processes which fully involve students and include embedded external peer or professional review.			
2.2.85	Ensure the methodologies used as the basis for improving the student academic experience and student outcomes are robust and appropriate.	Board		SAAC, UEB, AB
2.2.86	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.	Board		SAAC, UEB, AB
Students				
2.2.87	Promote respect, equality of opportunity, inclusivity and diversity for all students.	Board		EDI, SAAC, UEB
2.2.88	Ensure there is provision for the general welfare of students in consultation with Academic Board.	Board		SAAC, UEB, AB
2.2.89	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.	Board		SAAC, UEB, AB
2.2.90	Ensure the establishment of an appropriate Safeguarding Policy Framework and receive annual reports on its use and continued suitability.	Board		SAAC, UEB, ARC
2.2.91	Ensure the University meets its statutory obligations in respect of PREVENT.	Board		SAAC, ARC
Students' Union				
2.2.92	Approve the Relationship Agreement between the University and the Students' Union.	Board		SAAC, UEB
2.2.93	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.	Board		FRC

3. CHAIR OF BOARD OF GOVERNORS

3.1 The responsibilities of the Chair of the Board of Governors:

Power / Function		Delegation	Advising Staff Member
Governance			
3.1.1	Leadership of the Board.	DCh	COO
3.1.2	Effectiveness of the Board.	DCh	COO
3.1.3	Ensure that the Board discharges its responsibilities in the Statement of Primary Responsibilities.	DCh	CCO
3.1.4	Ensure that the powers of the University are used solely to promote the University's Object.	DCh	COO

3.1.5	Chair meetings of the Board of the University.	DCh	
3.1.6	Promote high standards and a sense of collective responsibility among Governors, and manage the performance and personal development of Governors to ensure that the Board conducts itself in accordance with accepted standards of behaviour in public life.	All Governors	COO
3.1.7	Represents the University externally and act as an ambassador for the University.	All Governors	All Governors
3.1.8	In between meetings of the Board, to take action on behalf of the Board in matters which, in the Chair's opinion, are urgent or non-contentious, and to report such actions to the next meeting of the Board for confirmation.	DCh	COO
3.1.9	Monitor the attendance of Board members at both Board and Committee meetings and receive an annual report.	COO	DUS
3.1.10	Set annual objectives for members of the Board and monitor the performance against those agreed objectives.	DCh	COO
Culture			
3.1.11	Ensure the promotion of a sense of belonging for all board members, based on respect, equal opportunity, diversity, inclusivity, and meets the needs of specific groups of board members.	DCh	COO
Employment			
3.1.12	Maintain a constructive working relationship with the University's Executive that recognises the proper separation between Governance and Executive Management.	DCh	COO
3.1.13	Support and manage the performance of the Vice Chancellor.	DCh	DHR
3.1.14	Support and manage the performance of the Chief Operating Officer (jointly with the Vice Chancellor).	DCh	DHR
3.1.15	Lead in the recruitment of the Vice Chancellor assisted by the Chair of the Remuneration Committee.	DCh	COO , DHR,
3.1.16	Lead in the recruitment of the Chief Operating Officer.	DCh	VC, DHR
3.1.17	Hear appeals in the case of suspension, discipline and dismissal of Senior Staff.	All Independent Governors	COO , DHR
3.1.18	Hear appeals in the case of Transparency Disclosures.	All Independent Governors	COO

4. DEPUTY CHAIR(S) OF THE BOARD OF GOVERNORS

4.1 The Deputy Chair(s) of the Board of Governors, in the absence of the Chair, has delegated authority for the Chair's duties.

5. BOARD COMMITTEES

Governance and Nominations Committee

5.1 The Governance and Nominations Committee responsibilities:

Power / Function		Advising Staff Member
5.1.1	<ul style="list-style-type: none"> Keep under review and advise the Board on the University's governance arrangements, ensuring adherence to regulatory requirements and best practice. Develop processes for the Board's periodic review of its own effectiveness. Monitor compliance with the Committee of University Chairs' Higher Education Code of Governance and other relevant codes and best practice. 	COO
Board		
5.1.2	<ul style="list-style-type: none"> Keep under review the size and membership of the Board and make recommendations to the Board as appropriate. Advise and make recommendations to the Board on all matters relating to the process for the appointment of Governors. Advise and make recommendations to the Board on all matters relating to the process for the termination of the tenure of any person as a Governor. Keep under review the membership, profile and diversity of the Board and undertake succession planning to ensure that vacancies on the Board are filled promptly by suitably qualified candidates. Oversee the recruitment process for potential candidates to join the Board and recommend the appointment of new Governors to the Board. Oversee the reappointment of Governors whose specified terms of office are coming to an end and make recommendations to the Board. Oversee and monitor the implementation of Governor Induction and training. 	COO
Committees		
5.1.3	<ul style="list-style-type: none"> Advise and make recommendations to the Board on the remits of the Board's committees and the effectiveness of the Board's committee system. 	COO

	<ul style="list-style-type: none"> Review the membership of the Board's Committees and recommend to the Board the appointment of Governors and co-opted members to Committees and the appointment of Committee Chairs. 	
Appointment of Vice Chancellor		
	<ul style="list-style-type: none"> To manage the selection of a new Vice Chancellor and to draw up a shortlist of recommendations for presentation to the Board of Governors, including final package of salary and conditions of service with the person selected for appointment. 	COO, DHR
	<ul style="list-style-type: none"> To devise a suitable job description, person specification, and indicative salary and conditions of service. 	COO, DHR
	<ul style="list-style-type: none"> To agree the constitution of the final interview panel and the interviewing process. 	COO, DHR
	<ul style="list-style-type: none"> To approve advertising and supporting information for applications. 	COO, DHR
	<ul style="list-style-type: none"> To devise and implement procedures for the shortlisting of potential candidates, including, if appropriate, the use of professional agents or other external advisers. 	COO, DHR
	<ul style="list-style-type: none"> To report to each meeting of the Board of Governors, in confidence, on the progress of its operations. 	COO, DHR
	<ul style="list-style-type: none"> Recommend to the Board of Governors the person selected for appointment. 	COO, DHR
Chancellor and Pro Chancellors		
5.1.4	<ul style="list-style-type: none"> Advise the Board on the appointment process for the Chancellor and make a recommendation for appointment. 	VC, COO
5.1.5	<ul style="list-style-type: none"> Advise the Board on the removal process for the Chancellor and make a recommendation for removal. 	VC, COO
5.1.6	<ul style="list-style-type: none"> Advise the Board on the appointment process for Pro Chancellors and make recommendations for their appointment. 	VC, COO
5.1.7	<ul style="list-style-type: none"> Advise the Board on the conduct and appropriateness of the continued appointment of each Pro Chancellor and make recommendations as to their future tenure. 	VC, COO
5.1.8	<ul style="list-style-type: none"> Advise the Board on the removal process for Pro Chancellors and make recommendations for removal. 	VC, COO
Compliance		
5.1.9	<ul style="list-style-type: none"> Approve and keep under regular review a Scheme of Delegation recording the delegated authority of the Board's committees, the Vice Chancellor and other members of the University Executive Team. Review the requirements for registration with the Office for Students, advising the Board as appropriate. Advise and make recommendations to the Board regarding the amending or revoking of the Instrument of Government and Articles of Government. Advise and make recommendations to the Board for the approval, revocation or variation of the Board Regulations. Advise and make recommendations to the Board for the approval, revocation or variation of the Board Byelaws. Advise and make recommendations to the Board on the establishment and monitoring of systems of: <ol style="list-style-type: none"> Conflicts of Interest; Declarations of Interest. 	COO
Reporting		
5.1.10	<ul style="list-style-type: none"> Provide a Chair's Report to the Board after each meeting highlighting the progress of Committee business. 	COO

	<ul style="list-style-type: none"> Provide the Board with an annual report setting out how the Committee has discharged its obligations and duties under its Terms of Reference, highlighting key areas of delivery and any non-delivery. 	
Constitutional Documents and Policies		
5.1.11	Review and approve the following: <ul style="list-style-type: none"> Instrument of Government Articles of Government Scheme of Delegation Board Regulations Byelaws Conflict of Interest Policy Declarations of Interest Policy 	COO
Appointment		
5.1.12	<ul style="list-style-type: none"> Approve the appointment of any specialist consultant or contractor required to assist the Board in the discharge of its duties where spend could reasonably be expected to exceed £250K. 	Ch
Risk Management		
5.1.13	<ul style="list-style-type: none"> Ensure any perceived high risks, associated with the responsibilities of this Committee, are incorporated in the University's Corporate Risk Register. Oversee and monitor the effectiveness of measures which have been put in place around any high risk areas, relevant to the responsibilities of this Committee, in the University's Corporate Risk Register. 	COO

Audit and Risk Committee

5.2 The Audit and Risk Committee responsibilities:

Power / Function		Advising Staff Member
Audit and Risk Committee		
External Auditors		
5.2.1	<ul style="list-style-type: none"> Advise the Board on the appointment of External Auditors, the extent of the Auditor's duties and planned scope of work, the audit fee, the provision of any non-audit services by the External Auditors and any questions of resignation or dismissal of the External Auditors. 	CFO

	<ul style="list-style-type: none"> • Discuss with the External Auditors, before the audit begins, the nature and scope of the audit, problems and reservations arising from the interim and final audits, including a review of the management letter incorporating management responses, and any other matters the External Auditors may wish to discuss (in the absence of management where necessary). • Monitor annually the performance and effectiveness of the External Auditors, including any matters affecting their objectivity, and to make recommendations to the Board concerning their reappointment, where appropriate. 	
Internal Auditors		
5.2.2	<ul style="list-style-type: none"> • Consider and advise the Board on the appointment and terms of engagement of the Internal Audit Service, the extent of the Auditor's duties and planned scope of work, the audit fee, the provision of any non-audit services by the Internal Auditors and any questions of resignation or dismissal of the Internal Auditors. • Review the Internal Auditors' Audit Risk Assessment and strategy; to consider major findings of Internal Audit reviews and management's response; to promote co-ordination between the Internal and External Auditors; and to ensure that the resources made available for Internal Audit are sufficient to meet the University's needs (or make a recommendation to the Board as appropriate). • Review the annual report of the Internal Audit service and, if appropriate, recommend it to the Board. • Monitor annually the performance and effectiveness of the Internal Auditors, including any matters affecting their objectivity, and to make recommendations to the Board concerning their reappointment, where appropriate. 	COO, CFO
Compliance		
5.2.3	<ul style="list-style-type: none"> • Advise and make recommendations to the Board on the monitoring and effectiveness of the systems of: <ul style="list-style-type: none"> (a) financial and operational controls (to include Fraud/Counter Fraud and Financial Security Management), (b) Risk Management policies and strategies; (c) Corporate Risk Register; and (d) the effectiveness of Business Continuity Plans; and (e) Emergency Response Plans • Keep under review the effectiveness of management strategies, policies and plans to ensure statutory and regulatory compliance. • Monitor the implementation of agreed audit-based recommendations, from whatever source. • Advise the Board on the effectiveness of the External Returns Framework for the management and quality assurance of regulatory data returns. • Satisfy itself that satisfactory arrangements are in place to promote economy, efficiency, value for money and effectiveness. 	CFO, COO

	<ul style="list-style-type: none"> • Receive reports from Internal Audit, External Audit and any other sources in connection with the management and quality assurance of data submitted to Higher Education Statistics Agency, the Office for Students, the Student Loans Company and other bodies. • Advise and make recommendations to the Board for the approval, revocation or variation of the University's Financial Regulations. 	
Annual Review		
5.2.4	<ul style="list-style-type: none"> • Review the External Auditors' management letter, the Internal Auditors' Annual Report, and Management Responses. • Consider the Annual Financial Statements in the presence of the External Auditors, including the Auditors' formal opinion, the Statement of Members' Responsibilities and the Statement of Internal Control, in accordance with Office for Students' Accounts Directions. • Write an annual report of the Audit and Risk Committee activity for submission to the Board and the Office for Students. 	CFO, COO
Financial Management		
5.2.5	<ul style="list-style-type: none"> • Advise and make recommendations to the Board regarding approval of the annual financial statements. • In the event of the merger or dissolution of the institution, to ensure that the necessary actions are completed, including arranging for a final set of financial statements to be completed and signed. 	CFO
Reporting		
5.2.6	<ul style="list-style-type: none"> • Provide a Chair's Report to the Board after each meeting highlighting the progress of Committee business. • Provide the Board with an annual report setting out how the Committee has discharged its obligations and duties under its Terms of Reference, highlighting key areas of delivery and any non-delivery. 	Ch
Policy		
5.2.7	<p>To review and approve the following University's policies:</p> <ul style="list-style-type: none"> • Fraud/Counter Fraud • Business Continuity Policy • Emergency Response Policy • Risk Management Policy • Speak Up (Public Interest Disclosure) Policy • Anti-Corruption and Bribery • Gifts and Hospitality Policy 	CFO, COO
Appointment		
5.2.8	<ul style="list-style-type: none"> • Approve the appointment of any specialist consultant or contractor required to assist the Board in the discharge of its duties where spend could reasonably be expected to exceed £250K. 	Ch

Risk Management		
5.2.9	<ul style="list-style-type: none"> To ensure any perceived high risks associated to the responsibilities of this Committee are incorporated into the University Corporate Risk Register. To oversee and monitor the effectiveness of measures which have been put in place around any high risk areas, relevant to the responsibilities of this Committee, in the University Corporate Risk Register. To give assurances to the Board relating to the management of risk and corporate governance requirements of the organization. 	CFO, COO

Finance and Resources Committee

5.3 The Finance and Resources Committee responsibilities:

Power / Function		Advising Staff Member
Strategy for the Development of the University Infrastructure		
5.3.1	<ul style="list-style-type: none"> Advise the Board in respect of the University's core financial and physical resource strategies (including Estates Strategy, Finance Strategy and Library and Digital Strategy), ensuring alignment with the University's Strategy. Seek assurance that these resource strategies are being implemented effectively through the consideration of progress reports and exception reports from the appropriate University Executive Team lead and to report to Board thereon. 	CFO,
Governance		
5.3.2	<ul style="list-style-type: none"> Advise and make recommendations to the Board for the approval, revocation or variation of any financial instrument to be entered in to by the University. 	CFO
Financial Management		
5.3.3	<ul style="list-style-type: none"> Consider and make recommendations to the Board regarding the University's budgets and financial forecasts. Advise and make recommendations to the Board regarding the safeguarding of its assets. Oversee the Insurance arrangements in place for the University. Oversee the framework within which fees and other charges payable to the University are set. Advise and make recommendations to the Board regarding financial sustainability of the University. Receive assurance from the University Executive Board to assure the Board that proper books of account are kept and advise and make recommendations to Board. Advise and make recommendations to the Board regarding the approval of the annual budget. 	CFO, COO

	<ul style="list-style-type: none"> • Approve the financial forecasts for recommendation to the Board. • Receive assurance from the University Executive Board to assure the Board that satisfactory arrangements are in place to promote economy, efficiency, value for money and effectiveness by the University. • Approve expenditure up to a level to be agreed from time to time by the Board, and to report to Board on major items of expenditure approved (currently for capital expenditure within approved with the Scheme of Delegation is between £500K and £2.5 million). 	
Capital Investments		
5.3.4	<ul style="list-style-type: none"> • Consider and make recommendations to the Board on priorities for capital development and investment and the inclusion thereof in the Estates Strategy and Digital Strategy, and potential financing options of capital projects. • Evaluate and make recommendations to Board on strategic investment proposals with respect to major capital projects with a value in excess of £5M. • Authorise expenditure up to a level of £2.5M and to report to the Board on major items of expenditure approved. • Review and monitor delivery against major milestones for such projects, once authorised, and to receive post-implementation reviews. • Consider and make recommendations to the Board on proposals to acquire and/or dispose/rationalise land or buildings. • Monitor development of the Capital Estates Programme, ensuring utilisation of relevant and up to date surveys of the existing estates to inform proposals, and receive timely updates from the respective Project and Program Boards. • Monitor the efficient use of the Estate and its space management programme. 	CFO
Facilities Management		
5.3.5	<ul style="list-style-type: none"> • Review the proposed annual budget provision for the University's Long-Term Maintenance (LTM) programme, and planned maintenance programme ensuring these are informed by the most recent surveys (fire and Building Condition) and any subsequent works undertaken and reflect the requirement for development to meet the academic plans for development/introduction of facilities for the next 5-10 years. Provide reports to the Board on their view as to appropriateness and adequacy to enable the maintenance of the University estate to ensure condition and legislative compliance. • Monitor the service delivery and effectiveness of both Hard and Soft Facilities Management undertakings. This is to include Health and Safety arrangements. Associated to the physical asset and associated systems and services, in so far as they affect its Estates' management functions, to ensure that they are suitable and sufficient. • Receive timely updates on significant issues in respect of non-compliance which have been identified and which need to be addressed, for onward consideration to the Board for approval. 	CFO

	<ul style="list-style-type: none"> Review the delivery and reporting of the Estate Sustainability Strategy and its key targets and to advise the Board and other committees on the implications of the sustainability strategy for the University's activities. Monitor the implementation of the Board's agreed Student Residence Strategy. 	
Digital		
5.3.6	<ul style="list-style-type: none"> Consider and make recommendations to the Board regarding Digital expenditure where project costs are between £500K and £2.5M. Consider whether the University's Digital Strategy commitments are in line with the University's medium and long term financial plans. Monitor development and delivery of the Digital Strategy Programme, and receive timely updates from the respective Project and Programme Boards. Receive regular updates on digital strategy progress measures to understand progress towards achieving the strategy. Advise the Board on significant digital issues and risks in respect of the operation and information security of the University and the SLT's plans for the effective management of the same. 	CFO
Compliance		
5.3.7	<ul style="list-style-type: none"> Oversee the establishment of systems of financial and operational control and accountability and advise and make recommendations to the Board. Receive assurance of compliance with public funding obligations issued by bodies. Receive assurance of compliance with conditions of funding as set by regulators; and Other major institutional funders including income from the Student Loan Company. Approve and keep under review the financial elements of the University Scheme of Delegation. 	CFO, COO
Subsidiary Companies and Joint Ventures		
5.3.8	<ul style="list-style-type: none"> Consider and make recommendations to the Board regarding the annual Financial Statements of the University and its subsidiary companies. Advise the Board on the creation and winding up of trading subsidiary company(s) and the appointment of their directors. Consider and make recommendations to the Board regarding potential Joint venture arrangements that could lead to the establishment of a separate (new) legal entity in which the University will play any role. 	CFO, COO
Appointment		
5.3.9	<ul style="list-style-type: none"> Approve the appointment of University Banks, or other financial institutions, University Investment Advisors, University Pension Schemes Advisors. Approve the appointment of any specialist consultant or contractor required to assist the Board in the discharge of its duties where spend could reasonably be expected to exceed £250K. 	CFO Ch

Students' Union		
5.3.10	<ul style="list-style-type: none"> Consider the Students' Union's Financial Statements. 	CFO
Strategic Planning		
5.3.11	<ul style="list-style-type: none"> Advise and make recommendations to the Board regarding the strategic plan of the University and long-term business plans. Agree financial key performance and other targets and recommend them to Board. 	CFO
Monitoring Performance		
5.3.12	<ul style="list-style-type: none"> Receive assurance that processes are in place to monitor and evaluate financial performance against the strategic plan and business plans and the wider HE sector and advise and make recommendations to the Board. Monitor performance against the annual budget and advise and make recommendations to the Board. Monitor performance against the agreed financial KPIs. 	CFO
Legal Matters		
5.3.13	<ul style="list-style-type: none"> Advise the Board on the University's membership of any other company either through subscription or share purchase. 	CFO, COO
Reporting		
5.3.15	<ul style="list-style-type: none"> Provide a Chair's Report to the Board after each meeting highlighting the progress of Committee business. Provide the Board with an annual report setting out how the Committee has discharged its obligations and duties under its Terms of Reference, highlighting key areas of delivery and any non-delivery. 	Ch
Policy		
5.3.16	<ul style="list-style-type: none"> Approval of the University's Financial Regulations Approval of the University's Anti-Money Laundering Approval of the University's Ethical Investment Policy Approval of the University's Fees and Bursaries Policy 	CFO, COO
Risk Management		
5.3.17	<ul style="list-style-type: none"> Ensure any perceived high risks, associated to the responsibilities of the Committee, are incorporated into the University's Corporate Risk Register Oversee and monitor the effectiveness of measures which have been put in place around high risks, relevant to the responsibilities of this Committee, in the University's Corporate Risk Register 	CFO

Workforce, Remuneration and Culture Committee

5.4 The Workforce, Remuneration and Culture Committee responsibilities:

Power / Function		Advising Staff Member
Strategy		
5.4.1	<ul style="list-style-type: none"> Monitor and make recommendations to the Board on the University's Workforce Strategy ensuring alignment with the University's Strategy. 	DHR
Performance		
5.4.2	<ul style="list-style-type: none"> Monitor performance against the Workforce Strategy, identifying opportunities and noting any risks that may impinge upon its effective delivery. Monitor the University's development and deployment of strategies and approaches for talent management and succession planning. 	DHR
Culture		
5.4.3	<ul style="list-style-type: none"> Ensure the University promotes a sense of belonging for all members of staff, based on respect, equal opportunity, diversity and inclusivity and which meet the needs of specific groups of Staff. Monitor the University's approach to developing a positive and supportive working environment and culture for all staff. Agree the scope and objectives of proposed staff surveys, receive the outcomes of staff surveys, monitor the action plans arising and advise and make recommendations to Board. Advise and make recommendations to the Board regarding the policy for pay and general conditions of employment for all members of staff. 	DHR
Trade Unions and Labour Relations Act 1992		
5.4.4	<ul style="list-style-type: none"> Advise the Board on the issuing of any notice required under section 188 of the Trade Unions and Labour Relations Act 1992 (as modified or re-enacted from time to time). 	DHR
Compliance		
5.4.5	<ul style="list-style-type: none"> Receive notification of any Employment Tribunal or other significant staff claims. Receive notification of all determinations of tribunals or other significant staff claim. Receive notification of the outcome of any Whistle-blowing referrals. 	COO
Equality, Diversity and Inclusion		
5.4.6	<ul style="list-style-type: none"> Consider an annual report on equality, diversity and inclusivity for recommendation to the Board. 	DHR

	<ul style="list-style-type: none"> Consider and make recommendations to the Board in respect of Health and Safety Policies and Procedures as relate to the day-to-day operation of the University. Provide assurance to the Board on Health & Safety day-to-day operational matters and compliance. Provide assurance to the Board on the implementation of the University's Health and Safety Management Strategy. 	COO
National Pay Awards		
5.4.7	<ul style="list-style-type: none"> Advise the Board on whether to extend national pay awards to those staff of the University (other than the Senior Staff and Senior Post Holders) whose salaries are not subject to national pay awards. Advise the Board on reports on national pay and conditions within the Higher Education Sector and their implications for the University. Recommend to the Board matters on the pay award for those staff covered by the National Pay Bargaining, and for those staff who are not covered by the National Pay Bargaining arrangements (but excluding Senior Post Holders and the Professoriate whose pay award is decided by Remuneration Committee). 	VC, DHR
Recruitment		
5.4.8	<ul style="list-style-type: none"> Advise the Chair on the nomination of an Independent Governor to sit on the interview panel with the VC for the appointment of Senior Staff. Advise and make recommendations to the Board on policies and procedures relating to the appointment of Senior Staff. 	VC DHR
Reporting		
5.4.9	<ul style="list-style-type: none"> Provide a Chair's Report to the Board after each meeting highlighting the progress of Committee business. Provide the Board with an annual report setting out how the Committee has discharged its obligations and duties under its Terms of Reference, highlighting key areas of delivery and any non-delivery. 	DHR Ch Ch
Policy		
5.4.10	<p>Advise and make recommendations to the Board on policies and procedures relating to the staff of the University:</p> <ul style="list-style-type: none"> Disciplinary Grievance Health and Safety Dignity at Work and Study <p>Keep under review and amend where appropriate:</p> <ul style="list-style-type: none"> Pay and General Conditions of Employment Redundancy 	DHR, COO
Appointment		

5.4.11	<ul style="list-style-type: none"> Approve the appointment of any specialist consultant or contractor required to assist the Board in the discharge of its duties where spend could reasonably be expected to exceed £250K. 	Ch
Risk Management		
5.4.12	<ul style="list-style-type: none"> Ensure any perceived high risks, associated to the responsibilities of this Committee, are incorporated into the University's Corporate Risk Register. Oversee and monitor the effectiveness of measures which have been put in place around high risks areas, relevant to the responsibilities of this Committee, in the University's Corporate Risk Register. 	DHR, COO
Remuneration		
5.4.13	<ul style="list-style-type: none"> Prior to appointment and thereafter, approve the remuneration, benefits and terms and conditions of service of the Vice Chancellor within the policy framework for pay and general conditions of employment. Prior to appointment and thereafter, approve the remuneration, benefits and terms and conditions of service of the University Executive Team and Senior Staff within the policy framework for pay and general conditions of employment. Ensure that remuneration packages for all staff are fair, appropriate and justifiable and take into account matters of equality, diversity and inclusion with a view to ensuring there are no biases within the pay structure. In determining individual remuneration packages, benefits and terms and conditions of the University Executive Team and other designated Senior Staff, ensure due consideration is given to the context of the University's approach to rewarding all of its staff, giving particular consideration annually to the rate of increase of the average remuneration of all other staff. In considering and determining the remuneration of the Vice-Chancellor and other staff falling within its remit, the Remuneration Committee shall apply the principles set out in the CUC Higher Education Senior Staff Remuneration Code ("the Code") alongside Universities & Colleges Employers Association benchmarking data and any other applicable internal and external rules and guidance, in force from time to time. Receive reports on any enhanced payments authorised within the Vice Chancellor's delegation, confirming that such payments fell within the remit of the delegation and were fair, appropriate and justifiable taking into account matters of equality, diversity and inclusion with a view to ensuring there are no biases. Determine the allowances and/or remuneration to be paid to members of the Board. 	COO, DHR
Expenses		
5.4.14	<ul style="list-style-type: none"> Monitor and review the expenses and taxable benefits of the Vice Chancellor, University Executive Team and Senior Staff. 	COO, CFO
5.4.15	<ul style="list-style-type: none"> Monitor and review the expenses and taxable benefits of governors. 	COO, CFO
Severance Payments		

5.4.16	<ul style="list-style-type: none"> Oversee severance packages to any member of staff falling within the guidance issued from time to time by the Office for Students on severance payments to senior staff. 	COO, DHR
Appraisals		
5.4.17	<ul style="list-style-type: none"> Oversee the process that will be used by the Chair for the annual objective setting and performance monitoring, against agreed objectives, for the Vice Chancellor. Oversee the process that will be used by the Chair for annual objective setting and performance monitoring, against agreed objectives, for the Chief Operating Officer. Oversee the process that will be used by the Vice Chancellor for annual objective setting and performance monitoring, against agreed objectives, for the University Executive Team. Oversee the process that will be used by the Vice Chancellor for annual objective setting and performance monitoring, against agreed objectives, for Senior Staff. 	COO, DHR
Financial Management		
5.4.18	<ul style="list-style-type: none"> Consider the public interest and the safeguarding of public funds alongside the interests of the institution when considering all forms of payment, reward and severance to the staff within its remit. 	COO, CFO, DHR
Annual Review		
5.4.19	<ul style="list-style-type: none"> Publish an annual statement that is readily accessible, based on an annual report to the Board, containing: <ul style="list-style-type: none"> a) A list of post holders within the remit of Workforce, Remuneration and Culture Committee; b) Its policy on the remuneration for senior post holders and senior posts within the remit of Workforce, Remuneration and Culture Committee; c) Its choice of comparator institutions/organisations; d) Its policy on income derived from external activities; e) The pay multiple of the Vice-Chancellor and the median earnings of the institution's whole workforce, illustrating how that multiple has changed over time and, if it is significantly above average, an explanation of why; and f) An explanation of any significant changes. Receive an annual report on staff development practice. 	DHR
Appointment		
5.4.21	<ul style="list-style-type: none"> Approve the appointment of any specialist consultant or contractor required to assist the Board in the discharge of its duties where spend could reasonably be expected to exceed £250K. 	Ch
Risk Management		
5.4.22	<ul style="list-style-type: none"> Ensure any perceived high risks, associated with the responsibilities of this Committee, are incorporated into the University's Corporate Risk Register. 	COO, CFO, DHR

	<ul style="list-style-type: none"> Oversee and monitor the effectiveness of measures which have been put in place around any high-risk areas, relevant to the responsibilities of this Committee, in the University Corporate Risk Register. 	
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Student Affairs and Academic Committee

5.5 The Student Affairs Committee responsibilities :

Power / Function		Advising Staff Member
5.5.1	<ul style="list-style-type: none"> Advise and make recommendations to the Board on approval of the Students' Union constitutional documents. Advise and make recommendations to the Board on the Relationship Agreement between the University and the Students' Union. 	COO
Student Experience		
5.5.2	<ul style="list-style-type: none"> Monitor student engagement and satisfaction, using analysis of the National Student Survey (NSS), the Postgraduate Taught Experience Survey, Postgraduate Research Experience Survey and other surveys and indicators to identify priority enhancements. Ensure the University promotes a sense of belonging for all its students, based on respect, equal opportunities, inclusivity and diversity, and meets the needs of specific groups of students. Review and scrutinise the University's annual priorities relating to student services e.g. wellbeing. Monitor the identified ways to improve the learning experience of students. Receive and consider reports from the University of Wolverhampton Students' Union on its plans and activities. Consider student welfare and wellbeing issues, facilities for students and the student voice. Keep under review and scrutinise at least annually the University's actions to close the award gaps in line with the Access and Participation Plan. Undertake an annual review of complaints and appeals including from the Office of the Independent Adjudicator for HE. Review and scrutinise at least annually the University's actions to deliver on our targets for employment outcomes for its students. Monitor the Students and Education sub-strategy of the Strategic Plan 2030. Engage in dialogue with different groups of students in order to better understand their lived experiences. 	PVC
Frameworks		
5.5.3	<ul style="list-style-type: none"> Monitor the preparations for the Research Excellence Framework, Teaching Excellence Framework and Knowledge Excellence Framework and progress on metrics related to the Frameworks. 	PVC

Compliance		
5.5.4	<ul style="list-style-type: none"> Advise the Board of Governors on its statutory obligations with regard to the Students' Union (SU), particularly the requirements of the Education Act 1994, and specifically: <ul style="list-style-type: none"> All matters concerning the SU's Constitution, which should be reviewed every five years. All matters concerning the SU Code of Practice, which should be reviewed every five years. Ensuring that the Students' Union operates in a fair and democratic manner. To receive the report of the Returning Officer following each set of elections. 	COO
Regulatory Compliance		
5.5.5	<ul style="list-style-type: none"> Advise the Board on other regulatory requirements that involve students and may require discussion and scrutiny with the Students' Union. Advise the Board and receive annual reports in respect of its statutory obligations in respect of Freedom of Speech. Advise the Board and receive annual reports in respect of its statutory obligations in respect of PREVENT. Advise the Board and receive annual reports in respect of its statutory obligations in respect of Safeguarding. Advise the Board and receive annual reports on issues in relation to its Office for Students registration in respect of the development of the Student Protection Plan. Advise the Board on issues in relation to its Office for Students registration in respect of the approach to the Electoral Registration. Advise Board in relation to other regulatory requirements e.g. Office for Standards in Education (OFSTED), Education and Skills Funding Agency (ESFA). 	COO
Reporting		
5.5.6	<ul style="list-style-type: none"> Provide a Chair's Report to the Board after each meeting highlighting the progress of Committee business. Provide the Board with an annual report setting out how the Committee has discharged its obligations and duties under its Terms of Reference, highlighting key areas of delivery and any non-delivery. 	Ch
Policy		
5.5.7	<ul style="list-style-type: none"> Approve the University's Safeguarding Policy Approve the University's PREVENT 	COO
Appointment		
5.5.8	<ul style="list-style-type: none"> Approve the appointment of any specialist consultant or contractor required to assist the Board in the discharge of its duties where spend could reasonably be expected to exceed £250K. 	Ch
Risk Management		
5.5.9	<ul style="list-style-type: none"> To ensure any perceived high risks, associated to the responsibilities of this Committee, are incorporated into the University Corporate Risk Register. 	DVC, COO

	<ul style="list-style-type: none"> To oversee and monitor the effectiveness of measures which have been put in place around high risk areas, associated to the responsibilities of this Committee, in the University Corporate Risk Register. 	
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Equality, Diversity and Inclusivity Committee

5.6 Equality, Diversity and Inclusivity Committee responsibilities :

Power / Function		Advising Staff Member
5.6.1	<ul style="list-style-type: none"> Advise the Board, University Executive Board and Academic Board in the consideration and determination of matters of equality, diversity and inclusivity. Advise the Board on the fulfilment of the University's constitutional and statutory duties in respect of equality, diversity and inclusivity. Foster and promote an appropriate institutional culture towards matters of equality, diversity and inclusivity and to monitor the University's strategic approach to ensure that equality, diversity and inclusivity policies and principles are properly implemented and effective. Receive and consider reports and performance indicators on equality, diversity and inclusivity across the University and to consolidate such information in an annual, or more frequent, report to the Board. Engage with external agencies as appropriate on matters pertinent to the Committee's Terms of Reference generally, all with the aim of being a leader of equality, diversity and inclusivity best practice in the HE sector. 	DHR

6. Academic Board

6.1 Academic Board responsibilities:

Power / Function		Advising Staff Member
6.1.1	<ul style="list-style-type: none"> Advise and make recommendations to the Board on strategies relating to the educational character and mission of the University. Advise and make recommendations to the Board on strategies relating to employment outcomes. Advise and make recommendations to the Board on risks associated with the academic profile and performance of the University. Approval and monitoring of policies and procedures to implement academic strategies approved by the Board. 	VC, PVC

	<ul style="list-style-type: none"> Advise the Board on targets and key performance indicators relating to academic outcomes. In collaboration with the Student Affairs Committee and Finance and Resources Committee advise the Board on the University's Student Protection Plan. 	
6.1.2	<ul style="list-style-type: none"> Ensure the University promotes a sense of belonging for all its students, based on respect, equal opportunities, inclusivity and diversity, and meets the needs of specific groups of students. Maintain and enhance the quality of the University's academic provision and advise the Board on academic quality targets and achievements. Recommend to the Board at least annually a monitoring report and accompanying action plan relating to (1) 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 included embedded peer or professional review; (2) the standards of awards for which the University is responsible; and (3) the methodologies used as the basis for improving the student academic experience and student outcomes. Recommend to the Board returns required by the Office for Students' Operating Model for Quality Assessment. Receive, review and advise the Board on academic audit and assessment reports and responses. Advise the Board on the academic quality of academic partnerships and collaborations. Control and regulate matters relating to teaching, examining and research and student discipline and complaints through Academic Regulations. In collaboration with the Student Affairs Committee, make provision for the general welfare of students and advise the Board. 	VC, PVC
Reporting		
6.1.3	<ul style="list-style-type: none"> Provide a Chair's Report to the Board after each meeting highlighting the progress of Board's business. Provide the Board with an annual report setting out how the Board has discharged its obligations and duties under its Terms of Reference, highlighting key areas of delivery and any non-delivery. 	Ch
Policy		
6.1.4	<ul style="list-style-type: none"> Academic Regulations. 	PVC, COO
Risk Management		
6.1.5	<ul style="list-style-type: none"> Ensure any perceived high risks, associated to the responsibilities of this Board, are incorporated into the University Corporate Risk Register. Oversee and monitor the effectiveness of measures which have been put in place around high-risk areas, associated to the responsibilities of this Board, in the University Corporate Risk Register. 	VC, PVC

7. Vice Chancellor

7.1 The responsibilities of the Vice Chancellor:

Power / Function	
7.1.1	Organisation and direction of the University and leadership of staff.
7.1.2	Ensure the University promotes a sense of belonging for all its staff and students, based on respect, equal opportunities, inclusivity and diversity, and meets the needs of specific groups of staff and students.
7.1.3	Implementing decisions of the Board of Governors and its Committees and Academic Board.
7.1.4	Chair Academic Board.
7.1.5	Ex officio member of the Board of Governors, Governor Committees.
7.1.6	Lead the Executive.
7.1.7	Advise the Governance and Nominations Committee on the appointment process for the Chancellor and make a recommendation for appointment.
7.1.8	Advise the Governance and Nominations Committee on the removal process for the Chancellor and make a recommendation for removal.
7.1.9	Advise the Governance and Nominations Committee on the appointment process for Pro Chancellors and make recommendations for their appointment.
7.1.10	Advise the Governance and Nominations Committee on the conduct and appropriateness of the continued appointment of each Pro-Chancellor and make recommendations as to their future tenure.
7.1.11	Advise the Governance and Nominations Committee on the removal process for Pro Chancellors and make recommendations for removal.
7.1.12	Lead the strategic planning process; in consultation with the AB, the UET and University staff to develop the educational character, mission and strategic plan of the University and long-term academic and business plans.
7.1.13	Delivery of the Strategic Plan and long-term academic business plans.
7.1.14	Day-to-day academic, corporate, financial, estate and human resources management.
7.1.15	Ensure the solvency of the University and safeguarding of its assets.
7.1.16	Ensure that proper books of accounts are kept and presented to the Board and FRC for scrutiny.
7.1.17	Ensure that an annual budget and financial statements are presented to the FRC, ARC Committee and the Board for approval.
7.1.18	Day-to-day responsibility for the University's assets, property and estate.
7.1.19	As Accountable Officer ensure that the University complies with the Memorandum of Assurance and Accountability (MAA) with the Office for Students' Regulatory Framework, and report to the OfS on the responsibilities of the Governing Body set out in the MAA and Regulatory Framework.
7.1.20	Ensure that funds provided by the Office for Students (OfS) are used in accordance with their Regulatory Framework.
7.1.21	Approve expenditure and disposals below £500K and report them to FRC and the Board by way of periodic management accounts and make recommendations to the FRC and Board on expenditure and disposals above £500K.
7.1.22	Make recommendations to the FRC and Board on property acquisitions of a value above £500K.

7.1.23	Approve property acquisitions or disposals reserved for the Vice Chancellor of a value below £500k and report them to FIC and Board.
7.1.24	Make recommendations to the FRC and Board on capital funded projects above the value of £500K.
7.1.25	Approve capital funded projects below the value of £500K and report to FRC and Board.
7.1.26	Ensure the approval of the audited accounts can be undertaken by the Board.
7.1.27	Ensure that robust systems of control and accountability are in place for: <ul style="list-style-type: none"> (f) Financial and operational controls; (g) Risk Management policies and strategies; (h) Corporate Risk Register; (i) Business Continuity Plans; and (j) Emergency Response Plans;
7.1.28	Safeguard the good name and values of the University.
7.1.29	Monitor the delivery of academic quality as Chair of the AB.
7.1.30	Ensure, as Chair of AB, that the Board receives at least annually a monitoring report and action plan relating to (1) 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 included embedded external peer or professional review; (2) the standards of awards for which the University is responsible; and (3) the methodologies used as the basis for improving the student academic experience and student outcomes.
7.1.31	Ensure, as Chair of AB, that the Board of Governors receives the declarations required by the Office for Students' Operating Model for Quality Assessment on the recommendation of the AB.
7.1.32	Make provision for the general welfare of students.
7.1.33	In consultation with the SAC advise and make recommendations to the Board on the approval of the Students' Union constitutional documents
7.1.34	Ensure an appropriate framework is in place for the appointment, suspension, discipline and monitoring of the performance of Senior Staff.
7.1.35	Set annual objectives and monitor the performance against those agreed objectives for members of the University Executive Team and all direct reports.
7.1.36	Advise and make recommendations to WRC and the Board on the making of Human Resources policies and procedures.
7.1.37	Advise and make recommendations to WRC and the Board on policies and procedures relating to the appointment of Senior Staff.
7.1.38	Advise Ch and WRC in the case of suspension, discipline and dismissal of the Senior Staff.
7.1.39	Advise the Ch on the policy of nomination of an Independent Governor to sit on the interview panel with the VC for the appointment of Senior Staff.
7.1.40	Ensure the implementation of and compliance with the Health and Safety framework.
7.1.41	Ensure the University has in place an appropriate Policy Framework which ensures that the required methods of governance of the University are communicated and followed by the University as a whole.
7.1.42	Ensure the University has policies and procedures in place which support the delivery of its strategy in environmentally and sustainable

	ways.
7.1.43	<ul style="list-style-type: none"> • Ensure any perceived high risks are incorporated into the University’s Corporate Risk Register • Monitor the effectiveness of measures which have been put in place around relevant high risks in the University’s Corporate Risk Register.

8. The Chief Operating Officer and University Secretary

8.1 The Chief Operating Officer and University Secretary has the following responsibilities:

Power / Function	
8.1.1	Member of the Executive.
8.1.2	Clerk to the Board.
8.1.3	Advise and make recommendations to the Board and GNC for the appointment of Independent Governors and the termination of tenure of any person as a Governor.
8.1.4	Advise and make recommendations to the Board and GNC for the approval, revocation, amendment and variation of Regulations.
8.1.5	Advise and make recommendations to the Board, the GNC regarding remits and the terms of reference for Board Committees.
8.1.6	Advise and make recommendations to the Board, the Ch and GNC on the monitoring and evaluation of Board effectiveness.
8.1.7	Advise the VC on their responsibilities as Accountable Officer to ensure that the University complies with the OfS Regulatory Framework.
8.1.8	Implement decisions of the Board and its Committees.
8.1.9	Oversee and advise the Board and GNC on the appointment process for the position of Vice Chancellor.
8.1.10	Implement an appropriate Policy Framework which cascades the required methods of governance to the University
8.1.11	Advise on the establishment and keep under review the policies, procedures and limits governing the delegated authority of the Vice Chancellor including this Scheme of Delegation.
8.1.12	Implement robust systems of control and accountability for managing conflicts of interest.
8.1.13	Safeguard the good name and values of the University by putting in place and overseeing the delivery of information compliance policies and procedures.
8.1.14	Advise on the legal, contractual and compliance aspects of academic partnerships and collaborations.
8.1.15	Advise and make recommendations to the SAAC on the approval of the Students’ Union constitutional documents.
8.1.16	Implement systems to enable members of the University to be compliant with the University’s legal obligations, including those arising from contracts and other legal commitments made in the institution’s name.
8.1.17	Advise on the legal aspects of acting as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.
8.1.18	Ensure the University’s Instrument and Articles of Government are followed at all times and provide appropriate advice to enable this to

	happen.
8.1.19	Provide for the safekeeping of the Seal.
8.1.20	Advise GNC, FRC and the Board on Regulations for the use of the Seal and oversee their use.
8.1.21	Advise on the legal aspects of the University's membership of any other company either through subscription or share purchase.
8.1.22	Advise on the legal aspects of the creation and winding up of trading subsidiary company(s) and approve the appointment of their directors.
8.1.23	Advise and recommend to the Board any amendment to the Instrument and Articles of Government.
Compliance	
8.1.24	Oversee the University's compliance with all elements within this Scheme of Delegation and provide the Board with an Annual Compliance Report detailing the University's compliance obligations, in particular: <ul style="list-style-type: none"> • that those responsible for any element of compliance have effective systems and processes in place to secure compliance; and • provide periodic and timely assessments and assurance to the Board and UEB about the adequacy of arrangements to enable compliance.
8.1.25	Co-ordinate the University's relationship and dealings with the Office for Students, including compliance with OfS conditions of registration.
8.1.26	Oversee the University's obligations under the 'Prevent' statutory duty.
8.1.27	Oversee the University's obligations in respect of Safeguarding.
8.1.28	Ensure the University has a framework in place to meet its statutory obligations in respect of Academic Freedom and Freedom of Speech.
8.1.29	Lead on the implementation of and compliance with the Health and Safety Framework.