

## **Ordinance 7**

### **Senior Executive Officers**

#### **1 Senior Executive Officers**

- 1.1 The following Senior Executive Officers of the University shall be appointed by the Board:
  - 1.1.1 Vice-Chancellor;
  - 1.1.2 Deputy Vice-Chancellor(s) and Pro Vice-Chancellor(s); and
  - 1.1.3 Registrar & University Secretary.
- 1.2 The Board shall consult with Senate in relation to the appointment of the Vice-Chancellor, Deputy Vice-Chancellor(s) and Pro Vice-Chancellor(s).
- 1.3 The remuneration of the Senior Executive Officers shall be determined by the Remuneration Committee.

#### **2 Vice-Chancellor**

- 2.1 The Vice-Chancellor is:
  - 2.1.1 the Chief Executive of the University, reporting directly to the Board of Trustees;
  - 2.1.2 the Accountable Officer of the University, whose responsibilities are prescribed by the Office for Students under its regulatory advice and which include being personally responsible to the governing body for ensuring compliance with the terms and conditions of funding and for providing the OfS with clear assurances about compliance; and
  - 2.1.3 the Chief Academic Officer of the University with responsibility for academic performance, reporting directly to the Board of Trustees.
- 2.2 Subject to **Article 15** of the Charter, the Board shall prescribe the role description and appointment process for the Vice-Chancellor on the recommendation of the Nominations Committee.
- 2.3 The Vice-Chancellor has a close working relationship with the Chair of the Board and this relationship is vitally important. Both should ensure that the relationship is constructive but challenging, recognising the proper separation of governance and management and the checks and balances established by the different roles each has, as set out in the University's Charter, Statutes, Ordinances and Academic Regulations. The Chair appraises the performance of the Vice-Chancellor and makes recommendations to the Remuneration Committee concerning the Vice-Chancellor's terms and conditions and remuneration package.
- 2.4 **Main responsibilities of the Vice-Chancellor**
  - 2.4.1 The Vice-Chancellor acts within the limits of delegated authority prescribed by the Charter, Statute, Ordinances (in particular the Delegation Framework set out in **Ordinance 3**) and Academic Regulations of the University.
  - 2.4.2 The Vice-Chancellor has the following main responsibilities, subject at all times to the oversight of Board:

- (a) leading the strategic development of the University and the implementation of the objectives agreed with the Board of Trustees and taking primary responsibility for management of the affairs of the University including the management and culture of the University and the leadership of its Staff;
- (b) maintaining strong leadership teams, and management arrangements within the University;
- (c) ensuring the Board receives proper and appropriately timed information from the Executive to fulfil its responsibilities;
- (d) ensuring that the University is well managed financially and that its future is sustainable and that its ambitious estates strategy delivers for future generations;
- (e) acting as the key ambassador for the University including representing it publicly and leading its fundraising initiatives;
- (f) promoting a strong global perspective and advocating the University nationally and internationally;
- (g) making proposals to the Board about the character, mission, strategy and long-term business plans of the University including the University Strategy and the performance indicators by which success will be judged;
- (h) leading the research strategy and performance of the University;
- (i) ensuring and enhancing the academic quality and standards of programmes and the provision of quality support services for Students;
- (j) managing the resources of the University including people, finance, infrastructure, information and property and facilities;
- (k) acting as the University's Accountable Officer;
- (l) managing risk; and
- (m) undertaking such ceremonial duties as may be required.

### **3 Deputy Vice-Chancellor(s) and Pro Vice-Chancellor(s)**

- 3.1 The number of Deputy or Pro Vice-Chancellors shall be determined from time to time by the Board on the recommendation of the Vice-Chancellor.
- 3.2 The Vice-Chancellor shall prescribe the title, role description and appointment process for the Pro Vice-Chancellor(s) (including the Deputy Vice-Chancellor & Provost).

### **4 Registrar & University Secretary**

- 4.1 The Registrar & University Secretary has a governance and an executive role in the University.
- 4.2 The Board shall prescribe the role description for the Registrar & University Secretary. In their governance role, the Registrar & University Secretary reports directly to the Board. If

the person appointed has executive/managerial responsibilities, the Board shall ensure that there is an appropriate separation in the lines of accountability.

- 4.3 The Registrar & University Secretary's executive responsibilities are determined by the Vice-Chancellor and in their executive role they report to the Vice-Chancellor.
- 4.4 The Registrar & University Secretary should work to support both the Chair and the Vice-Chancellor with the aim of ensuring that Board meets its responsibilities and is effective. It is good practice for the Chair, Vice-Chancellor and Registrar & University Secretary to work closely together within the legal framework provided by the Charter, Statutes, Ordinances and Academic Regulations and the OfS's regulations and guidance.
- 4.5 The Chair appraises the performance of the Registrar & University Secretary in respect of their governance role and the Vice-Chancellor appraises their performance in respect of their executive role. Together, they make recommendations to the Remuneration Committee in respect of the Registrar & University Secretary's terms and conditions and remuneration package.
- 4.6 **Main governance responsibilities of the Registrar & University Secretary**
  - 4.6.1 The Registrar & University Secretary acts as Secretary to the Board and all its Committees including Senate and to Court.
  - 4.6.2 The Registrar & University Secretary plays a key role in the operation and conduct of the Board, and in ensuring that appropriate procedures are followed, that matters of governance are sound and effective, and that the University is not only compliant with regulation but also using governance as a tool to support strategic change. They are responsible for supporting the governance processes in line with best practice and for overseeing the effective discharge of the University's legal and governance responsibilities.
  - 4.6.3 The specific governance responsibilities of the Registrar & University Secretary are to:
    - (a) Work with the Chair, the Vice-Chancellor and the Executive to ensure that Board, Senate and Board Committee meetings are conducted efficiently and effectively.
    - (b) Ensure that the Board and its Committees adopt best practice in respect of governance.
    - (c) Consult with and keep the Chair and the Vice-Chancellor informed on all key matters relating to the governance, legal, regulatory and procedural matters of the University.
    - (d) Support all Trustees and members of Senate so they can fulfil their responsibilities.
    - (e) Make governance requirements in relation to the Board and its Committees clear and transparent.
    - (f) Regularly review the Charter, Statutes, Ordinances and Academic Regulations to ensure that they are fit for purpose.
    - (g) Provide the Board with authoritative guidance about its responsibilities and how they should be discharged under the Charter, Statutes, Ordinances, Academic Regulations and the OfS regulatory framework and guidance.

- (h) Notify the Board if they believe that any proposed action would exceed the Board's powers or be contrary to the Trustees' legal duties or not in compliance with the OfS regulatory framework and guidance.
- (i) Where required, advise the Chair, and where appropriate, Trustees, in respect of the distinction between the governance and strategic responsibilities of the Board and the executive responsibilities of the Vice-Chancellor.
- (j) Manage the communication from the Board to Staff, Students, Court and other stakeholders.
- (k) Set good practice standards for the operation of Board, Board Committees, Senate and Senate committees and ensure they regularly review their effectiveness.
- (l) Obtain legal and other advice as required to fulfil their responsibilities.
- (m) Maintain required records of agendas, papers and minutes of meetings of the Board, Board Committees, Senate and Senate committees.

4.6.4 The Registrar & University Secretary may nominate another member of Staff to act as secretary to a Board Committee or Senate under their delegated authority and may delegate the performance of any of their other functions under these Ordinances. The Registrar & University Secretary will remain responsible for all acts done and decisions made by their delegates.

## 5 **University Executive Board**

- 5.1 In accordance with their powers under **Ordinance 3** (Delegation Framework), the Vice-Chancellor may sub-delegate (by the Executive Delegation Schedule) any functions, powers or discretions delegated to the Vice-Chancellor to an executive board comprising Officers and members of Staff.
- 5.2 This board shall be known as the University Executive Board, or by such other name as the Vice-Chancellor may from time to time determine.
- 5.3 The University Executive Board shall conduct its proceedings in accordance with Standing Orders approved by the Vice-Chancellor. It shall report to the Vice-Chancellor unless the Vice-Chancellor determines that in respect of specific matters it shall report directly to the Board of Trustees.