

UNIVERSITY OF SUFFOLK SCHEME OF DELEGATION

The University of Suffolk Board is collectively responsible and accountable for institutional activities, approving all final decisions on matters of fundamental concern within its remit (**The Higher Education Code of Governance, September 2020**).

In order to facilitate effective and timely decision-making, it is necessary for the Board to delegate authority for certain matters to relevant committees or sub-committees of the Board, or to designated officers of the University. In all cases where such delegated authority has been exercised, it is required that the outcomes of such decisions are advised to the Board to ensure the Board maintains its oversight.

This scheme of delegation summarises the duties of the Board as detailed within its Terms of Reference. It identifies areas where delegated authority has been agreed by the Board and how this is exercised. For areas where the Board maintains direct oversight, it also identifies how the Board receives appropriate assurance or advice.

Board Terms of Reference no.	Area of decision making	Delegated authority	Advising sub-committee(s) or group(S)	Designated lead officer(s)
1	<i>Academic Character</i> Having due regard to the objects of the Company as set out in the company's Articles of Association, to approve the vision and mission of the University and its lead institutional strategies:	None	Executive Committee and Senate	Vice-Chancellor & CEO
	<ul style="list-style-type: none"> Learning, Teaching & Assessment; 	None	Senior Leadership Team with Centre for Excellence in Learning and Teaching	Deputy Vice-Chancellor
	<ul style="list-style-type: none"> Research and Scholarly Activity; 	None	Senior Leadership Team with Research and Enterprise Committee	Pro-Vice-Chancellor, Research
	<ul style="list-style-type: none"> Business Engagement, Careers & Employability; 	None	Senior Leadership Team	Pro-Vice-Chancellor, Business and Entrepreneurship
	<ul style="list-style-type: none"> Internationalisation 	None	Senior Leadership Team with Internationalisation Committee	Deputy Vice-Chancellor

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	<ul style="list-style-type: none"> In addition, to approve the institution's plans relating to Access and Widening Participation. 	None	Senior Leadership Team with Access & Participation Plan Group	Director of Learning and Teaching
2	<p><i>Quality Assurance</i> To ensure appropriate quality assurance mechanisms and procedures are implemented as required by the Senate.</p>	Senate	Quality Committee	Deputy Vice-Chancellor
3	<p><i>Nominations</i> To ensure adequate succession planning for:</p> <ul style="list-style-type: none"> - the Board; and - senior management of the University. 	Nominations Committee		Vice-Chancellor & CEO COO & Secretary to the Board
		Executive Committee		Vice-Chancellor & CEO
	To review the management structure of the Company and the disposition of senior management responsibilities.	Executive Committee		Vice-Chancellor & CEO
	As required, to make appointments to subsidiary boards.	None	Nominations Committee	COO & Secretary to the Board
	To approve:			
	<ul style="list-style-type: none"> the appointment or removal of the Vice-Chancellor and Chief Executive Officer, subject to relevant legal constraints and service contract; 	None		Chair of the Board
	<ul style="list-style-type: none"> the appointment or removal of the Board Secretary and of the Company Secretary; the appointment or removal of Chairs and members of Board sub-committees. 	None	Nominations Committee	COO & Secretary to the Board
4	<p><i>Remuneration</i> To approve the remuneration policy of the Company on an annual basis.</p>	Remuneration Committee		Director of People and OD

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5	<i>Business Strategy & Management</i> To exercise responsibility for the overall management of the University.	Executive Committee	Senior Leadership Team	Vice-Chancellor & CEO
	To approve strategic plans including the Financial Strategy and related annual plans, and any material changes to them.	None	Executive Committee	Director of Finance and Planning
	To monitor and review managerial performance in achieving agreed objectives and targets including performance against strategic plans.	Executive Committee		Vice-Chancellor & CEO
	to take oversight of the Company's operations to ensure: <ul style="list-style-type: none"> • competent and prudent management; • sound planning; • effective systems of internal control; • appropriate accounting and other records; • compliance with all appropriate statutory and regulatory obligations. 	None	Audit and Risk Committee	Vice-Chancellor & CEO COO & Secretary to the Board
6	<i>Financial Reporting and Control</i> to approve the Annual Report and Financial Statements	None	Audit and Risk Committee	Director of Finance and Planning
	To approve any significant changes in accounting policies and practices;	None	Audit and Risk Committee	Director of Finance and Planning
	To review the financial performance of the Company on a regular basis	None	Executive Committee	Director of Finance and Planning
7	<i>Internal Control</i> To approve all schemes of delegated financial authority;	None	Audit and Risk Committee	Director of Finance and Planning

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	To ensure sound systems of risk management and internal control	Audit and Risk Committee		Vice-Chancellor & CEO
	To review the effectiveness of the Company's risk and control processes in support of its strategies.	Audit and Risk Committee		Vice-Chancellor & CEO
8	<p><i>Investment and Expenditure</i></p> <ul style="list-style-type: none"> to approve the acquisition or disposal of assets of the Company having a value of over £1,000,000; to approve investment and capital projects having a total value of over £1,000,000; to approve major financial facilities and mechanisms for raising capital; to approve all income and expenditure contracts with a value above £1,000,000. 	None	Executive Committee	Director of Finance and Planning
		None	Executive Committee	Director of Finance and Planning
		None	Executive Committee	Director of Finance and Planning
		None	Executive Committee	Director of Finance and Planning
9	<p><i>General meetings</i></p> <ul style="list-style-type: none"> to approve resolutions and related documentation to be presented at General Meetings, if held. to approve the calling of extraordinary General Meetings. 	None		COO & Secretary to the Board
		None		COO & Secretary to the Board
10	<p><i>Governance</i></p> <p>To take responsibility for ensuring appropriate academic standards and quality are maintained, as required by applicable sector regulations.</p>	Senate	Quality Committee	Deputy Vice-Chancellor
	To approve terms of reference of sub-committees of the Board.	None	Relevant committee as appropriate.	COO & Secretary to the Board
	As required, to receive reports of the sub-committees of the Board and approve matters referred to the Board by its sub-committees.	None	Relevant committee as appropriate.	COO & Secretary to the Board

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	To approve the appointment of the Company's Auditors and their terms of appointment.	None	Audit and Risk Committee	COO & Secretary to the Board
	To approve schemes of delegation of the Board's powers and authority.	None	Audit and Risk Committee	COO & Secretary to the Board
	To review the Company's overall governance arrangements on a regular basis.	None	Audit and Risk Committee with Governance Effectiveness Working Group	COO & Secretary to the Board
	To oversee the implementation of the University's obligations as outlined in the Prevent duty guidance.	None	Audit and Risk Committee and Executive Committee	Assistant Director, Student Life
11	<i>Company Policies and Reports</i> To approve key Company policies and reports, including:			
	• Tuition Fee policy.	None	Executive Committee	Director of Finance and Planning
	• Financial Regulations and associated policies.	None	Executive Committee	Director of Finance and Planning
	• Risk Management policy.	None	Audit and Risk Committee	Director of Finance and Planning
	• Whistleblowing policy.	None	Executive Committee	Director of People and OD
	• Health, Safety & Wellbeing annual report.	None	Audit and Risk Committee, Executive Committee with Health, Safety and Wellbeing Committee	COO & Secretary to the Board
	• Sustainability annual report.	None	Executive Committee	COO & Secretary to the Board
	• Human Relations Metrics and Gender Pay Gap annual reports.	None	Senior Leadership Team	Director of People and OD
	• Equality, Diversity and Inclusion annual report.	None	Senior Leadership Team and Equality, Diversity and Inclusion Committee	Director of People and OD
12	To approve the appointment of the Company's principal professional advisors.	Executive Committee		COO & Secretary to the Board

13	To take oversight of all prosecution, defence and settlement of litigation.	None	Executive Committee	COO & Secretary to the Board
14	To approve changes to the schedule of matters reserved for the Board.	None		COO & Secretary to the Board
	<p>Delegated authority identified within the Articles of Association</p> <p><u>Company Seal</u></p> <p>31.1 ‘...unless otherwise so determined [the University’s company seal] shall be signed by a director and by the secretary or by a second director.’</p>	Two directors or one director and the Secretary		COO & Secretary to the Board
<p>Board Committees and Sub-committees</p> <p>The Board will, at least annually, consider the terms of reference for its committees and sub-committees. Where this results in areas of delegated authority in addition to those identified above, these will be clearly specified within the approved terms of reference for each group. The purpose or key areas of focus for each committee or sub-committee are given below.</p> <p>Executive Committee</p> <p>1) Support Board decision-making; 2) Operational leadership, direction and management; 3) Strategic Plan progress; 4) Performance against KPIs; 5) Performance in relation to student experience; 6) Oversee risk management and internal control; 7) Recommend the annual budget and monitor financial performance; 8) Regulatory returns and submissions; 9) Ensure the effective, efficient and economical use of resources; 10) Performance in relation to health, safety and wellbeing, sustainability and equality, diversity and inclusion; 11) Oversee Executive sub-committees; 12) Ensure good internal communications; 13) Oversee relationships with external partners.</p> <p>Senate</p> <p>Senate is responsible for the academic operation of the University including academic regulations, policies and procedures; oversight of academic standards and the quality of learning opportunities; research activity; validation, review and withdrawal of courses; criteria for the admission of students; the appointment and removal of internal and external examiners; policies and procedures for assessment and examination of the academic performance of students; policies and procedures relating to</p>				

academic staff appointment and promotion; procedures for the award of qualifications and honorary academic titles; and procedures for the termination of student enrolment for academic reasons. Senate is also responsible for considering and advising the Vice-Chancellor and the Board of Directors on the development of the academic activities of the University and the resources needed to support them.

Audit & Risk Committee

1) Risk Management; 2) Financial; 3) External Audit; 4) Internal Audit; 5) Monitoring and Co-ordination of Internal and External Audit; 6) Reports of an Audit Nature; 7) Value for Money; 8) Economy, Efficiency and Effectiveness; 9) Data Assurance; 10) Annual Report.

Nominations Committee

1) Appointment to boards and sub-committees, Chancellor and Pro-Chancellors; 2) Induction processes; 3) Term of appointment; 4) Annual review of boards and sub-committee membership.

Remuneration Committee

1) Remuneration policy; 2) The salary and terms and conditions of the Vice-Chancellor and Chief Executive Officer and other members of the Executive; 3) The salaries of other staff whose remuneration is in excess of £100,000; 4) The public interest of all forms of payment, reward and severance relevant to the Committee's decisions.