

ROLE DESCRIPTION OF CHAIR OF THE UNIVERSITY BOARD OF GOVERNORS

Introduction

The Board of Governors of the University is established under the provisions of the Education Reform Act 1988 and in accordance with the Instrument and Articles of Government approved by the Privy Council in May 2007. Under these Articles, the Governing Body is responsible for the:

- determination of the educational character and mission of the University and for oversight of its activities;
- effective and efficient use of resources, the solvency of the University and the Corporation, and safeguarding their assets;
- approval of annual estimates of income and expenditure;
- appointment, grading, appraisal, supervision, dismissal and determination of the pay and conditions of the Vice-Chancellor, the Clerk to the Governors and holders of such other senior posts as the Governing body may determine;
- setting a framework for the pay and conditions of other staff.

THE ROLE – specifically, the Chair will exercise responsibility in the following areas:

1. Leadership of the Board

- a) The Chair is responsible for the leadership of the Governing Body. As Chair of its meetings, he/she is responsible for ensuring that the necessary business of the Governing Body and its committees is carried out efficiently, effectively, and in a manner appropriate for the proper conduct of public business.
- b) Working with the Clerk to the Board, the Chair should ensure that the Governing Body acts in accordance with the instruments of governance of the University and within the University's internal rules and regulations.
- c) The Chair should ensure that the Governing Body exercises collective responsibility and delegated authority (Chair's Action) should be used sparingly. The Chair will encourage all members to work together effectively, contributing their skills and expertise as appropriate, and will seek to build consensus among them.
- d) The Chair will be actively involved in the process for the recruitment of new members of the Governing Body.

- e) The Chair will be responsible for the arrangements for the regular appraisal/review of individual members of the Governing Body.
- f) In conjunction with the Deputy Chair, the Chair is responsible for the arrangements for the appraisal of the performance of, and setting objectives for, the Vice-Chancellor and the Clerk and agreeing the arrangements for other senior staff appointed by the Board. The Chair will report to Remunerations Committee accordingly.

2. Ensuring the Maintenance of Standards in Public Life

- a) The Chair is responsible for ensuring that the Governing Body conducts itself in accordance with accepted standards of behaviour in public life, embracing selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- b) The Chair will ensure that the Clerk maintains an up-to-date Register of the Interests of members of the Governing Body, and that any conflict of interest is identified and managed appropriately, in order that the integrity of Governing Body business is maintained.
- c) The University is a Charity. The Chair is responsible for ensuring that the Governing Body properly exercises its responsibilities in the furtherance of its charitable purposes.

3. The Business of the University

- a) The Governing Body has responsibility for determining the educational character and mission of the University as expressed in the Strategic Plan. The Chair will ensure that there are appropriate procedures in place for the Governing Body to assess the performance of the University against the objectives laid out in the Strategic Plan.
- b) The Chair should establish a constructive and supportive but challenging working relationship with the Vice-Chancellor, recognising the proper separation between governance and executive management, and avoiding involvement in the day-to-day executive management of the University. The Chair will meet regularly with the Vice-Chancellor to discuss matters of interest relating to the University.

4. The External Role

- a) The Chair will represent the Governing Body and the University externally and will be a member of the Committee of University Chairs.
- b) The Chair may be asked to use personal influence and networking skills on behalf of the University.

5. Personal attributes

- a) The Chair will have a strong personal commitment to Higher Education and particularly, to the values, aims and objectives of the University.

- b) The Chair will at all times act fairly and impartially in the interests of the University as a whole, using independent judgement and maintaining confidentiality as appropriate.

General Information

The Chair attends and plays an active role in the University's Graduation ceremonies.

The Chair will be a member of the Remunerations Committee, the Resources Committee and the Honorary Awards Committee and will also chair the Nominations Committee. In line with accepted practice, the Chair is precluded from membership of the Audit Committee.

Some business of the University is carried out through subsidiary companies and the Chair also chairs the board of those companies.

Meetings of the Governing Body, its committees and the subsidiary companies normally take place in the mid-afternoon/early evening, on a Monday.

The Clerk to the Board is responsible to the Chair of the Board for ensuring the day-to-day business of the Board and its committees is carried out in accordance with the instrument of governance and agreed protocols.

Terms of appointment

The office of Chair is not remunerated, but the Chair is entitled to reclaim all travelling and similar expenses incurred in the course of University business, in line with the University's expenses scheme, via the Clerk.

The Chair is formally appointed by the Governing Body following either an internal or external appointment process. The initial term of office for the role of Chair is three years (unless otherwise agreed), renewable for a maximum of two further terms subject to the continued support of the Board.