

University of East London

Board of Governors

Statement of primary
responsibilities and
Scheme of delegation
2011-12

Confidentiality protocol

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1 Introduction

- 1.1 The Board of Governors' Statement of primary responsibilities and our Scheme of delegation ("Scheme") have been drawn up under the Instrument and Articles of Government of the University of East London. In the case of any discrepancies in wording between the two documents, the Instrument and Articles take precedence.
- 1.2 The Statement and Scheme are major parts of our overall governance framework. Together they are intended to help committees and individuals understand their roles and the limits of their powers and to ensure efficient decision-taking.
- 1.3 Our Scheme of delegation has been drafted in accordance with the principle that it is efficient and cost-effective for decisions to be delegated to the lowest level possible, providing the body or individual has the requisite competence for seeing the matter in a broader policy perspective and capacity to make a well-informed decision. This frees up the senior committees and senior postholders to use their time to further our strategic objectives. Guidelines for the use of Chair's action are included.
- 1.4 However comprehensive the Statement of primary responsibilities and Scheme of delegation are and however clear their principles, some matters will still be subject to interpretation. The Secretary to the Board of Governors and the Pro Vice Chancellor, Director of Finance, will advise on matters which are not explicitly addressed in the Scheme, so if in doubt please approach them for guidance.
- 1.5 A confidentiality protocol has been included to demonstrate the link between delegation and confidential/ reserved business, as related governance matters.

2 Board of Governors

2.1 Statement of primary responsibilities

(Underlined and shaded yellow = non-delegable powers)

Under the Articles of Government (the full wording of which takes precedence over what is below) and government and funding body regulations the Board of Governors is responsible for, in Article 3.1:

' <u>The determination of the educational character and mission</u> and oversight of its activities'. See 2.2 (a) below.
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'The effective and efficient use of resources, <u>the solvency of the University and the Corporation and safeguarding their assets</u> '. See 2.2 (b) below.
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<p>‘Approving annual estimates of income and expenditure’. See 2.2 (b) below.</p>
<p>The ‘appointment and dismissal of the Vice Chancellor’.</p> <p>‘The appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts’... ...‘the assignment and appraisal of the holders of senior posts’.</p> <p>The Vice Chancellor and Clerk are senior posts under the Articles of Government. In 2010 all other posts in the Vice Chancellor’s Group were designated by the Board as ‘senior posts’.</p>
<p>‘Setting a framework for the pay and conditions of service of all other staff’.</p>

Article 3.1 sets out the responsibilities above and Article 5.4 states that not only the underlined and yellow-shaded items are non-delegable powers but so is **‘the varying or revoking of these Articles of Government’.** The Articles are also subject to the approval of the Privy Council.

Other primary responsibilities of the Board of Governors which are mentioned explicitly in the Instrument and Articles of Government:

Article No	Primary responsibility
3.4	Establishment of (sub)committees and approval of terms of reference
4.1	Approval of membership of Academic Board
7.2	Election of Chair and Deputy Chair
7.8	Appointment of new Board members under the constitution outlined in the Instrument of Government
9.1	Approval of rules on staff conduct
9.2	Ensuring academic freedom as defined in the Article
10	Approval of rules for the suspension and dismissal of staff including appeals
11	Approval of rules for staff grievances
12.1	Approval of the Students’ Union constitution
12.1	Receipt of Students’ Union’s accounts
12.2	Approval of rules on student conduct
12.4	Ensuring that students may raise matters of concern (complaints procedure)
13.1	Approval of tuition and other fees
13.2	Keeping accounts, records and appointing auditors
14	Making rules and bye-laws for the good governance of UEL and compliance with the law.

Instrument 4	Determination of size of Board
Instrument 9	Approval of allowances for Governors (travel and subsistence, not remuneration for their work)
Instrument 10	Use of the Seal, delegated to two Governors or a Governor and the Clerk

Not mentioned in the Articles explicitly but deriving from UK and EU legislation and funding body regulations the Board is also responsible for the overall legal and regulatory framework of UEL:

Trusteeship of charitable funds
Guardianship of degree awarding powers which cannot be delegated, for example, to a partner institution, but which are exercised by Academic Board under its powers
Ensuring compliance with the HEFCE's Financial Memorandum, with the Vice Chancellor acting as Accountable Officer. This includes making arrangements for internal and external audit and approving financial regulations
Ensuring compliance with all bodies of UK legislation, notably: Charity law Company law Consumer Protection Data Protection and Freedom of Information Education Acts including 1994 Act re Students' Unions Equality and Diversity Freedom of speech Academic freedom General employment law Health and Safety in the Workplace

The Board is guided in its governance activities by the Committee of University Chairs *Guide for members of higher education governing bodies in the UK*

2.2 Non-delegable powers of the Board and decisions it has decided to reserve to the full Board

We have seen above, in the *Statement of primary responsibilities*, what **cannot be delegated** by the Board according to the Articles of Government. The Board has agreed the following further interpretation on three matters in the Articles for operational purposes:

a) Educational character and mission

It is reserved to the Board to approve:

- full Strategic Plan and Business Plan, including the finance, estates, human resources and information strategies and key performance indicators
- any significant addition or variant to the Plan. A merger would clearly constitute such a variant
- addition or deletion of a major area of work (eg equating to the full work of a current School) and those subjects deemed by HEFCE to be priorities at a national level
- addition or deletion of significant levels of study eg postgraduate taught, postgraduate research, further education

b) Financial sustainability

It is reserved to the Board to approve:

- medium-term five year financial forecasts
- annual budget, in association with the financial forecasts
- major variations to the annual budget, for example emergency extensive cost-cutting or restructuring
- audited financial statements and annual report
- appointment of internal and external auditors
- ¹purchase, use, retention and disposal of land, buildings and other property within the approved estates strategy
- specific capital projects
- significant financial proposals such as borrowing, lending and other financial transactions above a specified financial limit²
- major strategic partnerships above a specified income level³, mergers, takeovers
- tuition fee policy
- establishment of major new income streams above a specified income level⁴
- Bank mandates where the bank/s require full Board approval

¹ See Finance and Capital Projects Committee schedule

² See summary financial table

³ See summary financial table

⁴ See summary financial table

- risk management strategy and policy and strategic risk register
- incorporation of new subsidiary companies where a business/tax case is made (financial regulations 33.3)
- the business plans of such companies
- changes to overarching strategy on staff pensions and tax matters
- major outsourcing arrangements

c) Employment

It is reserved to the Board to approve:

- the appointment and dismissal of the Vice Chancellor

but, in this Scheme, the Board has decided also to reserve to itself:

- Appointment of a Chancellor of the University
- The overall configuration of the VCG and the broad remits of the senior postholders within it
- ⁵The broad employment terms and severance policy for senior postholders
- HR strategy which sets many aspects of the employment framework for all staff
- Memorandum of understanding/code of practice with Students' Union
- Equality and Diversity strategy
- Health and safety policy
- major collective agreements eg trades union agreements

3 **Scheme of delegation - delegated decision-making powers**

It follows from Articles 3.1 and 5.4 that the Board can delegate all its responsibilities other than those underlined and shaded in yellow, as further interpreted by the list of items in Section 2 a), b), c) above. The rest of this Scheme of Delegation provides guidance on this, which can be further interpreted by the Head of Governance and Legal Services or the PVC, Director of Finance.

⁵ See Remuneration Committee and senior appointments panels

Delegated powers of Committees

3.1 Decisions delegated to the Audit Committee under its terms of reference and the HEFCE Audit Code of Practice

Items for final decision/approval
Annual internal audit plan and annual expenditure on internal audit
Annual report to the Board of Governors plus attached reports such as internal and external audit and value for money annual reports
Acceptance of individual internal audit review reports and referral to management for action where necessary
Value for money policy
Procurement policy
Anti-fraud, irregularity and public interest disclosure (whistleblowing) policies and receipt of regular reports on actual cases and on litigation

3.2 Decisions delegated to the Finance and Capital Projects Committee under its terms of reference and our approved financial regulations. It should be noted that the Committee can also delegate certain items to its Capital Projects Steering Group

Items for final decision/approval
Grant applications and partnerships above a certain level of income ⁶
Treasury management and investment policy
Annual financial strategy
Minor changes to UEL's Estates strategy
Agreeing the terms of the sale, lease and purchase of land and property where the decision in principle has been taken by the Board within the Estates (sub)strategy and in compliance with the HEFCE Financial Memorandum
Agreeing the final budget for construction, major maintenance above a certain level ⁷ of a building and appointing the contractor, subject to tender process and to budget set by Board
Students' Union annual grant, via discussion of the Union's outline proposed budget
Setting tuition fees within the approved policy established by the Board
Minor changes to the Financial Regulations
Minor changes to pensions and tax policies
Insurance policy
Banking arrangements

3.3 Decisions delegated to the Employment Committee under its terms of reference

Items for final decision/approval
Staff policies, regulations and procedures within the overall human resources strategy: including discipline, suspension, dismissal (including on grounds of capability, ill-health and redundancy), grievance, recruitment and selection
Staff hospitality and gifts policy and expenses policy

⁶ See summary financial table

⁷ See summary financial table

3.4 Decisions delegated to the Governance and Search Committee under its terms of reference

Items for final decision/approval
Framework for recruitment and succession planning of Governors
Format and cost for reviews of the effectiveness of the Board
Membership and chairs/deputy chairs of committees to the Board, arrangements for appointment and terms of office of members to Academic Board
Nomination of directorships of subsidiary companies where there is cross-membership with the Board
Minor amendments to the Students' Union constitution
Policy on allowances and expenses for Board members
Policy on Register of Interests and related party disclosures for Board members and senior staff (UMT and above)

3.5 Decisions delegated to the Remuneration Committee under its terms of reference

Items for final decision/approval
Terms and conditions of service for individual senior postholders within the policy set by the Board
Remuneration packages, at initial appointment and at annual review, for individual senior postholders within the policy set by the Board
Performance management scheme for senior postholders
Severance packages for all postholders earning over £100K within the policy set by the Board and HEFCE

3.6 Primary responsibilities of Academic Board under Article 3.3 and decisions delegated to its (sub) committees (fuller details on lower levels of delegation to follow in second version of the Scheme, but indicated here in brackets)

Items for final decision/approval
Within the 'educational character and mission' of the university and its strategic and business plans approved by the Board: General issues relating to research, knowledge exchange, scholarship, courses, teaching and learning, including the Learning and Teaching strategy
Taking interventionist action to safeguard academic standards (delegated to Quality and Standards Committee (QSC))
Honorary awards (delegated to Honorary Awards Group)
Validation of new programmes (delegated to Validation and Review sub-Committee (for QSC)) (see also 3.9)
Closure of programmes from time to time (delegated to Validation and Review sub-Committee (for QSC))
Appointment and removal of internal and external examiners (delegated to External Examiner sub-Committee)
Academic regulations, including regulations for admissions, assessment, examination, conferment of awards, academic misconduct, and the expulsion of students on other academic grounds
Conferment of awards on individual students (delegated to award boards of examiners)

3.7 Decisions reserved to the board of directors of a UEL subsidiary company under its Memorandum and Articles of Association

Items for final decision/approval
Company directors, following consultation with parent body
Annual budget
Audited financial statements and annual report
Financial regulations
Staff policies and procedures where employed by subsidiary company
Appointment of auditors

3.8 Decisions reserved to the Board of Trustees of the Students' Union under its approved constitution

Items for final decision/approval
Membership of board of trustees
Annual budget, for referral to ⁸ UEL Finance and Capital Projects Committee which approves annual block grant
Audited financial statements, for presentation to UEL Board of Governors
Financial regulations for the Students' Union
Staff policies and procedures where employed by Students' Union
Appointment of external auditors to the Students' Union

3.9 Decisions delegated by Board and Academic Board to staff and student panels

Student disciplinary panel	Judgement on student misconduct and penalty where appropriate
Student disciplinary appeals panel	Judgement on appeal against first panel's decision and/or penalty
Academic integrity panel	Judgement on academic misconduct and penalty where appropriate
Academic integrity appeals panel (check)	Judgement on appeal against first panel's decision and/or penalty
Staff disciplinary panel	Judgement on staff conduct and penalty where appropriate
Staff disciplinary appeals panel	Judgement on appeal against first panel's decision and/or penalty
Staff grievance panel	Judgement on grievance and redress where appropriate, at stages 3 and 4 (different composition of panels)
Staff appointments panel	Appointment or promotion of a member of staff
Senior appointments panel, including at least one Governor	Appointment of a senior postholder under Article 3.1
Professors and readers panel	Appointment or promotion of a member of staff to a professorship or readership
Validation and review panel	Approval of new programmes offered in collaboration with partner organisations, or by distance learning and conditions of approval or continuing approval
Academic review panel	Continuing approval of programmes and conditions of continuing approval
School Quality	Approval of on-campus programmes

⁸ Memorandum of Understanding between UEL and UELSU

Standing Committee	
Complaints review panel	Judgement on student complaints and any redress
Appeal panel	Judgement on student appeals against assessment decisions

Delegated powers of individual postholders

The use of these powers from time to time should normally be recorded in writing.

3.10 Decisions delegated to Chair/Deputy Chair of Board of Governors

Article 10.1	Suspension of a senior postholder
Article 10.5	Appointment of two independent Governors to investigate conduct of senior postholder and report to a Special Committee
Financial regulations	Approval of overseas travel for VC

Also see summary financial table (3.20) and Chair's action between meetings (4) below

3.11 Decisions delegated to Chair of Finance and Capital Projects Committee and chairs of other Board and Academic Board committees and panels

See summary financial table (3.20) and Chair's action between meetings (4) below

3.12 Primary responsibilities of the Vice-Chancellor

Under Articles 3.2 and 10.1, the Vice Chancellor has authority for the following matters.

At UEL he chooses to exercise his powers by taking prior advice on certain matters from the Vice Chancellor's Group and/or the University Management Team:

'...implementing decisions of the Board of Governors'
'the organisation, direction and management of the University and leadership of the staff'
'the appointment, assignment, grading, appraisal, suspension, dismissal, and determination – within the framework set by the Board of Governors – of the pay and conditions of service of staff other than the holders of senior posts'
'the determination, after consultation with Academic Board, of the University's academic activities, and for the determination of its other activities'
'...the management of the budget and resources, within the estimates approved by the Board of Governors'
'the maintenance of student discipline and... the suspension or expulsion of students on disciplinary grounds and for implementing decisions to expel students for academic reasons'
The suspension and/or dismissal of a member of staff other than a senior postholder

The Board of Governors has decided that within this Scheme, the Vice Chancellor shall also have delegated authority for:

Day to day security of assets (financial regulations 20.1)
Approval of travel overseas
Approval of business continuity and major incident plans

In addition, the 2010 HEFCE Financial Memorandum gives the Vice Chancellor the following powers as Accountable Officer:

- a) Report to HEFCE if the Board of Governors pursues a course of action or policy which appears to be incompatible with the terms of the Financial Memorandum with HEFCE
- b) Report to Chair of Audit Committee, Chair of the Board, head of internal audit, external auditor and to HEFCE on:
 - any adverse variance in the financial position which is judged to be material to the university's sustainability;
 - any serious weaknesses, significant frauds or any major accounting breakdown reported by internal or external auditors or by other means.

Also see summary financial table (3.20) and Chair's action between meetings (4) below

3.13 Pro Vice Chancellor, Director of Finance

Opening and administering bank accounts on behalf of the VC (financial regulations 6.13 and 8.1-2)

Determining policy on value-added tax and corporation tax (financial regulations 34.1)

See summary financial table (3.20) below

3.14 Other VCG members

All - signature to accept a research grant, subject to reporting to the Finance and Capital Projects Committee where value is above £500,000 (financial regulations 7.4)

Clerk – administration of the Seal of the University with one other Governor – Instrument of Government.

PVC Services and Infrastructure - maintaining the risk policy and insurance framework (financial regulations 35.1-2) and ensuring safekeeping of contracts (financial regulations 20.3)

Also see summary financial table (3.20) below

3.15 Deans of School and Directors of Service

The Deans of School and Directors of Service have delegated authority from the Vice Chancellor for the management of their schools and services, including their budgets and staff, subject to UEL policies

Also see summary financial table (3.20) below

3.16 Chairs of Board of directors of subsidiary companies

As authorised by the relevant board of directors, the Chair has authority to take action on behalf of the board in the exercise of its powers

See summary financial table (3.20) below

3.17 Chief executives of subsidiary companies

The CEOs of subsidiary companies have delegated authority for the management of their companies, including their budgets and staff, subject to UEL policies where appropriate

Also see summary financial table (3.20) below

3.18 President of the Students' Union

As authorised by the Students' Union constitution, and regulated by the Board of Trustees, the President has authority to take action on behalf of the Trustees in the exercise of their powers

Also see summary financial table (3.20) below

3.19 Chief Executive of the Students' Union

As authorised by the Students' Union constitution, the CEO of the Students' Union has authority for the management of UELSU, including its budgets, financial procedures and staff, subject to UEL policies and the UEL Board of Trustees, where appropriate

Also see summary financial table (3.20) below

3.20 **Summary financial table** (to be read in conjunction with the Financial Regulations, the wording of which takes precedence)

a) Approval of routine transactions within approved budgets/
business plans (Financial regulations schedule 3)

Title/role	Notes	Range
Staff	As delegated by principal budget-holder	Up to £1,000
Lead buyers	As delegated by principal budget-holder	Up to £10,000
Higher grade posts: F and above	As delegated by principal budget-holder	Up to £10,000
Principal budget holders (Deans/Directors)	May sign off transactions within their own budgets	Up to £50,000
PVCs	May sign off transactions within their own budget or authorise amounts beyond the delegated authority of principal budget-holders who are in their line-management May be nominated to sign or countersign in someone's absence	Up to £100,000
Vice Chancellor	Subject to the Board's responsibilities below, may authorise any planned transaction and nominate the Deputy VC or ProVC, Director of Finance to act on their behalf	Up to £1,000,000 pa
Board of Governors	Significant planned financial transactions involving borrowing, lending, major strategic partnerships or commercial ventures	Above £1,000,000 pa

b) Approval of expenditure/income additional to approved budgets/
business plans

Title/role	Notes	Range
Sub-budget holder		none
Principal budget holder (Deans/Directors/PVCs/DVC)		none
Budget holder (PVCs and DVC)		none
Vice Chancellor and ProVC, Director of Finance acting together	Approval of new income streams, including grants, collaborative partnerships and home and international commercial ventures, subject to table on international matters at 3.22	Projected up to £1,000,000 pa
Board of Governors	Approval of new income streams, including grants, collaborative partnerships and home and international commercial ventures, subject to table on international matters at 3.22	Projected above £1,000,000 pa
Board of Governors	Major emergency deletions to current budget; additions to current budget and any use of reserves,	unlimited, within its obligations under the Articles of Government

c) Subsidiary companies

Title/role	Notes	Range
Sub-budget holder	As delegated by budget-holder	
Budget holder	Within budget/business plan Additional to budget/business plan	Up to £5,000 0
Director of Finance	Within budget/business plan Additional to budget/business plan	Up to £25,000 0
Chief Executive	Within budget/business plan Additional to budget/business plan	Up to £50,000 0
Board of Directors	Within budget/business plan Additional to budget/business plan	Unlimited 0
University Finance and Capital Projects Committee	Variations to budget/business plan, use of reserves, loans and letters of support to company, subject to fiduciary duties and trustee obligations	Up to £1,000,000
University Board	Variations to budget/business plan, use of reserves, loans and letters of support to company, subject to fiduciary duties and trustee obligations	Unlimited, subject to obligations under the Articles

d) Writing off debt (Financial regulations Schedule 4)

Title/role	Notes	Range
Sub-budget holder		none
Budget holder (Deans/Directors)		none
Budget holder (PVCs and DVC)		none
Credit Manager		Up to £1,000
Chief Accountant		Up to £20,000
Director of Finance		Up to £50,000
Vice Chancellor		Up to £100,000
Chairs of Board and Finance and Capital Projects Committee		Unlimited

e) Compromise agreements/ legal settlements out of court

Title/role	Notes	Range
Sub-budget holder		none
Budget holder (Deans/Directors)		none
Budget holder (PVCs and DVC)		none
Director of HR Services		£10,000
Head of Governance and Legal Services		£50,000
Director of Finance		£50,000
Vice Chancellor		£100,000
Chairs of Board and Finance and		Unlimited, but with regard to

Capital Projects Committee		prudent policies
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3.21 Summary HR table (financial regulations section 10 and 34.1)

Category	Approval by
New post	VCG member
HPLs teaching less than 200 hours pa Staff employed for semester or less Staff employed for four months or less	Principal budget holder
Pay advances	VC, DVC or Director HR or nominee
Termination of contract by mutual agreement	UMT member
Dismissal of HPLs and temporary short-term staff	Principal budget holder
Dismissal of staff	VC or nominee under the Articles
Pay of senior postholders	Remuneration Committee
Appointment of senior postholder (not VC)	Panel including Governor/s
Dismissal of senior postholder (not VC)	Special committee of Board
Appointment and dismissal of VC	Board
Severance, compromise agreement, legal settlement out of court up to £100	Vice Chancellor
Severance packages of senior postholders and staff earning over £100K	Remuneration Committee
Income tax and national insurance	Director of HR Services

3.22 Principles of delegation on international initiatives (July 2011 Board paper on *Governance of International Developments*)

The approved position, which reflects the general principles throughout this paper, is that where no UEL investment of its own assets, other than management or staff time and travel costs, is involved and where the objects of the partner or initiative fit with the educational character and mission of the University, then the Vice Chancellor, with Academic Board, has the power to approve international partners and other projects.

Where, however, a financial investment is to be made, or where a legal interest is being taken in a property, the Board or its committees should take the decision to approve the partnership or project and it will expect to see a Business Plan, KPIs, risk assessment and evidence that due diligence has been conducted and independent legal advice taken. Compliance with Charity law and the HEFCE Financial Memorandum is, as ever, essential.

Where any partnership or project would alter UEL's strategy or educational character the Board is the approving authority as these matters cannot be delegated. The following table shows who has authority to approve international initiatives.

Summary international table

	Items for final decision/approval
Vice Chancellor or VCG nominee or Academic Board	<p>Recruitment agents</p> <p>Appointment of staff overseas</p> <p>Overseas offices where no UEL legal interest or investment of financial assets is involved</p> <p>Academic collaborative partners and articulation agreement (see Quality Manual) where no UEL financial assets are invested</p> <p>Memoranda of Understanding/Cooperation</p> <p>Bursary schemes</p> <p>Exchange schemes</p>
Finance and Capital Projects Committee	Leases, licences for premises overseas involving up to £1,000,000 investment
Audit Committee	Where referred upwards by VC, tactics for major litigation with overseas agents or partners
Board of Governors	<p>International strategy within overall Strategic Plan</p> <p>Strategic international partnerships involving any investment of UEL assets beyond staff and management time and travel costs</p> <p>Sale or purchase of premises overseas</p> <p>Leases, licences for premises overseas involving above £1,000,000 investment</p> <p>Major new initiatives which have not been operated by UEL previously such as the Global Examinations Board</p> <p>Establishment of new subsidiary or partly owned companies</p> <p>Joint ventures</p>

The Board receives regular updates on international initiatives, including a consolidated list of all partners (home and overseas) at least once a year.

4 Chair's action between meetings

The following categories of business may be conducted by the Chair of the Board of Governors, Academic Board or any of their subcommittees and panels, by chairs of boards of directors of subsidiary companies and by the Chair of the Board of Trustees of UELSU.

The first three delegations are minuted in advance and then reported back at the next meeting of the board or committee.

The fourth to sixth delegation are requested in writing by officers between meetings, supported by background information and then reported back at the next meeting of the board or committee

The relevant board or committee will monitor the use made of Chair's action.

1	Business which is unfinished at a board or committee meeting for lack of information but on which a clear steer is given to guide the decision when the information becomes available
2	Business which is approved at a board or committee subject to certain conditions to be met by the management or other parties and signed off by the chair
3	Business involving signature/s to the detailed formal paperwork associated with a prior decision of a board or committee such as the sale of a building
4	The signing of routine contracts that commit UEL, or a company or UELSU, above a certain level of expenditure
5	Routine decisions on senior postholders (Chair of the Board/Remuneration Committee only)
6	Urgent business between meetings, canvassing the support of other board and committee members as far as possible by phone or email. Such decisions should not involve changes of policy of the board or committee and should only be taken where there is material risk to UE, or a company or UELSU.

5 Confidentiality protocol, reserved business and conflicts of interest

- 5.1 In a scheme of delegation confidentiality is an indirectly related matter because certain items may be reserved to a subset of the board or committee.
- 5.2 The default position is that business should be conducted with openness and transparency. Under Article 7.4 it is noted that minutes and supporting papers should be made available to staff and students unless individual named staff or students are discussed within those minutes and papers.
- 5.3 In addition the Board may deem other matters to be confidential where matters of commercial sensitivity are involved and where a paper treats work in progress on a sensitive matter, such as formal negotiations with staff or students. Such a paper would be expected to be published at a later stage. If the discussion takes place at the full committee (for example non-delegable decisions of the Board of Governors) a confidential appendix to the minutes is created.
- 5.4 Business is reserved to certain categories of board or committee member, principally where conflicts of interest may occur. So it is noted in Article 7.7 that members should refrain from discussion or withdraw where their interests are being discussed, whether these are confidential matters or not.
- 5.5 Otherwise all board and committee members are equal, the chairs being primus inter pares with a casting vote where a vote is tied.

6 Acronyms

HEFCE	Higher Education Funding Council for England
QSC	Quality and Standards Committee
UMT	University Management Team
VCG	Vice Chancellor's Group

Academic Board	4, 5, 9, 10, 11, 16, 17, 18
Academic freedom	5
Academic integrity	10
Academic regulations	9
Academic standards	9
Accountable officer	5, 12
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