

MANCHESTER METROPOLITAN UNIVERSITY

BOARD OF GOVERNORS

3 JANUARY 2012

SCHEME OF DELEGATION

The purpose of this document is to define the responsibilities of the Board of Governors, the Board's Committees and Advisory Groups, the Vice-Chancellor, the Executive and the Academic Board. The responsibilities are as set out in the University's Constitutional Provisions and are in accordance with the University's Financial Regulations and with CUC guidance.

The responsibilities of the Board of Governors, the Vice-Chancellor and the Academic Board are set out in the University's Articles of Government. According to the Articles of Government, the Board may delegate or allocate its powers, authority and functions to committees, the Academic Board, the Chairman, the Vice-Chancellor, any other holder of a senior post or any other staff of the University. The delegations must be clearly defined in writing and be formally approved by the Board of Governors. However, the Board of Governors is ultimately accountable and responsible for the actions and discussions taken by the Committees, Boards or persons to whom it has delegated its responsibilities.

The scheme is set out as follows:

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1 RESPONSIBILITIES OF THE BOARD OF GOVERNORS

1.1 Board Responsibilities which cannot be delegated

In accordance with the Articles of Government, the Board of Governors has a number of responsibilities which cannot be delegated. These are shown below:

1.1.1	The determination of the educational character and mission of the University.
1.1.2	The approval of the annual estimates of income and expenditure and the annual accounts.
1.1.3	Ensuring the solvency of the University and the Corporation and for safeguarding their assets.
1.1.4	The appointment of external auditors.
1.1.5	The appointment or dismissal of the Vice-Chancellor and Clerk.
1.1.6	The sealing of contracts.
1.1.7	The approval of contracts worth in excess of £5M.
1.1.8	The varying or revoking of the University's Articles of Government.

1.2 Board Responsibilities

The full list of Board responsibilities is shown below:

Governance	
1.2.1	The oversight of the University's activities.
1.2.2	The varying or revoking of the University's Articles of Government (subject to Privy Council approval).
1.2.3	Determination of membership numbers of the Board of Governors.
1.2.4	Appointment of members of the Board of Governors.
1.2.5	Appointment of Chair and Deputy Chair of the Board of Governors.
1.2.6	Establishment of committees of the Board of Governors.
1.2.7	Determination of allowances to be paid to members of the Board of Governors.
1.2.8	Establishment of processes to monitor and evaluate the performance and effectiveness of the governing body.
1.2.9	Ensuring that the Board's business is conducted in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life.

1.2.10	Safeguarding the good name and values of the University.
1.2.11	Ensuring that systems are in place for meeting the University's legal obligations, including those arising from contracts and other legal commitments made in the University's name.
1.2.12	The sealing of contracts (The Chairman or another member authorised by the Board of Governors together with any one of the following: <ul style="list-style-type: none"> • Any other member of the Board of Governors; • The Clerk to the Board of Governors; • Any other person authorised by the Board of Governors).
1.2.13	Appointment of a Clerk to act as secretary to the Board of Governors.
1.2.14	Making rules and byelaws with regards to the government and conduct of the University.
1.2.15	Approval of Students' Union constitution.
1.2.16	Approval of the composition of Academic Board.
1.2.17	Approval of the selection or election arrangements and periods of appointment of members of Academic Board.
1.2.18	Appointment of a Chancellor.
Strategy	
1.2.19	The determination of the educational character and mission of the University.
1.2.20	Assisting in the development of and approval of strategic plans and key performance indicators (KPIs), ensuring that these meet the interests of stakeholders.
1.2.21	Ensuring that processes are in place to monitor and evaluate the performance and effectiveness of the University against approved plans and KPIs, which should be, where possible and appropriate, benchmarked against other comparable institutions.
Finance	
1.2.22	The approval of the annual estimates of income and expenditure and the annual accounts.
1.2.23	Ensuring the effective and efficient use of resources, the solvency of the University and the Corporation and for safeguarding their assets.
1.2.24	The appointment of external auditors (on the recommendation of the Audit Committee).

1.2.25	The approval of contracts worth in excess of £5M.
1.2.26	Setting a framework for tuition fees and other fees payable to the University (subject to any terms and conditions attached to grants, loans or other payments paid or made by the appropriate HE Funding Council.
Human Resources	
1.2.27	The appointment, grading, assignment, appraisal, suspension, dismissal and determination of the pay and conditions of service of the Vice-Chancellor, the Clerk and other holders of senior posts.
1.2.28	Setting a framework for the pay and conditions of services of all members of staff.
1.2.29	The promotion of equality of opportunity and diversity for members of staff and students.
1.2.30	The health and safety of members of staff, students and other persons on the University's premises or where a duty of care exists.
1.2.31	To make rules relating to the conduct of staff (after consultation with staff).
1.2.32	Suspension from duty, with pay, of the holder of a senior post for alleged gross misconduct or other good and urgent cause (This is the responsibility of the Chair, or, in the Chair's absence, the Deputy Chair).
1.2.33	Determination of procedures for the suspension of staff (after consultation with staff).
1.2.34	Dismissal of the holder of a senior post (on the recommendation of a Special Committee).
1.2.35	Determination of procedures for the dismissal of staff (after consultation with staff).
1.2.36	Determination of grievance procedures (after consultation with staff).
Students	
1.2.37	Establishment of procedures to ensure that students have the fullest opportunity to raise matters of proper concern to them at all levels in the University as maybe deemed appropriate by the Board of Governors.
1.2.38	Make rules with respect to the conduct of students, including procedures for suspension and expulsion.

2 RESPONSIBILITIES OF THE CHAIRMAN OF THE BOARD OF GOVERNORS

The Chairman of the Board of Governors is responsible for:

2.1	The leadership of the governing body.
2.2	The effectiveness of the governing body.
2.3	Ensuring that the institution is well connected with its stakeholders.
2.4	The signing and sealing of contracts together with one of the following: <ul style="list-style-type: none">• Any other member of the Board of Governors;• The Clerk to the Board of Governors;• Any other person authorised by the Board of Governors to act for that purpose.

The Chairman of the Board of Governors shall have the power to act on behalf of the Board in matters of urgency subject to the action being reported to the Board at its next meeting.

3 RESPONSIBILITIES OF THE DEPUTY CHAIR OF THE BOARD OF GOVERNORS

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

4 RESPONSIBILITIES OF THE VICE-CHANCELLOR

Subject to the responsibilities of the Board of Governors, the Vice-Chancellor is the chief executive of the University. Although the Vice-Chancellor may delegate the exercise of his/her powers and responsibilities to other members of staff as he/she considers appropriate, the Vice-Chancellor shall be accountable to the Board of Governors for exercise of such powers and responsibilities. The responsibilities of the Vice-Chancellor are shown below:

Governance	
4.1	The organisation, direction and management of the University and leadership of the staff.
4.2	The determination, after consultation with Academic Board, of the University's academic activities, and the determination of its other activities.
4.3	Chairmanship of Academic Board.
Strategy	
4.4	Making proposals to the Board of Governors about the educational character and mission of the University and for implementing the decisions of the Board of Governors.
Finance	
4.5	Preparing annual estimates of income and expenditure, for consideration by the Board of Governors, and for the management of budget and resources, within the estimates approved by the Board of Governors.
4.6	Determination of tuition and other fees payable to the University within a framework set by the Board of Governors and subject to any terms and conditions attached to grants, loans or other payments paid or made by the appropriate HE Funding Council.
4.7	Fulfilling the duty as the designated Accounting Officer under the terms of the Funding Council's Financial Memorandum, responsible to the Board of Governors and to the Funding Council for the University's financial management and for the protection of its assets.
4.8	Satisfying the Board of Governors that the conditions upon which funding council grants are made to the University are complied with.
4.9	Advising the Board of Governors of any action or proposal that is incompatible with the terms of the Financial Memorandum between the University and the Funding Council.
4.10	Signing the accounts of the University.
4.11	Approving all accounting procedures and financial records; such

	procedures to have due regards for the need to promote probity, integrity and accountability and to implement the requirements of the Funding Council and take account of advice from external and internal auditors.
Human Resources	
4.12	The appointment, assignment, grading, appraisal, discipline, suspension, dismissal and determination – within the framework set by the Board of Governors – of the pay and conditions of service of the staff other than the holders of senior posts.
4.13	Suspension from duty, with pay, of any member of staff other than the holder of senior post, for alleged misconduct or gross misconduct or other good and urgent cause.
4.14	Dismissal of any member of staff other than the holder of a senior post.
Students	
4.15	The maintenance of student discipline and, within the rules and procedures provided for within the Articles of Government, for the suspension or expulsion of students on disciplinary grounds and for implementing decisions to expel students for academic reasons.

5 RESPONSIBILITIES OF THE EXECUTIVE

The Executive, which includes the Vice-Chancellor, Deputy Vice-Chancellors, Director of Finance, Director of Human Resources, Director of Services and the Registrar, is responsible, under the leadership of the Vice-Chancellor, for policy implementation, organisation, operations, direction and management of the University.

6 RESPONSIBILITIES OF THE DEPUTY VICE-CHANCELLORS

The Deputy Vice-Chancellors, in the absence of the Vice-Chancellor, have delegated authority for the Vice-Chancellor's duties in the activities of their appointed roles. This includes authority to execute academic agreements (including, but not limited to, agreements for taught provision, research, academic enterprise and collaborations including international collaborations) on behalf of the University.

7 RESPONSIBILITIES OF THE DIRECTOR OF FINANCE

The Vice-Chancellor may delegate financial responsibilities to the Director of Finance. The Director of Finance is responsible, under the general direction of the Vice-Chancellor, for controlling the day-to-day financial administration of the University. The responsibilities of the Director of Finance, which are detailed in the Financial Regulations, include:

7.1	In the absence of the Vice-Chancellor, having delegated responsibility for the Vice-Chancellor's duties in the University's non-academic activities.
7.2	Execution of agreements (not under seal) on behalf of the University that give rise to any risk, liability (financial or otherwise) or responsibility on the part of the University.
7.3	Preparing annual capital and revenue budgets and financial plans.
7.4	Preparing accounts, management information, monitoring of expenditure against budgets and all financial operations.
7.5	Ensuring that the University maintains effective financial systems.
7.6	Providing professional advice to the Vice-Chancellor, Deputy Vice-Chancellors, Executive Directors, Deans of Faculty and Heads of Department on all matters in relation to income, expenditure, budget and cost controls.
7.7	Preparing financial returns and other periodic financial reports to HEFCE and other agencies as required.
7.8	Opening or closing a bank account for dealing with the University's funds.

8 RESPONSIBILITIES OF THE BOARD'S COMMITTEES AND ADVISORY GROUPS

Audit Committee	
8.1	To advise the Board of Governors on the appointment of the external auditors, 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.
8.2	To 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).
8.3	To consider and advise the Board of Governors on the appointment and terms of engagement of the internal audit service (and the head of internal audit, if applicable), 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.
8.4	To 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 institution's needs (or make a recommendation to the Board of Governors as appropriate).
8.5	To keep under review the effectiveness of the risk management, control and governance arrangements, and in particular to review the external auditors' management letter, the internal auditors' annual report, and management responses.
8.6	To monitor the implementation of agreed audit-based recommendations, from whatever source.
8.7	To ensure that all significant losses have been properly investigated and that the internal and external auditors, and where appropriate the HEFCE Accounting Officer, have been informed.
8.8	To oversee the institution's policy on fraud and irregularity, including being notified of any significant action taken under that policy.
8.9	To satisfy itself that satisfactory arrangements are in place to promote economy, efficiency and effectiveness.
8.10	To receive reports from internal audit, external audit and any other sources in connection with the management and quality assurance of data submitted to HESA, HEFCE and other funding bodies.
8.11	To monitor annually the performance and effectiveness of external and internal auditors, including any matters affecting their objectivity, and to

	make recommendations to the Board of Governors concerning their reappointment, where appropriate.
8.12	To consider elements of 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 HEFCE's Accounts Directions.
8.13	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.
Finance and Human Resources Committee	
8.14	To consider, and to advise on or determine as appropriate, the strategies and policies for the effective and efficient use of financial and human resources, and to be responsible to the Board of Governors for ensuring the solvency of the University and the safeguarding of its assets. In particular to:
	Financial Matters
8.15	determine policies relating to the borrowing of money and the grant of mortgages, charges or other security, in accordance with Section 124(2)(g) of the Education Reform Act 1988;
8.16	determine policies relating to the investment of sums not immediately required for the purposes of the University, and the management of all funds and investments;
8.17	determine capital expenditure where project costs do not exceed £5 million;
8.18	consider and to make recommendations to the Board of Governors concerning the annual estimates for recurrent income and expenditure;
8.19	consider and make recommendations to the Board of Governors on capital expenditure where project costs exceed £5 million;
8.20	review the management accounts and the annual financial statements of the University and its subsidiary companies;
8.21	determine a framework within which fees and other charges payable to the University shall be set;
8.22	determine the policies to be adopted in regard to contracts for research and consultancies;
8.23	consider proposals for the setting up of companies and for acquiring membership of existing companies and if appropriate to authorise the implementation of such proposals;
8.24	approve the acceptance of gifts of money, land or other property;

8.25	approve the appointment of bankers;
8.26	keep under review the University's policies concerning insurances and the assessment of risks;
8.27	consider the annual statements of the Students' Union with a view to approving the level of block grant for the following year;
8.28	consider the financial implications of recommendations made by other committees and to submit comments to the Board of Governors thereon;
8.29	consider and make recommendations to the Board of Governors on joint venture arrangements with outside bodies;
8.30	review the University's accounting policies;
	Human Resource Management and Personnel Issues
8.31	determine the framework for the pay and conditions of staff other than the holders of senior posts, taking into account in this connection any schemes of pay and conditions drawn up by relevant national or regional bodies;
8.32	make recommendations to the Board of Governors concerning the rules relating to the conduct of staff;
8.33	to govern the procedures for the suspension and dismissal by the Vice-Chancellor of staff other than the holders of senior posts, including procedures for appeal against dismissal;
8.34	to govern the procedures for affording staff opportunities to seek redress of any grievances relating to their employment;
8.35	consider and review policies with regard to development, appraisal and review of staff with a view to continuously improving the quality of staff;
8.36	consider matters related to superannuation and pension arrangements;
8.37	consider equal opportunities policies;
8.38	consider employment legislation and its impact upon policies and procedures;
8.39	consider the future and present workforce needs of the University;
8.40	consider the succession management of key post-holders in the University;
8.41	To keep under review the effectiveness of the University's risk management arrangements and to consider such other financial matters and human resource and personnel matters as may from time to time arise.

Nominations, Governance and Remuneration Committee	
	Nominations
8.42	To seek and to consider suggestions for the appointment of independent members and of co-opted members of the Board, and to submit proposals as appropriate to the relevant nominating or appointing body.
8.43	To formulate its proposals having regard to the requirements of paragraphs 3(3) and 3(4) of the Instrument of Government concerning the qualifications and experience of persons to be appointed as independent members and as co-opted members.
8.44	To establish and to monitor a scheme to provide for a rotation of members within the various categories of membership, having regard to the desirability of varying the retirement dates of the members concerned and the limit on the number of terms of office for which a member may normally serve.
8.45	To consider any case arising under paragraph 6(3) of the Instrument of Government where it may be thought appropriate for the Board to consider the removal of a member from office as a Governor, and to make a recommendation to the Board as to the course to be pursued.
	Governor Induction and Development
8.46	To formulate an induction programme for newly appointed governors, and to monitor its effective implementation.
8.47	To seek out opportunities to enable all governors to become better informed about their role, the work of the university and of the HE sector generally.
	Effectiveness of the Board of Governors
8.48	To consider the means of reviewing the effectiveness of the Governing Body and the performance of the University.
8.49	To consider, and make recommendations to the Board, on how the reviews referred to above should be reported in published documents.
	Remuneration
8.50	To make decisions on behalf of the Board of Governors on the terms of employment and the levels of remuneration of the holders of senior posts, as defined in Article 1.1 (see Note below).
8.51	To express a view on behalf of the Board on the general salary structure, remuneration and terms of employment of the University's senior management.
	Note: Article 1.1 provides that "holders of senior posts" means the Vice-Chancellor, the Clerk to the Board of Governors and the holders of such other senior posts as the Board may determine.

Estates and Services Advisory Group	
	In accordance with financial dispositions already made within the annual capital or revenue budget or otherwise subject to the approval of the Finance and Human Resources Committee and the Board of Governors:
8.52	To review the University's estates strategy and the maintenance of its existing assets on an annual basis;
8.53	To advise the Board on the acquisition, disposal and best use of land and accommodation for the purposes of the University;
8.54	To review the progress on a regular basis of all capital projects with a value in excess of £1m;
8.55	To recommend to the Board the appointment of contractors for the University's capital projects valued in excess of £1m;
8.56	To review the appointment of advisers to Estate Planning Services;
8.57	To keep the Finance and Human Resources Committee informed of estates issues;
8.58	To ensure that the University's capital project commitments are in line with the University's medium and long term financial plans;
8.59	To monitor issues relating to catering, residential, domestic and other services;
8.60	To keep under review the University's health and safety policy and its effectiveness.
Marketing and Student Experience Advisory Group	
8.61	To review the implementation of the University's marketing and communications strategy.
8.62	To monitor external issues relating to profile and reputation.
8.63	To provide a forum for discussion on new market opportunities and/or market decline.
8.64	To review the student experience and to approve and recommend to the Board the resulting action plan.
8.65	To raise the University awareness of market perceptions
8.66	To advise the Board of Governors on new priorities.

9 RESPONSIBILITIES OF ACADEMIC BOARD

The responsibilities of the Academic Board are shown below:

9.1	<p>For general issues relating to the research, scholarship, learning and teaching and courses at the University, including criteria for the admission of students;</p> <ul style="list-style-type: none"> • the appointment and removal of internal and external examiners; • policies and procedures for assessment and examination of the academic performance of students; • the content of the curriculum; • academic standards and the validation and review of courses; • the procedures for the award of qualifications and honorary academic titles; • the procedures for the expulsion of students for academic reasons. <p>Such responsibilities shall be subject where appropriate to the requirements of validating and accrediting bodies.</p>
9.2	<p>Considering the development of the academic and related activities of the University and the resources needed to support them and for advising the Vice-Chancellor and the Board of Governors thereon</p>
9.3	<p>Advising on such matters as the Board of Governors or the Vice-Chancellor may refer to Academic Board</p>

Version	2	Author Name & Job Title	Ms G Arnold, Registrar
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