

**SUMMARY OF RESPONSIBILITIES OF MEMBERS OF GOVERNING BODIES**

1. Higher education institutions (HEIs) are legally independent corporate institutions that have a common purpose of providing learning and teaching and undertaking research. They also have an important role in contributing to economic growth through research and developing links with industry and the community (so-called 'third leg' or 'third mission' activities). The Board of Governors is responsible for ensuring the effective management of the institution and for planning its future development. It has ultimate responsibility for all the affairs of the institution.
2. The main responsibilities of the Board of Governors should be set out in its Statement of Primary Responsibilities, which should be consistent with the institution's constitution.
3. Independent, lay or co-opted governors need to bring particular behaviours to the Board of Governors. They should question intelligently, debate constructively, challenge rigorously and decide dispassionately, and they should listen sensitively to the views of others, inside and outside meetings of the Board of Governors.

**Proper Conduct of Public Business**

4. Governing bodies are entrusted with funds, both public and private, and therefore have a particular duty to observe the highest standards of corporate governance. This includes ensuring and demonstrating integrity and objectivity in the transaction of their business, and wherever possible following a policy of openness and transparency in the dissemination of their decisions. Such diverse funding sources also require that institutions adhere to the good practice appropriate to both public and private sector bodies.

**Strategic Planning**

5. The Board of Governors has a duty to enable the institution to achieve and develop its mission and primary objectives of learning and teaching and research. This responsibility includes considering and approving the institution's strategic plan, which sets the academic aims and objectives of the institution and identifies the financial, physical and staffing strategies necessary to achieve these objectives.

**Monitoring Effectiveness and Performance**

6. The Board of Governors should regularly monitor its own effectiveness and the performance of the institution against its planned strategies and operational targets.
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**Finance**

7. The Board of Governors' financial responsibilities include:
- ensuring the solvency of the institution and safeguarding its assets;
  - approving the financial strategy;
  - approving annual operating plans and budgets which should reflect the institution's strategic plan;
  - ensuring that funds provided by the Funding Council are used in accordance with the terms and conditions specified in the Funding Council's Financial Memorandum;
  - ensuring the existence and integrity of risk management, control and governance systems and monitoring these through the audit committee;
  - receiving and approving annual accounts (audited financial statements).

**Audit**

8. The Board of Governors is responsible for directing and overseeing the institution's arrangements for internal and external audit.

**Estate Management**

9. The Board of Governors is responsible for oversight of the strategic management of the institution's land and buildings. As part of this responsibility it should consider, approve and keep under review an estate strategy that identifies the property and space requirements needed to fulfil the objectives of the institution's Strategic Plan, and also provides for a planned programme of maintenance.

**Human Resource Management**

10. The Board of Governors has responsibility for the institution's human resource and employment policy. This includes ensuring that pay and conditions of employment are properly determined and implemented for all categories of employee. The Board of Governors is also responsible for appointing and setting the terms and conditions for the head of the institution and such other senior posts as it may from time to time determine.

**Equality and Diversity**

11. The Board of Governors should ensure that non-discriminatory systems are in place to provide equality and diversity of opportunity for staff and students.

### **Students' Union**

12. The Board of Governors should take such steps as are reasonably practicable to ensure that the students' union operates in a fair and democratic manner and is accountable for its finances.

### **Health and Safety**

13. The Board of Governors carries ultimate responsibility for the health and safety of employees, students and other individuals while they are on the institution's premises and in other places where they may be affected by its operations. The Board of Governors' duties include ensuring that the institution has a written statement of policy on health and safety, and arrangements for the implementation of that policy.