

# Governors' Strategy and Resources Committee

## Constitution and Terms of Reference

### 1. **Constitution**

The Governing Body has established a Committee of the governing body known as the Strategy and Resources Committee.

### 2. **Membership**

The Committee and its Chair shall be appointed by the governing body and will be supported by officers with executive responsibility for financial, HR, IT and estate management of the University. There shall be no fewer than eight members, including:

- at least four Independent Governors; and
- the Vice-Chancellor

A quorum shall be five members. The Committee may appoint a Deputy Chair. Members should not normally have significant interests in the institution.

The Committee should include governors with a background in finance, accounting, human resources and estate management, together with a balance of the competences required of members of the Board. The Committee may, if it considers it necessary or desirable, co-opt a member with particular expertise, subject to the approval of the Chair of Governors.

### 3. **Attendance at Meetings**

The Deputy Vice-Chancellor and Chief Financial Officer will attend meetings. The Chair, through the Vice-Chancellor may invite other senior managers to attend for those items where business relevant to their responsibilities is to be discussed. The Strategy Development and Implementation Manager will attend as an Observer. At least once a year, the Committee may meet without any officers present.

### 4. **Frequency of Meetings**

Meetings shall normally be held at least six times each financial year.

### 5. **Authority**

The Committee is authorised by the governing body to take decisions on issues within its terms of reference. It is not authorised to make decisions on those issues, which are properly the responsibility of the full Board of Governors, or other Committees of the Board as set out in their respective terms of reference.

The Committee is authorised by the governing body to obtain outside legal or other independent professional advice and to secure the attendance of non-members with relevant experience and expertise. However, it may not incur direct expenditure in this respect in excess of £50,000, without the prior approval of the governing body.

The Committee shall conduct its business in accordance with the Articles of Association, the Financial Memoranda between the University and the Higher Education Funding Council for England and with the Training & Development Agency for Schools and such other funding agreements as exist from time to time and ensure compliance with relevant legislation.

## 6. Duties

In support of the University's Corporate Plan and Policies relating to Equal Opportunities, Risk Management and Value for Money, the duties of the Committee shall be:

### 6.1 Estates

- 6.1.1 To review regularly and recommend to the Board of Governors the strategy for the development, acquisition or disposal of land and buildings owned and leased by the University.
- 6.1.2 To examine and where appropriate to approve proposals for discrete projects within the overall Estate Strategy.
- 6.1.3 To examine and where appropriate to approve annual plans for the maintenance of land and buildings.
- 6.1.4 To appoint professional advisers on estates matters in accordance with the University's Estates Strategy and Master plan and the authority levels determined by the Financial Regulations.

### 6.2 Finance

- 6.2.1 To ensure that there are internal control systems for the management of the University's financial affairs, to monitor their effectiveness and to ensure that there are clear policies on treasury management, investment management, risk management and insurance, debt collection and claiming of grants.
- 6.2.2 To examine the draft financial forecasts, annual budgets and annual accounts prepared by the Vice-Chancellor and to make appropriate recommendations for approval to the Board of Governors.
- 6.2.3 To monitor achievement against the budgets and key performance indicators approved by the Board of Governors; and to take such action as may be appropriate to remedy or control variances.
- 6.2.4 To examine recommendations from External and Internal Audit Services as submitted to the Audit Committee and to report back to that Committee on such actions as seem appropriate in response to those reports.

### 6.3 Health, Safety and Environment

- 6.3.1 To agree and define the delegated responsibilities of the Vice-Chancellor, officers and management for Health and Safety within the University's Health, Safety and Environment Policies.
- 6.3.2 To ensure that there is consultation with employees on health and safety and provision for the appointment of safety representatives.

### 6.4 Human Resources

- 6.4.1 To consider and approve conditions of employment for all staff other than those within the remit of the Governors' Remuneration Committee, which comply with the requirements of employment law, including equal opportunity legislation.
- 6.4.2 To consider and recommend to the Board of Governors the pay and grading structures for all staff (other than those within the remit of the Governors' Remuneration Committee), having considered any relevant recommendations made by national negotiating bodies.

- 6.4.3 To ensure that there are policies and procedures for appointments, promotion, staff development, equality and diversity and appraisal.
- 6.4.4 To be advised when the Policy and Procedure for Organisational Change is implemented, and to ratify, where appropriate, decisions made.

#### 6.5 **Marketing, Recruitment & External Relations**

- 6.5.1 To maintain an overview of the University's progress in meeting annual intake targets, as approved by the Academic Board, and to assess the financial impact of any shortfall or over-recruitment.
- 6.2 To ensure that there are policies and procedures to promote and protect the University's reputation and to have an overview of the strategy to achieve this.

#### 6.6 **Risk Management**

In accordance with the University's Risk Management Policy and Strategy, to oversee the arrangements put in place to mitigate or reduce the probability and/or impact of identified risks.

#### 6.7 **Strategic Planning**

- 6.7.1 To consider and agree the terms of the University's Corporate Plan and significant supporting strategies, for example the IT Strategy, for recommendation to the Board of Governors.
- 6.7.2 To monitor the implementation of the University's Corporate Plan and supporting strategies.

#### 6.8 **Students' Union**

- 6.8.1 To consider and approve any amendments to the Constitution, Code of Practice and Complaints Procedure, and make recommendations for approval to the Board of Governors.
  - 6.8.2 To receive the audited accounts of the Students' Union, prior to submission to the Board of Governors.
  - 6.8.3 To consider draft budgets, prior to submission to the Board of Governors for approval and to monitor achievement against such approved budgets, taking action as may be appropriate to remedy or control variances.
  - 6.8.4 To ensure that the health and safety responsibilities for the Students' Union are clearly designated.
- 6.9 To examine and report on any matters outside the terms of reference of any other Committee that may be referred by the Board of Governors.

### 7. **Reporting Procedures**

The Strategy & Resources Committee's minutes will be circulated to all members and relevant officers. The minutes will also be submitted as an agenda item to the next meeting of the Board of Governors. The Committee may determine that matters relating to individual members of staff or issues which are commercially or financially sensitive will be dealt with as 'Reserved Items'.

### 8. **Clerking Arrangements**

The Clerk to the Strategy & Resources Committee will be the Clerk to the Governing Body.