



**UNIVERSITY EXECUTIVE BOARD
TERMS OF REFERENCE & MEMBERSHIP 2023-24**

1.	Authority and Delegated Powers
1.1	The University Executive Board (UEB) is established by the Vice-Chancellor & President. Subject to the provisions made in the Charter, Statutes, Ordinances, and Regulations, UEB shall operate within the remit and authorities as stipulated in these Terms of Reference which shall be Standing Orders for the purposes of Ordinance 7.5.3.
1.2	<p>Except where:</p> <ol style="list-style-type: none"> 1. specifically delegated to UEB or others via the Executive Delegation Schedule and Contract Addendum; or 2. otherwise stated in the Charter, Statutes, Ordinances, and Regulations; <p>decisions delegated by the Board of Trustees to the Vice-Chancellor & President, remain those of the Vice-Chancellor & President.</p>
2.	Purpose of the University Executive Board
2.1	<p>UEB is the principal executive board of the University. It will advise the Vice-Chancellor & President in the performance of their duties as the University's Chief Executive Officer and Principle Academic Officer.</p> <p>The role of UEB will include:</p> <ul style="list-style-type: none"> • Monitoring and reviewing the external operating environment and the conditions within the University community to identify opportunities, key risks and issues on a timely basis and recommending appropriate action. • Monitoring and reviewing University operations. • Recommending to FIC and subsequent monitoring and reviewing of Divisional and Faculty budgets. • Monitoring and reviewing risk via the Key University Risk Register. • Recommending and approving (as applicable) key University policies. • Monitoring organisational arrangements and systems for Health and Safety. • Making the decisions delegated to it through the Executive Delegation Schedule (Schedule 1). • Monitoring and reviewing the work of its Committees and Groups. • Monitoring and reviewing compliance with legal and regulatory requirements. • Providing challenge on the decisions that are required to implement the University's Strategy. • Accountable for the implementation of the University Strategy including prioritising activity, and monitoring performance against the University's strategic Aims and Objectives.
3.	Membership and Quorum
3.1	<p>The UEB will comprise the following members:</p> <ul style="list-style-type: none"> • Vice-Chancellor & President (Chair) • Deputy Vice-Chancellor & Provost (Vice-Chair) • Chief Financial Officer • Registrar & University Secretary

	<ul style="list-style-type: none"> • The Pro Vice-Chancellors: <ul style="list-style-type: none"> ○ Education & Students ○ Global Engagement ○ Research & Enterprise • The Executive Deans & Pro Vice-Chancellors: <ul style="list-style-type: none"> ○ Arts, Law & Social Sciences ○ Health & Life Sciences ○ Science & Engineering • Chief Information Officer • Chief People Officer • Chief Property Officer <p>The following will be in attendance at UEB meetings for items relevant to their role:</p> <ul style="list-style-type: none"> • Executive Director of Strategic Communications & Marketing • General Counsel & Deputy University Secretary • Interim Director of Strategic Planning & Transformation • Chief of Staff to the Vice-Chancellor
3.2	Members may send a delegate to attend in their place. Delegates will, through their attendance and participation, have the powers of that member for that meeting. Delegates are the exception rather than the rule.
3.3	Other members of the University including staff, students or Student Union Officers may attend by invitation to speak to a particular item or contribute to a particular discussion.
3.4	<p>The quorum necessary for matters requiring approval and/or recommendation is one third of the membership (rounded up to the nearest whole number) including the Vice-Chancellor or Deputy Vice-Chancellor & Provost, at least one Executive Dean or Pro Vice-Chancellor and either the Chief Financial Officer or Registrar & University Secretary.</p> <p>If quoracy has not been achieved a majority of those present may propose an approval or recommendation to the Vice-Chancellor & President to make the decision as Chair of UEB.</p>
4.	Specific Duties & Responsibilities
	Within its remit, UEB will undertake the following duties:
4.1	University Strategy
4.1.1	<p>Assess project initiatives and making strategic decisions on projects based on their value contribution and in the overall context of the portfolio of activities, to be undertaken through:</p> <ul style="list-style-type: none"> • maintaining alignment to the University Strategy; • risk and resource management • strategic issues emerging from the Integrating Planning process (that might require re-prioritisation and/or resourcing); • ensuring the overall balance of resources, including interdependencies and consistencies, enabling the delivery of the University Strategy and; • improving governance processes.
4.2	Operational strategy; plans and budgets
4.2.1	To monitor and be accountable for:

	<ul style="list-style-type: none"> • The University's performance against its plans taking into account relevant indicators, benchmarks and targets. • Faculty and Professional Services operational plans following review at Operations Board and/or Academic Leadership Group.
4.2.2	<p>To monitor and review:</p> <ul style="list-style-type: none"> • The external environment in which the University operates, including the identification of new opportunities; dissemination of key policy, funding and performance information; engagement with the University community regarding key strategic choices. • Major capital expenditure proposals (over £1M) recommended by the Capital Portfolio Board.
4.2.3	To recommend to the Finance and Infrastructure Committee (FIC) the University Budget and five-year plans including Faculty, School and Professional Services budgets and the Students Union grant provided within the annual budget for the University approved by the Board of Trustees (BoT).
4.3	Monitoring and management of performance, budgets and risk
4.3.1	<p>To monitor and review:</p> <ul style="list-style-type: none"> • Progress towards successful delivery of Faculty and Professional Services plans and budgets, ensuring performance is consistent with the University's Planning Framework, and its strategic priorities and targets, key performance issues and complex challenges, advising the Vice-Chancellor. • The operation of the University's Value for Money strategy. • The annual institutional budget and future financial forecasts and recommend these to the Finance and Infrastructure Committee and the Board of Trustees. This includes Faculty, School and Professional Services budgets and the Students Union grant provided within the annual budget for the University approved by the Board of Trustees (BoT). • Key University Risks, considering the University's Risk Profile, as reported to the Audit & Risk Committee and the Board of Trustees (including the Strategic Risk Focus Reports), and whether this is accurate and representative and within the risk management framework and the University's risk appetite. the control, co-ordination and monitoring of risk to seek assurance that internal controls and any mitigating actions are working effectively, including the Internal Audit Strategy. • The University's compliance with the OfS Regulatory Framework and other legal and regulatory requirements (so that, where required, assurances can be provided to the Audit and Risk Committee). • Levels of authority to ensure they are appropriately delegated to senior management throughout the University.
4.3.2	To recommend to Audit & Risk Committee any changes to the items in 4.3.1 in relation to Value for Money or KURR to ensure that the University's arrangements for risk management are adequate and effective.
4.4	University Policies
4.4.1	<p>To approve:</p> <ul style="list-style-type: none"> • Changes to legally required statements to be published. • Key institutional level policies (as stated in Schedule 2) and related action plans (except where falling under 4.4.3 below).
4.4.2	To monitor and review implementation of key institutional level policies and related action plans.

4.4.3	To recommend to the Board of Trustees (and/or its Committees): <ul style="list-style-type: none"> • Those key institutional level policies reserved to the Board of Trustees (and/or its Committees). including those listed at Schedule 2 • The Financial Regulations. • Any changes to the following staffing-related processes/procedures to the Board of Trustees for approval (Ordinance 10) and Staff grievance procedure.
4.5	Other
4.5.1	To approve: <ul style="list-style-type: none"> • Those matters stated in the Delegation Schedule (Schedule 1). • The establishing, changing, termination or associated appointments to any Committees and Advisory Groups reporting to UEB. • The process for appointing insurance brokers and the scope and level of university insurance.
4.5.2	To monitor and review: <ul style="list-style-type: none"> • The work of its Committees and Groups. • In advance of Board of Trustees meetings, to review any Board items within its remit. • The organisational arrangements for Health and Safety, as delegated by the Board of Trustees including reviewing the systems and assurance processes in place for Health & Safety to be effectively managed and the implementation of the key objectives of the University's Health & Safety Policy. • Insurance procurement arrangements and options.
4.5.3	To make recommendations to the: <ul style="list-style-type: none"> • Board of Trustees and/or Senate (as UEB deems appropriate) on any area within UEB's remit where action or improvement is needed. • Vice-Chancellor & President on any matter within their remit.
4.5.4	To advise the Vice-Chancellor & President on any matter within their remit.
5.	Accountability and Reporting
5.1	The Chair of UEB shall report to the Board of Trustees (via the reports of the Executive) and to Senate on its proceedings on all relevant matters within its duties and responsibilities.
5.2	Where decision-making has been delegated to UEB and the Vice-Chancellor & President is absent from the meeting that decision will be reported to the Vice-Chancellor & President as soon as practical after the meeting.
5.3	Committees and Groups formally reporting in to UEB are as follows: <ul style="list-style-type: none"> • Operations Board • Executive Health & Safety Group • Heritage & Public Art Committee • Student Experience Committee • University - NCC Executive Committee • University Fee-Setting Group (Tuition Fees) • Safeguarding Oversight Group • Strategy Monitoring & Implementation Groups (SMIGs) • University Plenary
5.4	UEB has delegated certain functions to its Committees and Groups; by approving their respective Terms of Reference.

6.	Frequency of Meetings
6.1	Fortnightly.
7.	Effectiveness Monitoring and Compliance with Terms of Reference
7.1	To monitor and review effectiveness and efficiency. initially after three months and then at the end of academic year 2023/24. Reviews will include remit, authorities and powers as stipulated in its Terms of Reference, and of membership.
8.	Support for UEB Meetings
8.1	A member of the Governance Team will be Secretary to UEB.
8.2	UEB papers are digital by default and will be hosted on SharePoint, and made available to members 6 calendar days before the meeting.
8.3	The deadline for paper authors to submit papers, with sign off from the sponsor, is 11 calendar days before the meeting (normally noon on Thursday). This allows for effective quality control of papers and for queries to be resolved before issue.
	<p>Approval date: September 2023</p> <p>Review date: January 2024 July 2024</p> <p>Contact: governance@bristol.ac.uk</p>

Schedule 1: List of delegated decisions – extract from Executive Delegation Schedule

Category of Power	Specific Power	Delegated to	Decision Pathway/Consultation
Companies, Shareholdings and Trusts	Becoming a member or ceasing to become a member of another company not otherwise provided for above, whether by or through shareholding, membership through Articles of Association or other mechanism	UEB	Dean or relevant Professional Services Leader (sponsor) recommends
Finance and budgetary matters	Recommendation of budgets annually to FIC including Faculty, School and Professional Services budgets and the Students Union grant provided within the annual budget for the University approved by BoT	UEB	Board approves Budget
Finance and budgetary matters	To approve student residential rent levels	UEB	Campus Division develops proposal. Registrar, CFO, Students Union , Academic Registrar consulted as part overall budget setting.
Income/Fees	Tuition Fees	UEB agrees principles and Student Fee Setting Group agree fees	
Income/Fees	Approval of institutional level bursaries and scholarships	UEB	
Insurance	The process for appointing insurance brokers and the scope and level of University insurance	UEB	Recommended by CFO
Land, Buildings, IT or Major Projects	Naming of Buildings	UEB	Policy and guidelines for the naming of University buildings, centres, posts and awards ("Naming Policy")
Organisation	Minor institutional alliances/associations/partnerships not requiring Senate or BoT approval and where the value and standing of the partner organisation is satisfactory	UEB	
Policy and Procedures	Legally required statements to be published, which are not subject to Board approval	UEB	
Policy & Procedures	To approve Key University Level Policies as detailed in Schedule 2 of the UEB Terms of Reference & related Action Plans	UEB	
Strategy and Performance	Other Strategies & KPIs covering School, Centre & Professional Services	UEB via IPP process	Deans and Divisional Heads RECOMMEND

Schedule 2: Policies subject to UEB approval or recommendation

Name of Policy	Function
Acceptance and Refusal of Donations Policy	Recommend to Board of Trustees
Policy and guidelines for the naming of University buildings, centres, posts and awards ("Naming Policy")	Recommend to Board of Trustees
Information Security Policy (ISP-01)	Approve (sub-policies delegated to CIO)
Anti-Money Laundering Policy	Recommend to Audit & Risk Committee
Counter Fraud Policy	Recommend to Audit & Risk Committee
Whistleblowing Policy	Recommend to Audit & Risk Committee
Anti-Corruption and Bribery Policy	Recommend to Audit & Risk Committee
Reportable and Material Adverse Events Policy	Recommend to Audit & Risk Committee
Travel and Expenses Policy	Approve
Subsidy Control Policy	Approve
Risk Management Policy	Recommend to Board of Trustees
Group Health and Safety Policy	Recommend to Board of Trustees
Subsidiaries Corporate Governance Framework	Recommend to Board of Trustees
Equality and Inclusion Policy	Approve
Procurement Policy	Approve
All other Policies which qualify as significantly impacting on the working conditions or environment for staff and students.	Approve or Recommend