

Ordinance 7

Senior Executive Officers

1 Senior Executive Officers

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

2 Vice-Chancellor

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

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

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

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

4 University Secretary

- 4.1 The University Secretary has a governance and an executive role in the University. The Board shall prescribe the role description for the University Secretary and shall ensure that there is an appropriate separation in the lines of accountability between their governance and executive responsibilities.

- 4.2 In their governance role, the University Secretary reports directly to the Board. The University Secretary's performance is appraised in respect of their governance role by the Chair of the Board.
- 4.3 The Vice-Chancellor shall determine the line management arrangements for the University Secretary and the arrangements for appraising the performance of their executive functions.
- 4.4 **Main governance responsibilities of University Secretary**
- 4.4.1 The University Secretary works closely with the Chair of the Board and the Vice-Chancellor, within the framework provided by the Charter, Statutes, Ordinances and Academic Regulations and the OfS's regulatory framework and guidance. They are responsible for the effective running of governance across the University, supporting the Chair and Vice-Chancellor as a trusted advisor and acting as a link between the non-executive and executive functions of the University. They are not responsible for the legal affairs of the University but take responsibility for advising on compliance with the University's Charter, Statutes, Ordinances and Academic Regulations and the legal and regulatory landscape affecting the University as a higher education institution and exempt charity.
- 4.4.2 The main governance responsibilities of the University Secretary are to:
- (a) Maintain the University's governing instruments (Charter, Statutes, Ordinances, Academic Regulations and Policies).
 - (b) Provide constitutional advice and secretariat support to Board, Board Committees, Senate, Court and other decision-making bodies, supporting them to fulfil their responsibilities and act within their powers; promoting the highest standards of governance and strategic decision-making; and ensuring that delegated authority is appropriately discharged in line with the University's delegation framework.
 - (c) Support the senior leadership of the University in navigating the Board and its governance structure.
 - (d) Advise on all matters relating to the membership of the Board and its Committees, including overseeing the succession planning, recruitment and induction of Board members.
 - (e) Oversight of the University's arrangements for compliance with the OfS regulatory framework including: supporting the Vice-Chancellor as the University's Accountable Officer; decision-making as to the reporting of reportable events under relevant policies; and managing communication with the OfS.
 - (f) Be responsible for the provision of advice on matters of compliance with higher education regulation, charitable status, corporate governance issues and the University's governing instruments, seeking legal advice as required.
 - (g) Work with and maintain effective relationships a wide range of internal and external stakeholders at both local and national level, including the OfS, AHUA, UUK and CUC, other professional agencies or local community groups.

- 4.4.3 The role of the University Secretary may evolve over time in response to the needs of the Board and the University .
- 4.4.4 The University Secretary acts as Secretary to the Board and all its Committees including Senate and to Court, but may nominate another member of Staff to act as secretary to a Board Committee or Senate under their delegated authority and may delegate the performance of any of their other functions under these Ordinances. The University Secretary will remain responsible for all acts done and decisions made by their delegates.

5 **University Executive Board**

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