

Corporate Governance Handbook

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LEGAL AND CONSTITUTIONAL ARRANGEMENTS

The University's Legal Framework

1. Harper Adams University is a registered charity¹ a company limited by guarantee and an institution of higher education governed by a Memorandum and Articles of Government approved by the Privy Council. The Memorandum and Articles are prepared in accordance with Section 129A of the Education Reform Act 1988, as inserted by Section 73 of the Further and Higher Education Act 1992, comprised in a Scheme of the Charity Commissioners of 3 February 1988 which was modified by an Order of the Secretary of State and confirmed on 13 August 2010 and by an Order of the Council dated 18 December 2000². Further amendments to the legal framework were approved in 2012 and are referred to below.
2. The Memorandum and Articles³ set out the object of the University, the powers of the Board of Governors ('the Board'), details of the membership of the Board, the way in which members are appointed and powers for the Board to establish sub committees and appoint officers of the Board. The Articles set out the responsibilities of the Board, the Vice-Chancellor and the Academic Board, the delegation of functions from the Board (and specifically which functions should not be delegated), procedures for meetings, procedures for the appointment, promotion and conduct of staff, the establishment of a Students' Union, procedures for student conduct and the power of the Board to create further regulations or bye-laws.
3. Alterations to the Memorandum and Articles of Government³ require the approval of the Department for Education/Office for Students (OfS) and, where appropriate, the Charity Commission must also be consulted. The Memorandum and Articles provide a framework for more detailed University regulations for staff and students, and must be followed where they contain relevant procedures. They are therefore a reference point for the governance of the University and are freely available to governors, staff, students and the public on the University's website. Please enter 'Publication Scheme' in the search engine of the website and you will find the University's Publication Scheme which has these documents included within it.
4. Five other documents are of importance in the legal framework of the University. The first is an Order of Council dated 4 September 1996⁴, which grants the University the power to award taught degrees, and which are confirmed in the second document, The Education (Recognised Bodies) Order 2013⁵. The third is the Order of Council dated 18 December 2000 (see above) which, in addition to approving the new Instrument and Articles of Government and object of the University, confirmed approval of the change in its title from Harper Adams Agricultural College to Harper Adams University College. The fourth is an Order of Council dated 19 July 2006 which confirms that the University may award its own research degrees⁶. The fifth is a letter from the Privy Council dated December 2012 granting University title to Harper Adams University⁷. Please see Publication Scheme for copies as noted above, of all documents.
5. The University must also meet the requirements of a wide range of other legislative provisions governing the actions of publicly funded institutions and 'business' entities. These, and the University's policy responses, are available on the University's web pages and on the portal in documents such as the Staff Handbook and the Academic Quality Manual.

Reviews of Governance Arrangements

6. In 1999/2000, the University undertook the first of a series of reviews of its Governance arrangements. This was intended to address best practice guidance that had been prepared by the Committee of University Chairs (now Committee of University Chairs) in its Guide for Members of Higher Education Governing Bodies in the UK⁸, the Dearing Report⁹ and the Government's response, entitled 'The Learning Age'¹⁰ and OFS guidance on Effective Financial Management in Higher Education¹¹. The review resulted in the publication of the Report of the Governance Working Party, 4 December 1998¹² which recommended a number of major revisions to the constitution of the Board of Governors and the operation of the Board. These changes also introduced new concepts of corporate governance to the way in which the Board functioned which are detailed in later sections of this handbook. Further reviews of arrangements to promote Board effectiveness were conducted in 2004 and 2005 as a response to new guidance from the Committee of University Chairs and in 2010 as part of a LFHE Governing Body Effectiveness Pilot¹³. A further five yearly review took place in 2015. In the updated Code published in 2014, the CUC recommended that Boards follow a four yearly Effectiveness Review pattern and the University now conducts a review every four years using AdvanceHE guidance (which superseded LFHE guidance)
7. The CUC guidance recommended the adoption of a Code of Governance Practice¹⁴, the need for which had originally been identified in the Lambert Review¹⁵. The University has adopted the Code and engaged with it as it has developed over time. When a new version of the Code or

similar CUC guidance documents are published, the Board reviews its arrangements against the new guidance and agrees an action plan where further enhancements are required to meet the requirements of any new guidance. Governors are expected to help ensure that the work of the Board and its Committees follow the CUC Guidance. Please refer to the CUC web site at <https://www.universitychairs.ac.uk/> for copies of all publications.

THE BOARD OF GOVERNORS

The Board of Governors

8. The Board of Governors has a maximum of 23 members. Of the appointed members, there are 2 ex-officio Governors (the Vice-Chancellor and the President of the Students' Union), 12 Independent Members and at least 3, but not more than 8 are Co-opted members. Two Co-opted places are used for elected academic staff representatives and one for a member of support staff, but as the remainder are used for external appointees. There is nothing, in practice, to distinguish between the Independent and external Co-opted categories of membership.
9. The Board of Governors exists to ensure that the mission of the University is fulfilled. To do this, members of the Board need to keep themselves informed of developments in the University, and in higher education, and of the performance of the University. Members of the Board are expected to participate fully in the development of the University's corporate and operating plans and to ensure the proper allocation and use of the University's resources in meeting the objectives of those plans. Members are asked to contact the University Secretary, Vice-Chancellor, Chair or Vice Chair if they have any queries relating to their role or wish to receive further information/briefing on particular topics at any time during their term of office as a governor.
10. Governing bodies are entrusted with public funds and therefore have a particular duty to fulfil the highest standards of corporate governance at all times and ensure that they are discharging their duties with due regard for the proper conduct of public business. Institutions of higher education were included among the public spending bodies examined by the Committee on Standards in Public Life (the Nolan Committee), and consequently members of governing bodies, such as the Board of Governors, need to observe the Seven Principles of Public Life drawn up by the Nolan Committee.
11. These principles are as follows:
 - 1) **Selflessness.** Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefit for themselves, their families or their friends
 - 2) **Integrity.** Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties
 - 3) **Objectivity.** In carrying out public business, including making public appointments, awarding contracts or recommending individuals for rewards and benefits, holders of public office should make choices on merit
 - 4) **Accountability.** Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office
 - 5) **Openness.** Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands
 - 6) **Honesty.** Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
 - 7) **Leadership.** Holders of public office should promote and support these principles by leadership and example
12. The University is a registered charity so members of the Board of Governors are also trustees of the Charity. The charitable objects of the University are the same as those in the Memorandum and Articles, namely the provision, conduct and development of the University to provide higher education for the industries, professions and communities associated with rural land.
13. The Board of Governors has procedures for the conduct of its meetings. These are set out in the University's Memorandum and Articles. In addition, the relevant provisions setting out the powers of the Board of Governors setting out the responsibilities and procedures for meetings

and the Charity Commission Scheme have been drawn together in terms of reference for the Board¹⁷. The CUC (see footnote 16) advises the Board to adopt a statement of primary responsibilities¹⁸. This is included in the Publication Scheme as noted above on the University website. There are terms of reference for each Committee approved by the Board. These are reviewed annually and any changes are recommended to the Board for its approval.

14. The Board of Governors is expected to exercise its responsibilities in a corporate manner; that is to say decisions must be taken collectively by the members acting as a body. Members must not act individually or meet in informal groupings to take decisions on Board business on an ad hoc basis outside the constitutional framework of the meetings of the Board and its committees. A role description has been prepared to set out the major areas of responsibility for members of the Board of Governors. A copy is available on the Governors' Document Library accessible from the University website. Members who need assistance in accessing these resources should contact the University Secretary on 01952 815242 or Assistant to the University Secretary on 01952 815256.

The Nominations Committee

15. The University's Nominations Committee was established as a result of the first Governance Review. The Committee has determined:
 - Criteria for Membership of the Board of Governors, which sets out priority areas and subject coverage sought from new members of the Board
 - Procedure for Invitations to New Members, to provide a clear timetable and modus operandi for approaching potential new Governors
 - A succession plan for the Board which sets out the anticipated turnover of Board members to assist the planning of nominations
16. The Committee usually meets as a minimum in March/April each year, and makes its recommendations to the Board meeting in the following July, or by circulation if required. Retiring Governors normally leave the Board after the July meeting, and new Governors take up their appointment at the same point or as soon as convenient. The Committee reviews a skills matrix setting out the skills and expertise of members and it also formally receives and reviews the Register of Interests annually
17. Independent Members of the Board will normally be appointed for an initial term of office of 4 years. The Board may formally consider appointment to a second term of office of 4 years at the July meeting during the last year of the initial term. After two terms of four years, in exceptional circumstances or if a member holds office (i.e if Chair or Vice-Chair), the period of office may continue.
18. The University's Annual Report contains a statement on corporate governance that explains that nominations of potential Governors should be made to the Clerk to the Board for consideration by the Nominations Committee.
19. On the retirement from the Board after four years of an academic or support staff governor, an election is held to seek a nomination for a new staff governor, the staff governor may stand for a second term, making a maximum period four years if re-elected.

Officers of the Board

20. The role and responsibilities of the Chair of the Board, the Vice Chair, and Clerk in relation to their Board duties, are set out in 'job descriptions' for each of these roles. See the Governors' Document Library.
21. Expression of interest/elections to the Chair and Vice- Chair(s) of the Board are held annually at the autumn meeting of the Board. A postal ballot of Governors, if required, is held in the preceding weeks. The nominated candidates are expected to leave the room during the election process. The Clerk to the Board chairs the meeting for the duration of this item of the agenda. The appointment of the Chair and Vice- Chair(s) may occur at any point during the term of the full term of office of a Governor. In such cases, and subject to compliance in other respects with Memorandum and Articles, the Governor concerned may have his/her appointment extended for a further period of up to 4 years. The aim of this approach is to ensure continuity of service of key members of the Board whilst ensuring that the spirit of guidance on length of service on the Board is maintained.
22. The Board is required to appoint a Clerk to act as its secretary²³. This role is performed by the University's University Secretary (UCS). The Clerk also acts as secretary of committees of the Board. Provision is made within the terms of reference of the relevant committees for procedures to avoid conflicts of interest between the roles of Clerk and UCS. The Audit & Risk Management Committee annually reviews the joint role of the Clerk and the UCS to ensure that it remains

appropriate for the University. The issue of potential conflicts of interest, and the overall role of the Clerk, are also addressed annually in Governor-led performance reviews with the postholder.

The Conduct of Governors

23. A number of the provisions contained in the Articles of Government require further explanation in respect of the expected conduct of members of the Board of Governors.
24. It is central to the proper conduct of public business that Chairs and members of public bodies should act, and be perceived to act, impartially and not be influenced in their role as governors by social or business relationships. A member of the Board of Governors who has a pecuniary, business, family or other personal interest in any matter under discussion at any meeting of the Board or one of its committees at which s/he is present is expected, as soon as practicable, to disclose the fact of his/her interest to the meeting and, if required by the Chair, to withdraw from that part of the meeting. A member of the Board is not, however, considered to have a pecuniary interest in matters under discussion merely because s/he is a member of staff or a student of the institution. Nor does the restriction of involvement in matters of direct personal or pecuniary interest prevent members of the Board from considering and voting on proposals to insure the members of the Board against liabilities it might incur.
25. The University has a register of interests of members of the Board of Governors and selected senior staff. The Register, maintained by the Clerk to the Board, is a public document and available to staff, students, or any member of the public who wishes to consult the document, on application to the Clerk. Members of the Board are expected to discuss with the Clerk any potential interests or conflict of interests that may need to be declared in the Register, and to keep their entry in the Register up-to-date and complete. Guidance notes on matters that might need to be entered into the Register of Interest can be sought from the Clerk. As a general rule it is best for members to declare anything that may have any potential to cause a conflict. A noted above Nominations Committee receives and reviews the Register annually.
26. The Board has no power to remunerate its members, but it may pay travelling, subsistence or other allowances as it may determine from time to time.

Members of the Board are entitled to claim reasonable expenses in accordance with the University's Travel, Subsistence and Related Expenses Policy which is available on the Publication Scheme. The University's policy is that all expenses must be claimed within three months and where possible within the same financial year (the University's financial year runs 1 August-31 July) in which they were incurred. Expenses that are over six months old may not be claimed.

Induction Arrangements for Governors and Governor Development

27. Members of the Board, when taking up office, are briefed by the Clerk on the terms of their appointment and the responsibilities placed on them for the proper management of the University. An induction workshop is also offered annually (where required) to all new members and these sessions are also offered as a "refresher" session for existing members. Members are advised about the online Governors' Document Library (see above) in which copies of relevant background documents can be found for information about the way in which the Board operates and the University is managed. Information on developments at the University may also be sent to members of the Board in between meetings. There is, however, an onus on members to keep themselves informed about the University. The Chair, Vice- Chair(s), Vice-Chancellor or Clerk may be contacted at any time for such information if required.
28. A brief resume for each member of the Board will be requested by the Clerk shortly after appointment so as to provide background information on the interests of the member and to ensure that records of members contact details etc. are kept up to date. Photographs of the current Governors are maintained in the Main Building and on the University web pages so that staff and students may familiarise themselves with the members of the Board.
29. From time to time, Governors will be offered opportunities to attend courses and other events to assist their development in their role, in accordance with the University's arrangements for Governor Training and Development. Many of these events are offered as part of the sector's AdvanceHE Governor Development Programme. The University will fund attendance and reasonable travel/subsistence costs. Please contact the Assistant to the University Secretary on 01952 815256 for details. Members who attend an external training development event are asked to give a short briefing to all members on the session attended. Such information on good practice can be oral or written.

Personal Liability of Governors

30. The law relating to personal liability of members of governing bodies is complex and its interpretation is ultimately a matter for the courts. The following information is not an attempt at a statement of law and should not be relied upon as such. It does, however, offer general guidance on conduct which might help avoid actions which could involve personal liability. Members of the Board should satisfy themselves that they understand their own position in the University and should:
- act honestly, diligently and in good faith
 - be satisfied that the course of action proposed by the Board is in accordance with the University's Instrument and Articles of Government and the Charity Commission Scheme
 - not bind the University to a course of action it cannot carry out
 - seek to ensure that the University does not continue to operate if it is insolvent
 - seek to persuade colleagues by open debate and register dissent if they are concerned that an action of the Board would be contrary to any of the above statements
 - avoid putting themselves in a situation where there is actual or potential conflict between their interests and those of the University

Members are also required to sign a declaration that they meet the OfS requirements for being appointed as a governor of a registered HEI and are required to advise the Clerk or Chair immediately if their circumstances change.

31. Whilst the responsibilities of the Board are exercised in a collective manner and decisions are made by formal resolution, claims involving the collective decisions and actions of the Board could be made. Governing bodies usually take out insurance against the cost of any claims of negligence that may be made against members of the Board in carrying out their duties. The University has such insurance cover, the details of which may be obtained from the Director of Finance.
32. Certain areas of liability, for example, criminal acts, are difficult or impossible to insure against and could leave individual Governors open to personal liability. The University is an incorporated body being a company limited by guarantee. This limits members' individual liability to £1.00 in terms of potential personal financial exposure.

Committees of the Board of Governors

33. The Articles of Government allow the Board to establish committees for any purpose or function other than those assigned within the Articles to the Vice-Chancellor or to the Academic Board. The Board may also delegate powers to such committees (or to the Chair of the Board or to the Vice-Chancellor). The Articles add, however, that the Board must establish an Audit Committee. This Committee is arranged according to the requirements of the OfS and CUC's Guidance on Audit Committees. The Board is also required to establish a committee or committees to determine or advise on such matters as finance or employment.
34. Board is not permitted to delegate any of the following:
- The determination of the educational character, mission and corporate plans of the University
 - The approval of the annual accounts and annual estimates of income and expenditure
 - Ensuring the solvency of the University and the safeguarding of its assets
 - The appointment or dismissal of the Vice-Chancellor
 - The varying or revoking of the Articles
35. The proceedings of the Academic Board and any committee established by the Board of Governors or the Academic Board are the same as the regulations laid out in the Articles of Government for the meetings and proceedings of the Board of Governors unless they have been superseded by regulations made by the Board of Governors specifically for that committee. In practice, although each committee has formal terms of reference approved by the Board, the proceedings and arrangements for meetings are operated in the same way as those of the Board

of Governors.

36. The Board has the following committee structure (see Diagram 1). Terms of Reference for the committees are available in a common format. These set out the constitution of the committee, its delegated authority and powers, detailed terms of reference and reporting requirements. The current membership of each committee is also provided. The terms of reference, and committee membership, are reviewed regularly by each committee and/or the Board at least annually (normally at the first or last meeting of the new academic year). The Chair of Nominations Committee, as Chair of the Board, is responsible, with the assistance of the Clerk, for ensuring that committees of the Board have sufficient Governor members and that the functions of the Committees remain current, and relevant, to the needs of the University.
37. Whilst most of the Committees cover areas normally represented in university constitutions, the University has two that are related to its specialist status. In 2000, the Board established a GM & Safety Ethics Committee to consider the implications for the University, and for the progress of studies in genetically modified materials, of conducting trials in the use of these materials. An Animal Welfare & Ethical Review Body has also been established, which meets twice each year as a minimum. Members include a Named Veterinary Surgeon, Named Animal Welfare Officer and the Home Office Inspector with oversight of Harper Adams's Home Office Licence for Animals in Science. The University also has a Farm Strategy Committee, established as a joint committee with the University Executive, which monitors and helps improve the financial and farming performance. See Diagram 1 Board Committee Structure.

The Relationship between the Academic Board and Board of Governors

38. The responsibilities of the Academic Board are set out in the Articles of Government. The Academic Board must have no more than 27 members, comprising the Vice-Chancellor (who is the Chair) and such other members of staff and students as may from time to time be approved by the Board of Governors. The Vice-Chancellor is able to nominate a Deputy Chair from among the members of the Academic Board to take the chair in his place. Subject to the provisions of the Articles and the overall responsibility of the Board of Governors. The Academic Board's role includes:
 - General issues relating to the research, scholarship, teaching and courses at the University, and related procedures as set out in the Articles
 - Considering the development of the academic activities of the University and resources needed to support them and for advising the Vice-Chancellor and the Board of Governors thereon
 - Advising on such matters as the Board of Governors or the Vice-Chancellor may refer to the Academic Board
39. The Academic Board is empowered to establish such committees as it consider necessary to carry out its responsibilities provided that each committee is first approved by the Vice-Chancellor and the Board of Governors. The committees are expected to report to the Academic Board. The number of members and the terms on which they hold and vacate office may be determined by the Academic Board.
40. The Academic Board has the following committee structure (see Diagram 2). Terms of Reference its committees are available in a common format from the Assistant to the Academic Registrar and Director of Academic Services. These set out the constitution of each committee, its delegated authority and powers, detailed terms of reference and reporting requirements. The current membership of each committee is also provided.
41. It is important for the Board of Governors and Academic Board to have a close understanding of their respective roles and responsibilities. The Vice-Chancellor chairs the Academic Board and is an ex-officio member of the Board of Governors. Since 2004, an independent governor with HE expertise has been nominated by the Board of Governors to become a member of the Academic Board, in order to improve information flow between the Boards. The Board of Governors receives reports on the work of the Academic Board at each of its meetings. The Board of Governors has a clear role in assuring itself about the management of academic quality and standards and has to consider an annual declaration on these matters. To ensure the Board has sufficient information to inform its decisions, it receives a number of agreed documents and briefing papers in addition to the Academic Board reports to help members make an informed decision. See Diagram 2 Academic Board.

The Role of the University Executive and the Board of Governors

42. The University Executive is a committee authorised by the Board of Governors to deal with operational matters relating to the management of the University and the management of the University's relationship with OFS and other external agencies. The Committee is also charged

with the responsibility for the preparation and implementation of the University's strategic plan, related sub-strategies and associated resource management. The University Executive is chaired by the Vice-Chancellor and has a core membership that includes the senior management team. This group meets at least twice a month and includes Heads of Academic Departments and the heads of certain support services.

43. Notes of meetings of the University Executive (in the form of action minutes) can be obtained from the University Secretary. Although the University Executive does not routinely report to the Board of Governors, its activities involve steering policy towards implementation and acting as a first point of internal discussion on the development of new policies. The work of the University Executive is presented to the Academic Board and/or Board of Governors (or their relevant sub-committees) in the form of briefing papers and reports on major issues of concern to the University and the senior management team as necessary.
44. The University Executive organises the production of major planning documents and assesses them in their early stages of development to ensure that they can be put into operation and are consistent with other University activities and objectives. These documents include the University's Strategic Plan and The University Executive meets with the Board to consider the development of annual/strategic plans and as a means to help set the strategic priorities of the University and inform later debate on these issues at the Academic Board and Board of Governors. This annual Planning Meeting is usually held in September each year.

The Role of the Planning Approvals Committee

45. The University's preparations for the QAA Institutional review in 2002 identified the need for a clearer definition of responsibility for developing, planning and resourcing academic activity and for providing improved strategic advice on academic matters to the Academic Board and, thereafter, to the Board of Governors. The essence of this approach was that if the Academic Board and Board of Governors were to deal with strategic policy matters, and the University Executive was to handle operational matters, there was a need for a group to consider, in more depth, the middle ground - the implications of academic developments on the coherence of the University's academic portfolio and on associated resourcing issues.
46. The Planning Approvals Committee has been developed with this role in mind. The relationship between the committee and the University's resource allocation system is outlined in Diagram 3. It has the remit to prepare policies and conduct academic strategic planning on behalf of the Academic Board and the Board of Governors and to make such recommendations as are required to the Academic Board on policy and planning matters. Major functions of the Committee include assessing the resource implications of new academic developments (including, for example, new course proposals, new methods of course delivery and collaborative arrangements) and monitoring the operation of the resource allocation system and its impact on academic planning and policy making. See Diagram 3 Planning Approvals Committee.

The Remuneration Committee

47. The Remuneration Committee is authorised by the Board of Governors to set the salaries (and where appropriate, severance payments) of senior University staff. The Committee may also review and recommend alterations to terms and conditions of service for Senior University staff having regard to University employment policies established by the Staffing Committee approved by the Board. The category of Senior University staff is defined in the Articles of Government as the Vice-Chancellor, the Deputy Vice-Chancellor and the University Secretary but has been supplemented by all members of the Vice-Chancellors Team.
48. In conducting its role, the Remuneration Committee is expected to seek comparative information on salaries, other emoluments and conditions of service in the Higher Education sector. It does this by the University's participation in the national review of salaries of senior staff conducted by the Universities and Employers' Association (UCEA). In considering severance arrangements, and particularly payments made in association with severance, the Committee is expected to comply with relevant OfS guidance and should bear in mind that it represents the public interest and should avoid any inappropriate use of public funds. The Committee conducts its work in accordance with the CUC He Senior Staff Remuneration Code.
49. University staff take part in an annual staff development review. In the case of the Vice-Chancellor, this is conducted by the Chair of Governors and the Vice Chair. In the case of the six other Senior Staff of the Vice-Chancellor's Team the review is conducted by the Vice-Chancellor. This is also supplemented by a further annual review by Governors. The intention of the Governor-led review is to undertake an assessment of performance of each of the Senior

Staff to inform the decisions of the Remuneration Committee as well as to discuss plans on future priorities. To ensure a degree of separation between the Governor-led reviews and the Committee, the third governor serving on the Remuneration Committee does not take part in the senior staff reviews.

MANAGEMENT STRUCTURE

The Senior Management Structure

50. The University Vice-Chancellor is identified as the Chief Executive Officer of the University. The Vice-Chancellor has general responsibility to the Board of Governors for ensuring that the object of the University is fulfilled and for maintaining and promoting the efficiency, discipline and good order of the University. The Board of Governors may entrust to the Vice-Chancellor such powers and duties as are required to fulfil the above requirements, a number of which are spelt out in the Memorandum of Government. These include the organisation, direction and management of the University and leadership of the Staff, and the appointment, assignment, grading, appraisal, suspension, discipline, dismissal and determination, within the framework set by the Board of Governors, of the terms and conditions of service of staff other than holders of senior posts (who are dealt with by the Remuneration Committee). The Vice-Chancellor is responsible and accountable to OfS (and ultimately to Parliament) for ensuring that the University uses OfS funds in ways that are consistent with the purposes for which those funds were given, and complies with the conditions attached to them. These include the conditions set out in relevant legislation and in the financial memorandum that sets out the terms accompanying the annual grant made to the University by OfS.
51. The management structure immediately below the Vice-Chancellor is set out at Diagram 4. The chart is reviewed regularly and the latest version may always be found on the University website under the Publication Scheme. See Diagram 4 Management Organisation Chart.

Roles and Responsibilities of Senior Managers

52. The Articles of Government require the Board of Governors to appoint a Clerk to the Board. This position is held by the University Secretary and carries with it general responsibility for corporate governance systems and arrangements for the University. The University Secretary also has overall responsibility for the University's administration, and particular responsibility for strategic planning and human resources, estates, including domestic services, health and safety, and catering. Other matters dealt with in the University Secretary's office include oversight of graduation infrastructure, the management of the Development Trust and fundraising activities, the management of University property, legal affairs, internal audit and general liaison with OfS. She is also the Prevent Lead for Harper Adams.
53. The Director of Finance reports directly to the Vice-Chancellor on matters of concern to the Vice-Chancellor's role as designated officer under the OfS Financial Memorandum, and otherwise on financial operations and the allocation of resources. The Director of Finance takes the lead role on insurance, financial matters, financial planning and other financial issues, including reporting on finance matters to the OfS. The Director of Finance also manages IT services and the short course and conference office.
54. The Deputy Vice-Chancellor has a co-ordinating role for all academic matters concerning the University's five academic departments. The Heads of Academic Departments report to the Deputy Vice-Chancellor. The Deputy Vice-Chancellor also develops the research and knowledge transfer strategy and co-ordinates their implementation.
55. The Director of Learning and Teaching also looks after international policy. He leads on quality assurance/enhancement, academic staff development, curriculum planning and review, learning and teaching strategy, international strategy and partnerships. His team includes the Head of Educational Development and Quality Enhancement, who takes the lead on such matters as the University's quality assurance systems and compliance with external guidance on academic regulatory matters.
56. The Academic Registrar and Director of Academic Services is responsible to the Vice-Chancellor for the management of the university's registry, and academic support services. The Academic Registrar is Secretary to the Academic Board and its sub committees. She is the Safeguarding Lead for the University. Her team deliver the University's approach to provision for disabled students, graduation (student facing arrangements) library, admission of students, registry and student services.
57. The Director of Marketing and Communications leads the University's Marketing and Corporate Communications Teams. This team manage open days and attend agricultural shows and other promotional activities and are the key point of contact for all press/media related matters. His team also look after widening participation and outreach to schools, alumni relations and lead

on co-ordination of major visits. The team looks after external and internal communications.

Line Management and Organisational Structure

58. The University's main administrative sections, and sub-sections, are arranged as follows:

University Secretary

Human Resources including organisational development
Estates and Facilities Office

- Capital Projects
- Maintenance
- Domestic Services
- Campus Management
- Security
- Energy, Carbon & Management
- Reprographics
- Reception

Catering

Health and Safety

Development Trust/Fundraising

Legal/Data Protection

Director of Finance

Management and Project /Research Accounting

Payroll and Accounts Office

IS/IT & Telephones

Conferences and Short Courses Office

Director of Learning and Teaching

Educational Development and Quality Assurance

International Office

Academic Staff Development

Speciality and Support for Innovative Learning and Teaching

Academic Registrar/Director of Academic Services

University Registry, Admissions, Examinations and Timetabling Office

Learner Support Services

Careers Office

Placement Office

Student Services

Residential Accommodation (on/off campus)

Student Warden Team

Library

Director of Marketing and Communications

Press and Public Relations

Schools and College Liaison

Website Development

Marketing and Promotional Activities

External/Internal Communications

Alumni

The Vice-Chancellor is responsible for the strategic development of the Farm and is the Line Manager for the Farm Manager and the Grounds Manager.

Internal Communications

59. The University takes internal communications extremely seriously, and has developed a number of methods for the exchange of information with all sections of the University community.
60. Regular communications are maintained via the Weekly Diary, a short newsletter which contains recent news and information about forthcoming events and activities at the University. Open informal meetings for all staff are held monthly and a more formal meeting takes place at least twice a year to consider strategic issues facing the University, and enable information about financial and planning matters to be discussed. Specific meetings for Domestic Services, Catering, Grounds, Estates and Farm staff also take place at suitable times to enable those staff working on shift patterns to engage in regular staff meetings. Question and answer sessions are encouraged in these meetings. Line Managers are further encouraged to hold regular meetings with their staff in order to ensure that communication lines are maintained. The University's intranet provides a source of information and policy documentation. Information on staff development is also

circulated regularly.

61. During the development of the University's strategic plan (and subsequently when dealing with major strategic external developments) the Vice-Chancellor holds open sessions for all staff to attend so that information about these external developments can be relayed and considered by as many University staff as possible. As noted above, Staff are normally invited to meet informally once a month with the Vice-Chancellor to discuss current developments and any other issues they wish to raise. These events are important in developing a greater awareness of policy impacts upon the University from a wide range of higher education and rural policy drivers. The Vice-Chancellor also offers open sessions most weeks where any member of staff or student can sign up for a meeting slot.
62. The University established a Staff Consultative Group in 2000, to which members representing various categories of staff were initially appointed. The Group worked on the development of new Staff Handbooks and related University policies, taking an active role in seeking feedback from staff and helping prepare advice for the Governors Staffing Committee. Since 2002, members of the Staff Consultative Group have been elected by the staff groups they represent.
63. The University recognised the Universities & Colleges Union (UCU) as the trades union representing academic staff in 2002. The local branch of the UCU represents, in local negotiations, academic members of the UCU only (not academic-related members as would be common in larger universities) and provides another conduit for communication with this particular group of staff. UCU does also include a small number of staff who work in support staff roles and the Union is able to support such members as necessary, but cannot negotiate on their behalf. No other trades unions are currently recognised by the University. The Vice-Chancellor and other Senior Staff meet with UCU representatives at the Joint Consulting and Negotiating Committee (JCNC).

Staff Representation in Decision Making

64. The constitution of the Board of Governors provides for a number of staff representatives. The Vice-Chancellor holds an ex-officio position. Two other members of academic staff and one member of support staff are elected to a 4 year appointment, and are eligible for election for a further term of office of 4 years, following which they retire from the Board.
68. The Academic Board consists of elected members of academic staff, a Governor and a number of senior administrative staff and is chaired by the Vice-Chancellor. Other staff may attend meetings as observers to ensure that information about administrative and resource matters is available to the wider academic community.
69. In addition to staff governors, two members of staff are appointed to the Governors' Staffing Committee. One has been appointed from amongst the academic staff and one from amongst support staff, in order to provide views from these groups of staff in the determination of University personnel policies and systems. Two staff nominated from the membership of Academic Board are also members of Honorary Awards Committee. The Farm Strategy Committee has four staff members.
70. Staff are consulted on a regular basis during the preparation of strategic documents and the University's response to external reporting or regulatory requirements, consistent with the need to ensure that progress on these activities is maintained. Informal means of communication mean that there are many other ways, including day-to-day communication, where the views of staff are taken into account in the development of University policies and procedures.

PLANNING SYSTEMS

Roles and Responsibilities in the Production of Corporate Plans and Sub-Strategies

71. The University's strategic planning system is maintained by the University Secretary (US) working closely with the Vice-Chancellor. The Vice-Chancellor is responsible for the preparation of a 5-yearly strategic plan supported by the University Secretary as necessary. The University Secretary prepares the annual monitoring and corporate planning statements each year to monitor the implementation of the plan and provide a statement of planned direction in the intervening period between the production of strategic plans. The Director of Finance compiles annual financial forecasts that accompany the strategic plan in relevant years, or the annual submissions to OfS in other years. The University Executive is responsible for ensuring that the University's strategic plan, annual monitoring and corporate planning statements and financial forecasts take into account relevant considerations from across the University.

72. The University's range of sub-strategies is produced by senior University staff according to the area in which the strategy is required and their management responsibilities. It is important for sub strategies and the main strategic plan to be coordinated, so a system of integrated planning has been adopted by the University.
73. The following staff are responsible for the compilation of sub strategies:

Sub-strategy:	Compiled by:
HR Strategy	University Secretary/Head of Human Resources
Estates Strategy	University Secretary/Head of Estates & Facilities
Financial Strategy	Director of Finance
Learning & Teaching Strategy	Director of Learning & Teaching
Widening Participation Strategy/Access Agreement	Academic Registrar/Director of Marketing and Communications
IT Strategy	Head of IS/IT/Director of Finance
Research Strategy	Deputy Vice-Chancellor/Research Co-ordinator
Marketing Strategy	Director of Marketing & Communications
International Strategy	Director of Learning & Teaching

The University's Planning Cycle

74. The University's planning cycle typically involves the production of a planning framework statement (Corporate Planning Statement) at the start of each calendar year. This is intended to take into account academic developments and plans within the University and external developments from a review of the external environment. This document is circulated within the University and considered at relevant committees of the Board of Governors and Academic Board. The framework is also available for Academic Departments to develop their academic plans for the next academic year, and to inform them of University priorities over that same period. The framework can also then be used in staff development reviews, held in the spring/early summer each year, during which staff can be guided on the contribution that they can make to help deliver the University's priority developments. Feedback from staff development reviews can be submitted by academic departments to inform the University planning process.

The Relationship between Academic and Corporate Planning

75. The University's planning cycle is intended to provide opportunity for academic issues (with appropriate financial considerations) to be at the forefront of the University's planning priorities. Academic Departments are encouraged to think about the future direction and development of their subject area, and to look at novel ways of combining subjects to build new discipline areas. The Board of Governors has nominated a Governor to be a member of the Academic Board to monitor academic developments and concerns of the Academic Board and to relay these to the Board of Governors as required.
76. The University organizes annual joint planning sessions involving Heads of Departments, senior managers and members of the Board of Governors. The Annual Planning Meeting usually takes the form of meetings involving the whole Board and the University. On some occasions other planning meetings may include the members of the F&GP Committee, because this committee has a particular role in the oversight of the planning function within the University.

AUDIT ARRANGEMENTS & AUDIT & RISK MANAGEMENT COMMITTEE

The OfS Audit Code of Practice

77. The University is required, as a condition of its financial agreement with OfS, to follow audit arrangements set out in the Audit Code of Practice. The Audit Code of Practice can be found at www.OfS.ac.uk/.
78. The Board of Governors is required by the University Articles of Government to establish an Audit Committee. The Committee, which in the case of the University also monitors risk management issues, is required to operate in accordance with the OfS Audit Code of Practice and the CUC Code of Practice for Audit Committees. The Committee consists of governors and other external representatives appointed because of their expertise in audit, financial or business matters. No member of the Audit & Risk Management Committee is able to serve on the F&GP Committee so as to provide independence between the two bodies. Representatives of the external and internal audit service providers attend the meetings to present reports and answer questions from the Committee. The Clerk to the Board of Governors acts as Clerk to

the Committee.

79. The Audit & Risk Management Committee normally meets four times a year. The autumn meeting typically involves consideration of the external audit of the University accounts for the previous year, the annual report of the internal auditors for the previous year, the annual Value for Money Strategy report and the annual report of the Audit & Risk Management Committee to the Board of Governors, covering the major issues addressed by the Committee during the course of the previous year. The Internal Audit plan for the forthcoming year is also considered at this meeting. The spring and summer term meetings are principally concerned with addressing internal audit reports and management responses.

External Audit

80. External auditors are appointed annually on the recommendation of the Audit & Risk Management Committee to the December meeting of the Board of Governors. The appointment of external auditors normally tendered or benchmarked on a 3+1+1 year basis to ensure that value for money is obtained in the audit commissioning process. The Audit & Risk Management Committee pays due regard to the need to ensure that the external audit service is challenging and robust in the conduct of its duties. The lead external audit partner is changed every 7 years to appropriate degree of independence exists between the external audit provider and the University. The external auditor is expected to comment not only on the University's accounts and accounting systems but also on the conduct of internal audit and reliance placed upon internal audit as a source of information to the external audit, the University's corporate governance systems (including risk management) and the University's approach to securing value for money in its activities.
81. The conduct of the external audit is managed by the Director of Finance and the external audit provider.
82. The external auditors are also expected to provide input to financial arrangements on any projects supported by OfS funding, where they may audit the use of funds provided by grant and certify that they have been applied for the approved purpose. The external auditors may on occasion, at the request of the Audit & Risk Management Committee, undertake specific audit-related projects to verify external audit requirements. The external audit service providers are not otherwise usually engaged on University business without specific permission being granted but, where relevant, a statement to this effect must be made by the Audit & Risk Management Committee in its annual report to the Board of Governors.

Internal Audit

83. Internal auditors are normally appointed on a 5 year basis following a tender and selection process organised by the University Secretary and involving representatives of the University's senior management and the Audit & Risk Management Committee. The internal auditors are expected to undertake in the region of c 50-55 days of audit each academic year on a variety of systems and procedures which are not restricted to financial processes.
84. The internal audit plan is considered in the late spring/summer each year on the basis of the University's assessment of current risks and the internal auditors needs assessment and overall audit planning cycle. The plan is presented to the Audit & Risk Management Committee for approval. The plan is developed in conjunction with the Vice-Chancellor and senior University officers and is mapped against the University's Risk Analysis and Action Plan. A work programme is established to enable blocks of internal audit to take place each term, with the intention that reports and management responses are presented to the next meeting of the Committee. Management responses are then followed up at subsequent meetings to make sure that appropriate action has been taken. The internal auditors present a round-up of action in the previous year by way of their annual report to the Committee in the autumn term.
85. The internal auditors are expected to work in conjunction with the OfS to determine priorities within OfS for audit attention. They are also expected, as are the external auditors, to take due account of OfS accounting and auditing directions that are issued from time to time. The internal audit service providers are not otherwise engaged on University business.

The Fraud Register

86. The University maintains a Fraud Register that is made available to the Audit & Risk Management Committee at each meeting. The register contains details of fraud events, or related 'near misses' that can be used to guide internal audit activities or as a reference point for systems improvement.

Public Interest Disclosure Policy

87. The University maintains a Public Interest Disclosure Policy (please see Publications Scheme) to provide guidance to, and protection for, whistleblowers concerned about the conduct of the University or an individual member of staff. Reports on the use of the system, and any subsequent action, are expected to be made to the first available meeting of the Audit & Risk Management Committee. The Committee may require further investigation or action depending on the circumstances of the case.

Risk Management

88. The University has a comprehensive system of risk management developed in accordance with the recommendations of the Turnbull Committee²⁹ and subsequent HEFCE/OfS accounting directions and other HE sector guidance on risk management. The Audit & Risk Management Committee oversees the operation of the University's Risk Management Policy which is reviewed and updated at least annually. The University's Disaster Recovery and Business Continuity Plan sets out systems for dealing with a range of emergencies that the University might experience.³⁰ The University's Risk Analysis and Action Plan³¹ (RAAP) which is also reviewed annually sets out the University's assessment of major risk items, graded in terms of their potential impact and likelihood. The RAAP also contains the Risk Appetite Statement and a mapping of how the University's RAAP relates to its major strategies.
89. The Risk Analysis and Action Plan is updated annually to take account of the University's changing priorities, opportunities and perceived risks. The Plan forms one element of the internal audit plan each year. The Plan assigns responsibility for dealing with risks to key members of staff, and responsibility for monitoring action to a range of committees of the Board of Governors and to the Academic Board. Regular reports on risk items are made to these committees so that progress can be overseen. These are consolidated in a regular risk management report to the Board of Governors and its committees as well as Academic Board (Academic Risks).
90. The risk management system is supported by numerous procedures within the University that aim to ensure that major risks are prevented insofar as this is possible. The aim of the system is not to eliminate risk, but to understand and manage it as part of regular processes and procedures, so that risk management becomes embedded in normal University activities. These include, for example, routine practices of risk assessment (for activities and events), health and safety requirements and the financial assessment of major University developments and projects.

Compliance with External Guidance on Corporate Governance

91. The Audit & Risk Management Committee monitors external developments in corporate governance to ensure that the University is following best practice in its approach to governance and audit issues. The Board has agreed to follow the CUC guidance noted earlier in the handbook.

FINANCE

The Finance and General Purpose Committee

92. The Finance and General Purposes Committee (F&GP Committee) has responsibility for advising the Board of Governors on financial and planning matters. The Committee has two sub-committees (Health and Safety and Farm Strategy) that routinely provide reports on their activities.
93. The Committee's terms of reference are available on the Governors' Document Library. The Committee meets four times a year. In the autumn meeting the Committee considers the annual accounts for the previous financial year, together with the report of the Audit & Risk Management Committee on the conduct of the external audit and any matters arising from it. The Committee recommends acceptance (or otherwise) of the annual accounts to the Board of Governors. The spring meeting will usually consider the outline planning framework for the forthcoming year. Joint meetings may occasionally be held between the F&GP Committee and the University Executive to consider wider strategic planning matters.

Financial Management Structure

94. The University operates the DREAM financial accounting software system in a distributed way, such that account holders are able to interrogate accounts and other financial information from their desktop. The Finance Office handles all other financial arrangements, including payroll (an outsourced system is used for this), the management of ledgers, income and expenditure, etc.

95. The Vice-Chancellor, as the designated officer under the University's Financial Memorandum with OFS, is responsible for the proper financial conduct of the institution. The Director of Finance supports the Vice-Chancellor in this role, and reports directly to the Vice-Chancellor on matters related to finance. The Director of Finance is also expected to liaise regularly with finance representatives at OFS in order to understand and work with OFS funding methods and to address issues of concern over funding arrangements with the Funding Council.

The Production of Annual Accounts and Estimates of Income and Expenditure

96. Annual accounts are produced by the Finance Office in accordance with the relevant Statements of Recommended Practice (SORPs), other guidance issues by the Funding Council, including provisions in the University's Financial Memorandum and other relevant accounting, codes and standards of practice. The annual accounts are audited, and the auditors present a report on their findings, and any recommendations arising from the audit, to the Board of Governors at its annual general meeting. The accounts are then required to be submitted, along with the annual report of the Audit Committee to the Board of Governors, to OFS.
97. Estimates of income and expenditure for the following financial year are usually prepared in the period March-June each year. The estimates are produced by the Finance Office for consideration by the University Executive and the F&GP Committee during summer term meetings. The F&GP Committee approves the estimates and recommends them to the Board of Governors where they are considered at the July meeting of the Board. The estimates form the basis of annual financial forecasts which, again, are considered by the Board at its July meeting. The financial forecasts cover a 5 year period, and are produced in accordance with OFS guidelines. The forecasts not only provide estimated financial data, but an accompanying statement on major features, and a risk analysis of factors built into the forecasts.

Financial Regulations and Procedures

98. The Finance Office maintains a set of Financial Regulations³² approved by the F&GP Committee on behalf of the Board. The Financial Regulations are subject to periodic review by the Director of Finance and to routine internal audit, to gain a picture of compliance with the regulations and procedures in other parts of the organisation. The Regulations contain guidance on the conduct of financial matters including the tendering of contracts, the management of financial accounts, bank mandates along with more detailed operational notes for guidance on the use of financial systems by budget holders.

The University's Funding Relationship with OfS

99. The funding relationship with OfS is governed by a Financial Memorandum³³ (FM) that consists of two parts. The first is a generic statement of funding rules and the obligations placed on the institution in receipt of OfS grant. These might include reporting to OFS on annual accounts, the responsibilities of the designated officer the rules for borrowing and reporting that borrowing to OfS and related matters. The second is the actual allocation of grant to the University, the method adopted to compute the grant and any specific reporting obligations arising from specific funding streams. Together, these form the funding agreement between the OfS and the University. The University's auditors are expected to report on whether the University has applied the funding in an appropriate way, taking into account the FM and the obligations set out within it.
100. Other funding streams may be awarded from time to time, for example by way of competitive bids to the OfS. The reporting requirements placed upon the University are usually addressed in the letter announcing the grant (much of which will have already been spelt out in the relevant OfS Circular inviting applications for funding). Typically this will involve reporting progress with the project in the Annual Monitoring Statement submitted to OfS each year, although in the case of capital funding there are other reporting requirements at the point of entering into a contract for the scheme and to claim the final instalment of grant. The latter must include a statement by the University's auditors that the grant has been applied to the project for which it was awarded.
101. Guidance on financial matters is often contained in Circular Letters issues by the Funding Council. These letters are the equivalent of mini-OfS Circulars, but are nonetheless important in that they may contain information on the way in which the University's financial reporting obligations should be met. A list of circulated is provided to the Board at each meeting. Members may request copies or view circulars on the OfS website at any time.

The University's Funding Relationship with Partner Institutions

102. The University applies a similar approach to the FM model in its funding relationship with partner institutions. The agreements governing these relationships are typically in two parts, the first setting out general governance issues and the second more detailed financial matters. The second part of the agreement is negotiated annually in the light of the University's overall grant position. The negotiations are led by the Director of Learning and Teaching with assistance from the Director of Finance and Vice-Chancellor, with input from the Academic Director of Academic Services and Academic Registrar, and the University Secretary or Deputy Vice-Chancellor as required. Copies of the agreements are held in the office of the Validation Officer.

Guidance on the Conduct of Projects

103. The University provides guidelines and support for staff who are conducting projects for which external funding has been obtained. The projects might include research, consultancy or training contracts, and the guidance deals with the costing and pricing of the contract and the distribution of income following the successful completion of the project. The Research and Finance Office staff are available to provide advice and support to staff dealing with project management issues. The Finance Team is responsible for ensuring that the guidance is followed, the relevant distribution of income is applied and that regular management accounts are produced for budget holders on the financial status of the project. Budget holders are, in turn, expected to liaise with the Finance Office during the period prior to launching a project in order to ensure that the Finance Office is aware of the project, that a project account code has been established and that the necessary financial procedures have been followed, and approvals obtained, in the costing and pricing of the scheme.
104. The University Secretary is the University's authorised representative for the signing of project contracts and must be consulted on the terms of contract being offered to the University in sufficient time for the contract to be considered and, if necessary, for legal advice to be obtained. The University employs a part time in-house legal adviser who is a qualified solicitor. Advice is also sought from a panel of solicitors who are HE specialists as required.

Insurance Arrangements and the Provision of Guidance to Staff

105. Insurance arrangements are dealt with by the office of the Director Finance. The University maintains a full range of insurances to cover its staff, property and potential operating liabilities. The University uses a national insurance agent to provide this cover, and is part of a consortium of universities and colleges that is intended to provide value for money in terms of securing competitive insurance premiums. The University regularly seeks alternative insurance quotations through its agent or other sources to ensure that value for money is still achieved through the consortium route.
106. University staff are advised, from time to time, on developments in insurance arrangements that have an impact on their day to day activities. These might include issues as diverse as the provision of training for driving, the commissioning of contracts or the process for obtaining insurance for overseas travel. In the latter case members of staff are expected to obtain authority for their overseas visit from their line manager and to register the visit with the office of the Director Finance so that appropriate insurance arrangements can then be made.
107. Insurance arrangements are reported, as required, to the University's Finance and General Purposes Committee.

Tendered Professional Services and Tendering Arrangements

108. The University's Financial Regulations set out the procedure for tendering major capital projects. Further guidance on the development, commissioning, management and oversight of capital projects has also been developed and approved by the F&GP Committee. Similar guidelines are in place for the commissioning of professional services and services/supplies other than building projects.
109. The University usually tenders external services on a 5-yearly cycle, but takes into account the need to maintain continuity of service in particular circumstances where a change of supplier would be unduly disruptive to the requirements of the University. The tendering process is, set out in financial regulations certain circumstances where this is thought to be more relevant to the needs of the University.

Staff Pension Arrangements and the Management of Pension Schemes

110. Pension arrangements are managed by the Director of Finance. Teaching staff are generally

members of the Teachers' Pension Scheme (TPS), a national government scheme. Other members of staff are generally members of the Local Government Pension Scheme (LGPS) managed by the Shropshire County Council. Both schemes involve employers and employee contributions at rates determined by the scheme actuaries and governing bodies. The local governance of the LGPS means that the University is able to take part in regular open meetings about the conduct and future arrangements for the scheme. The Director of Finance represents the University on such occasions and is currently an appointed member of the LGPS Shropshire Advisory Board. Pension scheme liaison is maintained by the Finance Office and members of staff can access pension information via this route. Additional voluntary contribution (AVC) arrangements exist for both schemes whereby staff can make additional payments from salary into the relevant scheme. The Teachers Scheme is a UK wide scheme which engages with HEIs as necessary at national level. The University has also agreed that it may offer a NEST Scheme.

STAFFING MATTERS

Staffing Matters and the Board of Governors

111. The Vice-Chancellor is responsible to the Board of Governors for the management of staff, their development and conduct, in accordance with general procedures set out in the University's Instrument and Articles of Government. The Board of Governors has established a Staffing Committee that oversees more detailed aspects of the development of staffing policies and procedures and the direction of the University's HR Strategy. The Committee includes two members of staff, one academic and one support, to provide a means of communication of staff interests and observations on the Committee's work.
112. The Human Resources Office manages the day-to-day activities associated with staffing matters. The Head of Human Resources heads a small professional team, and reports to the University Secretary. The team is responsible for the recruitment and contracting of staff (in conjunction with the relevant department), management of staffing issues, consultation with staff on HR matters, the development of staff and disciplinary and grievance matters. The Human Resources Office works closely with the Finance Office on payroll related matters, and with a wide range of other matters.
113. The Human Resources Office also manages the Staff Consultative Group, which consists of staff representatives and which is a forum for the discussion of emerging policy and procedural issues relating to staff. It also looks after the Equality and Diversity Working Group which oversees the implementation of the Single Equality Scheme and shares practice across the University.

Staffing Policies, Handbooks and Consultation

114. The Human Resources Office manages a full range of staffing policies. The policies are issued to all staff in the form of a Staff Handbooks in two versions - one for academic staff and one for support staff - to reflect differences in terms and conditions of service. Policy developments are considered by the Staff Consultative Group and by the Staffing Committee, before being implemented. Where staffing policies are of direct concern to academic staff, the above system is supplemented by negotiation with the local branch of the trades union, the Universities and Colleges Union (UCU) in a Joint Consultative Negotiating Committee (JCNC) which is governed by the terms of the Recognition Agreement between the UCU and the University. The University's staffing procedures in relation to the appointment, promotion and conduct of staff, and staff grievance procedures, are set out in the Articles of Government. Copies are available on the Publications Scheme.

The Human Resources and Staff Development

115. Information about University policies and procedures and Staff Development arrangements is contained on the University website.

Compliance with Employment Law

116. The Head of Human Resources, with the University Secretary, is responsible for ensuring that the University operates within the requirements of relevant employment legislation and guidance. Guidance is obtained on legislative matters from the Universities and University's Employers Association (UCEA) and other legal and professional sources. A regular process of monitoring takes place to ensure that case law is taken into account in the planning of the University's employment policies and systems. This is backed up by attendance by Human Resources Office staff at employment law seminars and conferences of University Human Resources Officers and subscription to employment legislation information services. Advice on employment law cases is obtained, as required, from the University's in house and external solicitors.

The Development of Staff, Leadership and Management

117. The University is committed to staff development at all levels as a means of ensuring that staff fulfil their full potential in their roles and are able to contribute to the University's activities to the highest possible standard. Staff development activities include a focus on leadership and management skills, to ensure that all managers within the institution are adequately trained for their role.
118. The Staff Development programme is organised by the Organisational Development Officer who is located within the Human Resources Office and by a specialist member of the Director of Learning and Teaching's team who provides development programmes for academic staff. The programme, that takes account of requirements arising from staff development reviews and operates over the academic year. Many different programmes are offered, some in-house, either provided by local or external programme leaders, and some provided externally. An annual report is presented to the Staffing Committee.

HEALTH AND SAFETY

Governors' Health and Safety Policy Statement

119. The University has legal obligations placed upon it by the Health and Safety Legislation, to legislation, to provide a safe working environment for its staff, students and visitors. The Board of Governors annually approves a Health and Safety Policy Statement³⁰ which is issued to staff as a way of communicating the respective obligations of the Board and staff in achieving and maintaining this objective.
120. The Health and Safety Policy Statement is approved by the Board normally at its spring meeting each year. It contains details of the organisational structure for health and safety arrangements in the University, including line manager responsibilities for health and safety management. The Statement also sets out the roles of the Vice-Chancellor, who is responsible overall for health and safety matters across the University, and the University Secretary, who is responsible for ensuring the co-ordination of health and safety systems, their auditing and their improvement.

Health & Safety Committee

121. The Board of Governors has established a Health and Safety Committee as a sub-committee of the Finance and General Purposes Committee. The Health and Safety Committee meets once each term under the Chairship of the University Secretary. The Committee considers a wide range of emerging health and safety legislation, how it might be enacted at the University, issues of health and safety training, the improvement of health and safety systems and the engagement of staff and students in health and safety matters. The Committee consists of representatives of various areas of the University, so that a sectoral approach is taken to consultation on, and implementation of, health and safety guidance and systems.
122. A range of health and safety policies has been developed and issued to staff in the Staff Handbooks.

Health and Safety Management Structure

Health and Safety: Audit and Risk Management Systems

123. The University's Health and Safety Officer conducts audits of its health and safety systems and to provide further professional advice and guidance on health and safety matters. This approach is intended to supplement other externally provided services for the management and auditing of fire safety systems and security arrangements. The results of these exercises, and other internally managed health and safety audits, are considered by the Health and Safety Committee. See Diagram 5.
124. The University has a range of systems in place with which staff can engage to improve health and safety performance. These include risk assessment procedures, an accident reporting system, the provision of training in first aid to staff and student wardens, a system for fire evacuation drills and alarm testing, procedures to minimise risk in the estates area (contractors' passes, confined space work, use of equipment etc). Accident and near miss reports are co-ordinated by the Health and Safety Officer and are analysed to identify areas requiring follow-up audits. The system includes a feedback element so that line managers are asked what action they have taken with regard to any injured student or member of staff and what they have done to prevent a reoccurrence of the accident. Serious accidents are reported through the RIDDOR system to the Health and Safety Executive by the Health and Safety Officer. Statistical reports on accidents and near misses are presented to the Board of Governors at

least annually so that the issue of health and safety is monitored at the highest levels within the University.

Health and Safety Arrangements for Students

125. On arrival at University, students are issued a Health and Safety handbook, which contains information about relevant policies and procedures with which they must comply. These are reinforced through presentations to students during their induction programme. Health and safety matters, related to likely future employment, also form part of the curriculum on a number of courses. Regular liaison is maintained with the Head of Student Services and President of the Students Union on health and safety concerns within the student community and how they might be addressed. These include the provision of medical and other support services to students.

STUDENT MATTERS

The Constitution of the Students' Union

126. The University's Memorandum and Articles of Government provide for there to be a students' union society of the University. The rules governing the establishment and membership of a students' union are set out in the Education Reform Act 1994. The Act allows students not to become members of the students' union and, if they choose this course of action, for them not to be unfairly disadvantaged, with regard to the provision of services or otherwise, by reason of their having done so.
127. The Constitution of the University's Students' Union, which must be approved by the Board of Governors, reflects the provisions of the Act and establishes the structure of the Union and the way in which it should operate. The Union is required to present audited accounts annually to the Board of Governors and to refer any proposed amendment of the Constitution to the Board for its approval, without which the change will not be allowed. The Harper Adams University Students' Union is a separate registered incorporated charity. A Memorandum of Agreement between the University and the Student's Union is approved by the Board which sets out the practical ways that the two organisations work together.

Student Matters and the Board of Governors

128. The Vice-Chancellor is responsible for maintaining student discipline and, within the rules and procedures provided within the Articles of Government, for the suspension or expulsion of students on disciplinary grounds and for implementing the decision to expel students for academic reasons. The Board of Governors, as required by the Articles of Government, has made regulations for the conduct of students that are administered by the Academic Registrar's department.
129. The Articles of Government also require the Board to make regulations and procedures for the representation of students on matters of proper concern, including to the Board of Governors, the Academic Board and to the Vice-Chancellor. In practice, the President of the Students' Union is a member of the Board of Governors and there are student members of the Academic Board. The Vice-Chancellor holds regular meetings with representatives of the Students' Union Executive, the University Secretary and the Head of Student Services to ensure that good levels of communication with students are maintained.

Student Policies and Student Handbooks

130. The University publishes a Key Information Set which provides information to applicants and students on systems and procedures within the University. University Regulations are included to set out University policies and codes of conduct/guidelines on a wide range of academic and University community matters. These academic related documents are produced by the Academic Registrar's department or Director of Learning and Teaching's team. Regular communication with students is maintained via the University e-mail system and the Students' Union.

Student Representation in Decision Making

131. In addition to representation on the Board of Governors and Academic Board, students are engaged in many other committees within the University. These include, for example, course committees. The purpose of this representation is so that students, as members of the University community, are able to take part in decision making in relation to academic matters.
132. The Students' Union is consulted on many University decisions via the President of the

Students' Union, and regular contact is maintained between other members of the Students' Union Executive and University officers. Open meetings of the Students' Union are usually held at least once a term and are attended by the Vice-Chancellor and/or University Secretary and/or other University officers in order to gain feedback from students on issues of concern.

Communications with the Students' Union

133. The major route for dealing with student matters is via the Head of Student Services. The Head of Student Services is the chief liaison point with the student community, and her office also manages the provision of residential accommodation and other welfare and support services. The Head of Student Services and President of the Students' Union are expected to work closely on matters of mutual concern, including student discipline and welfare issues.
134. The Head of Student Services is the licence holder for bar facilities on the University campus and has undertaken relevant training in respect of licensing and the management of such facilities.

Compliance with Relevant Legislation

135. The Head of Student Services reports, in the first instance, to the Academic Registrar. On issues of legal concern, the Head of Student Services and Academic Registrar are expected to liaise with the University Secretary.

ACADEMIC DECISION MAKING, PLANNING AND QUALITY ASSURANCE

The Academic Board and its Committees

136. The Articles of Government require there to be an Academic Board of no more than 27 members, comprising the Vice-Chancellor (who shall be Chair) and such other numbers of staff and students as may from time to time be approved by the Board of Governors. The responsibilities of the Academic Board are set out in the Articles and the Board's terms of reference⁴⁰. The Academic Board is responsible to the Board of Governors for considering general issues relating to academic matters (as set out in the Articles), the development of the academic activities of the University and advising on such other matters as the Board of Governors or Vice-Chancellor may refer to it. The Academic Board is permitted by the Articles to establish such committees as it considers necessary to carry out its responsibilities, provided that each committee is first approved by the Vice-Chancellor and the Board of Governors.
137. The period of appointment of members of Academic Board and the selection or election arrangements shall be subject to the approval of the Governing Body. Non ex-officio members of the Academic Board shall serve for a period of 3 years and are eligible for re-election for one further 3 year period only. Co-opted members drawn from institutions offering courses validated by the University are appointed for a period of 3 years. Members, representing the Heads of Department, Course Management teams, the academic staff and the non-academic staff shall be nominated and elected by members of their constituency who are not ex-officio members of the Academic Board. Co-opted members shall be nominated by the Chair for the approval of the Board. The Vice-Chancellor may nominate a Deputy Chair from among the members of the Academic Board to take the Chair in his place. One Academic Board member should be appointed as a monitor of the quality of the research experience and attend the Research Degrees Committee meeting at which the annual report is discussed
138. Subject to the provision of the Articles of Government of the University, to the overall responsibility of the Governing Body and to the responsibilities of the Vice-Chancellor, the Academic Board shall be responsible for agreeing academic policy and ensuring the quality and standards of the academic work of the University. In particular the Board is responsible for:
 - research, scholarship, teaching and courses at the University including criteria for the admission of students;
 - monitoring the appointment and removal of internal and external examiners;
 - policies and procedures for assessment and examination of the academic performance of students;
 - the content of the curriculum, academic standards and the validation and review of courses;
 - the procedures for the award of qualifications and honorary academic titles;
 - the procedures for the expulsion of students for academic reasons;
 - considering the development of the academic activities of the College and the resources needed to support them and for advising the Vice-Chancellor and the Governing Body thereon;
 - approving the academic elements of the Strategic Plan and the Annual Operating Statement;
 - advising on such other matters as the Governing Body or the Vice-Chancellor may

- refer to the Academic Board;
keeping under review the academic standards and quality of research degree programmes.

144. The Academic Board can establish such committees as it considers necessary in order to carry out its responsibilities, subject to the provisions set out in paragraph 146. The number of members of any such committee and the terms on which they are to hold and vacate office are determined by the Academic Board.

Quality Assurance Systems in Academic Matters

145. Quality assurance in the content and delivery of academic matters is the responsibility of the Head of Educational Development and Quality Enhancement (HEDQE) in relation to educational provision and the Deputy Vice-Chancellor in relation to the conduct of research.
146. The Academic Board has established a number of committees to assist with the maintenance of quality in its academic operations. The Academic Standards Committee is the major committee in this area of work. The terms of reference of the Academic Standards Committee and other committees of the Academic Board. Details are set out in section 2 of the University's Academic Quality Assurance Manual, copies of which are available from HEDQE.
147. Procedures for course monitoring, course validation and the appointment of external examiners, and the responsibilities of the Academic Standards Committee in these processes, are set out in the University's Academic Quality Assurance Manual.

Roles and Responsibilities in the Management of Learning and Teaching

148. The Deputy Vice-Chancellor is responsible for the day-to-day co-ordination and management of the activities of the University's Academic Departments. An Academic Departments Executive group, consisting of the Heads of the Academic Departments is chaired by the Deputy Vice-Chancellor and has an operational role in sharing information, discussing draft papers and agreeing matters of operational delivery. Co-ordination is maintained between the Deputy Vice-Chancellor, the Head of Educational Development and Quality Enhancement (HEDQE) and Director of Learning and Teaching.

Roles and Responsibilities in the Management of Research

149. The University has established a Research and Knowledge Transfer Committee to assist the development of policies and procedures in this major area of academic activity. Each Academic Department has a 'lead-role' in research and these are co-ordinated, in terms of research and the Deputy Vice-Chancellor and the Research Co-ordinator.

The Role of the Academic Registrar's Department

150. The Department has been established as a 'one-stop-shop' for student support services. It also has a key role to play in academic policy determination, and in the operation of those policies. The Department provides management information on student and academic performance, quality assurance processes and a wide range of other issues. It is responsible for the development and management of the Learning and Teaching and Widening Participation Strategies, as well as the delivery of a number of sub-strategies for which the University occasionally receives additional funding
151. The Academic Registrar's Department has a range of responsibilities, and provides support services for educational provision within the University, and to the student community in general. The major sections within the Department are as follows:
- University Registry Examinations and Timetabling Office
 - Learning Support Services
 - Careers Office
 - Placement Office
 - Student Services
 - Residential Accommodation (on/off campus)
 - Student Warden Team
152. Learning support services provide support to students who need additional academic assistance, or support for other needs, such as a disability.
153. The Student Services section works closely with the Students' Union to manage social, communal and pastoral support for students. The section also manages the Student Wardens, who provide student support in University residences, and the provision of accommodation, either on the University site or, through a network of landlords, in the community. The section also works closely

with the Vice-Chancellor on issues of student discipline and the University's relationship with the local community.

154. The University Registry and Examinations and Timetabling Office manage student and assessment processes and student records, from admissions to final examinations. The Examinations and Timetabling Office also manages the University's teaching timetable and term-time room allocations.

The Role of the Marketing Department

155. The Director of Marketing and Communications is responsible for all aspects of the marketing of the University. These activities include student recruitment, promotion of the University's work, the production of marketing materials and liaison with the press and other media.

OTHER LEGAL MATTERS

Review of Compliance and Use of Legal Advice

156. The University Secretary is responsible for ensuring that the University is in compliance with relevant legislation and that contracts entered into by the University are appropriate. External legal advice must only be commissioned by the University Secretary or the University's internal solicitor.

Roles and Responsibilities in Relation to Legal Matters

157. University staff and students are expected to conduct themselves in accordance with relevant legislative requirements when engaged in University business. This includes compliance with relevant health and safety legislation, employment legislation and equality and diversity regulation, on all of which University policies are in place and widely distributed.
158. Governors, members of staff or students who are aware of a breach of legislation in relation to any University activity are expected to raise the matter with the University Secretary who will consider whether further action is required and what advice should be obtained. The University's whistleblowing procedure is available for use in circumstances where confidentiality is required.
159. The University Secretary will ensure that regular communication on legal matters is maintained with the Vice-Chancellor and Chair of the Board and, where relevant, the staff or students involved in the case.

The Management of Property and Related Legal Obligations

160. The University has a range of property holdings for which a range of legislation needs to be addressed. The Head of Student Services is expected to handle legislative requirements for off-site student accommodation owned by the University, and to oversee compliance with legal requirements imposed on landlords for private rented accommodation. University accommodation on campus, and off-campus but rented to staff, together with all other University property, is the ultimate responsibility of the University Secretary. The Estates and Facilities manager is expected to ensure that University property, in whichever location, is managed to meet appropriate legal requirements.

The Production of Statutory Statistical Returns

161. The University is obliged to return data on its activities to OfS and other government departments (. The Vice-Chancellor determines overall responsibility for the completion and return of the relevant data. Where required, data must not be returned without the Vice-Chancellor's signature, or that of another authorised officer of the University. An annual report on how data quality for such returns is managed is presented to the Audit and Risk Management Committee.

THE MANAGEMENT OF EXTERNAL GUIDANCE

OfS Circulars

162. OfS Circulars and Circular Letters are normally sent to the Vice-Chancellor's Office. The Vice-Chancellor will determine who should deal with the Circular and prepare a report on the topic, prepare a funding bid or supply the requested data. The information prepared in response to the Circular is normally considered by the University Executive and/or a committee of the Board of Governors or the Board itself. The Vice-Chancellor's Assistant is responsible for ensuring that responses to OfS Circulars are tracked through the University system and that they are submitted by the required deadline.

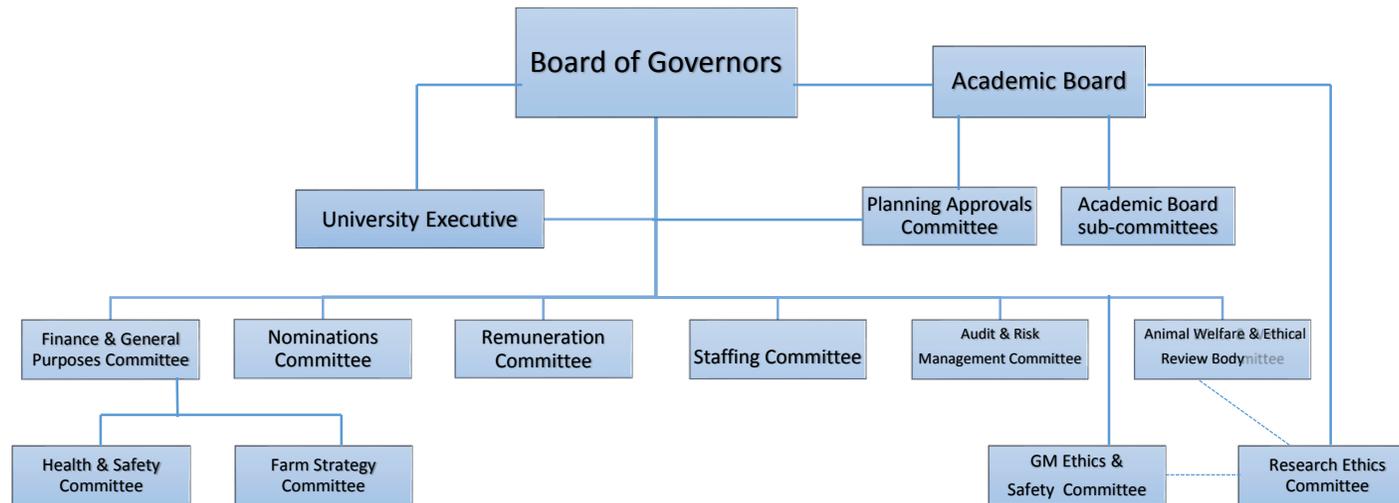
OfS Regulatory Framework and Guidance

163. OfS publishes a range of regulatory and guidance on its web site. The Board is responsible for ensuring the University is compliant with OfS requirements.

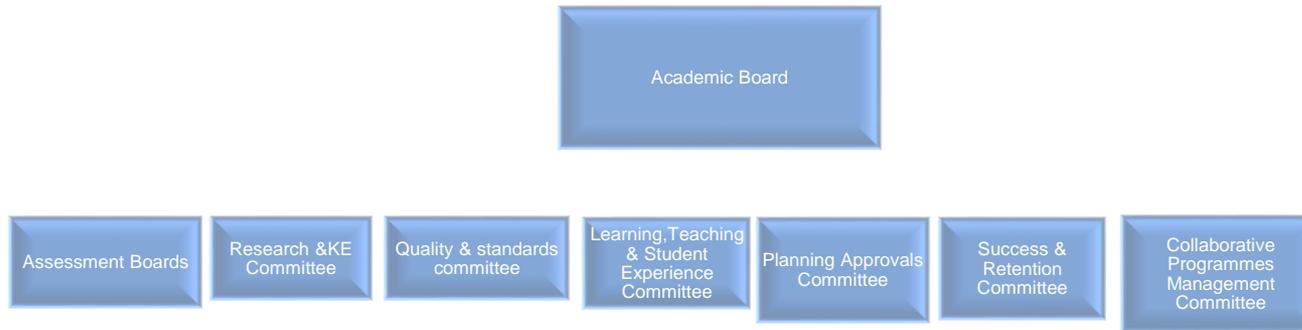
UUK/GuildHE/UCEA Guidance

164. Universities UK (UUK) and/or GuildHE guidance is usually directed to the Vice-Chancellor who will decide how and who will deal with it. Both bodies are recognised as the UK's representative bodies for Universities. The Universities and Colleges Employers' Association (UCEA) also provides regular guidance which is sent direct to the Head of Human Resources and University Secretary (as well as the Vice-Chancellor) and the Head of Personnel will determine an appropriate response in consultation with appropriate
165. A routine report on OfS Circulars and guidance is made to the Board of Governors. Further information on any of these documents is available from the University Secretary.

Harper Adams University Committee Structure



Academic Board & its Standing Boards & Committees



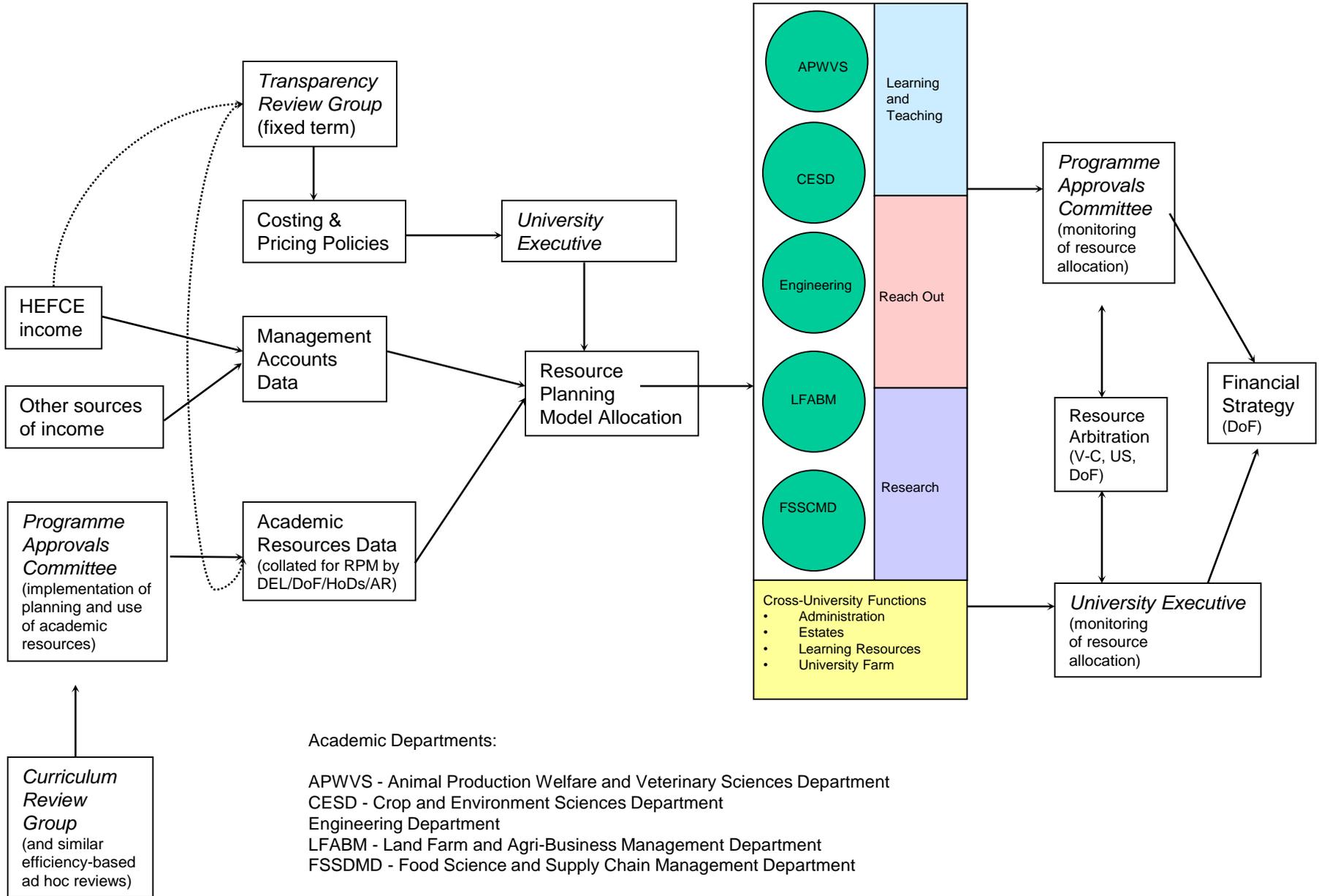
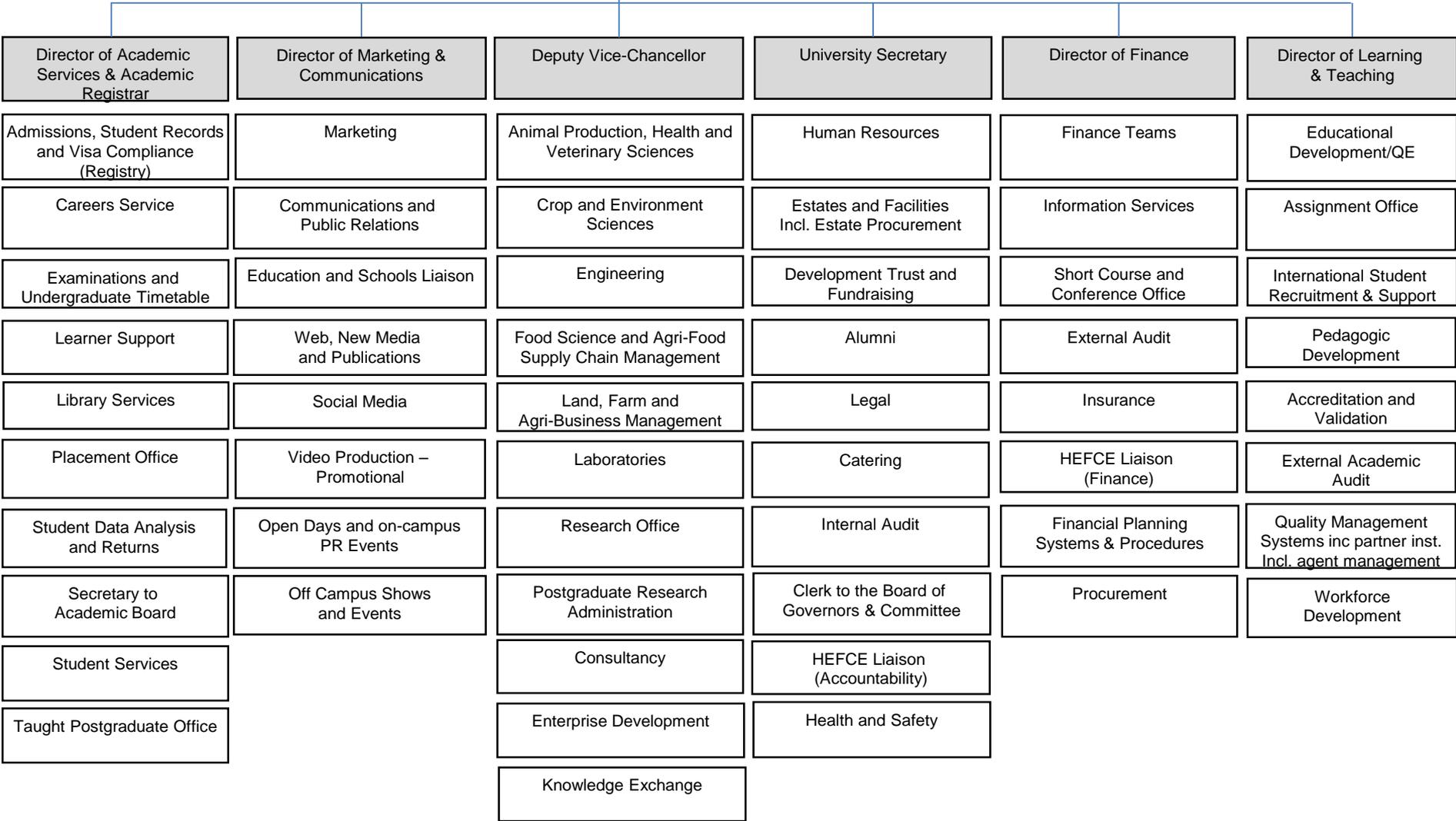
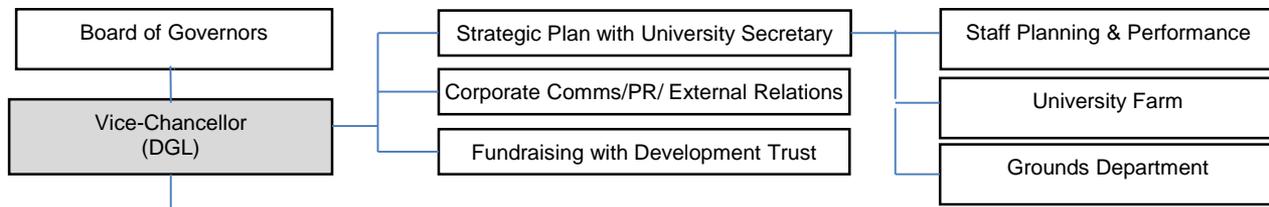


Diagram 4



Access Agreement & WP Strategy

Marketing Strategy

Research & Knowledge Transfer Strategy

HR Strategy
Estates Strategy

Finance Strategy
IS Strategy

Internationalisation Strategy
Learning, Teaching & Student Experience Strategy

Diagram 5

