

STATEMENT OF PRIMARY RESPONSIBILITIES FOR GOVERNORS

This Statement is based on the model statement formerly contained in the *Governance Code of Practice* published by the *Committee of University Chairmen*, adapted to reflect the functions and duties that the Board derives from its Statutory Instrument. It takes account of the minimum priorities contained in the *Scottish Code of Good Higher Education Governance* (2017 edition).

The Board is the governing body of the University. The Board has ultimate responsibility for the affairs of the University with the exception of academic standards which are the responsibility of the Academic Council. The Board is responsible for reviewing the work of the University taking such steps as it thinks proper for ensuring that the University's objects are achieved. The objects being to:

- (a) provide education and learning of all types;
- (b) provide facilities for and encourage and undertake study in research;
- (c) encourage the advancement, development and dissemination of knowledge; and
- (d) encourage and provide facilities for design, development, consultancy and testing.

Consistent with the University's Statutory Instrument, the primary responsibilities of the University Board are as follows:

- (i) To oversee the University's activities, determine its mission and future direction, foster an environment in which the University's objects are achieved and provide strategic input on all material policy or other matters affecting the University. This will include the approval and review of the University's long-term and strategic plans, including key performance indicators, and for ensuring that these meet the interests of the University's stakeholders. The Board will also approve an annual Business Plan and Risk Register, Budget, Financial Forecasts and Annual Report and Financial Statements for the University.
- (ii) To ensure processes are in place to monitor and evaluate the performance and effectiveness of the University against the plans and approved key performance indicators, which should be, where possible and appropriate, benchmarked against other comparable institutions.
- (iii) To appoint new members of the Board of Governors.
- (iv) To appoint a Principal and Vice-Chancellor as the Chief Academic and Executive Officer of the University and to put in place suitable arrangements for monitoring his/her performance.
- (v) To appoint (as required) a Deputy Principal and/or one or more Vice-Principal(s), a Secretary to the Board and other office holders to have such powers as the Board may see fit.
- (vi) To appoint a Chancellor as the titular Head of the University.

- (vii) To delegate authority to the Principal and Vice-Chancellor for the academic, corporate, financial, estate and personnel management of the University and to establish and keep under regular review the policies, procedures and limits within such management functions as shall be undertaken by and under the authority of the Principal and Vice-Chancellor.
- (viii) To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls, risk management, means of evaluating the governing body's own performance and clear procedures for handling internal grievances and "whistleblowing" complaints and for managing conflicts of interest.
- (ix) To establish processes to monitor and evaluate the performance and effectiveness of the Board of Governors itself.
- (x) To conduct its business in accordance with best practice in higher education corporate governance and with the *Nine Principles of Public Life in Scotland* drawn up by the Committee on Standards in Public Life, i.e.

Duty
 Selflessness
 Integrity
 Objectivity
 Accountability and Stewardship
 Openness
 Honesty
 Leadership
 Respect

- (xi) To protect the reputation and values of the institution.
- (xii) To employ staff and other contractors and regulate their employment.
- (xiii) To set up within the University such Departments, Schools and other units of organisation and delegate to them such functions, duties and powers as it sees fit.
- (xiv) To appoint and regulate Committees of the Governors, and where appropriate, others.
- (xv) To make regulations, by-laws and standing orders for the exercise of the functions and duties of the Board acting on behalf of the University.
- (xvi) To be the University's legal authority and, as such, to ensure that systems are in place for meeting all the University's legal obligations, including those arising from contracts and other legal commitments made in the University's name.
- (xvii) To ensure, in conjunction with the Academic Council, the quality of the institution's educational provision and adequate provision for the general welfare of students.
- (xviii) To act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.
- (xix) To ensure that the University's Statutory Instrument is followed at all times and that appropriate advice is available to enable this to happen.