



**UNIVERSITY EXECUTIVE BOARD  
TERMS OF REFERENCE & MEMBERSHIP  
2024-25**

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

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

4.2.1	<p>To monitor and be accountable for:</p> <ul style="list-style-type: none"> <li>• Agreeing the principles/overarching framework for tuition fees (Student Fee Setting Group approves).</li> <li>• Approving institutional level bursaries and scholarships.</li> <li>• Approving student residential rent levels.</li> <li>• Faculty and Professional Services operational plans following review at Operations Board and/or Academic Leadership Group.</li> <li>• The University's performance against its plans taking into account relevant indicators, benchmarks and targets.</li> <li>• The University's Portfolio Board Management.</li> </ul>
4.2.2	<p>To monitor and review:</p> <ul style="list-style-type: none"> <li>• Capital planning, including major capital expenditure proposals (over £1M) recommended by the Capital Portfolio Board.</li> <li>• The external environment in which the University operates, including the identification of new opportunities; dissemination of key policy, funding and performance information and engagement with the University community regarding key strategic choices.</li> </ul>
<b>4.3</b>	<b>Monitoring and management of performance, budgets and risk</b>
4.3.1	<p>To monitor and review:</p> <ul style="list-style-type: none"> <li>• Key University Risks, considering the University's Risk Profile, as reported to the Audit &amp; Risk Committee and the Board of Trustees (including the Strategic Risk Focus Reports), and whether this is accurate and representative and within the risk management framework and the University's risk appetite. the control, co-ordination and monitoring of risk to seek assurance that internal controls and any mitigating actions are working effectively, including the Internal Audit Strategy.</li> <li>• Levels of authority to ensure they are appropriately delegated to senior management throughout the University.</li> <li>• Progress towards successful delivery of Faculty and Professional Services plans and budgets, ensuring performance is consistent with the University's Planning Framework, and its strategic priorities and targets, key performance issues and complex challenges, advising the Vice-Chancellor.</li> <li>• The annual institutional budget and future financial forecasts and recommend these to FIC and the Board of Trustees. This includes Faculty, School and Professional Services budgets and the Students Union grant provided within the annual budget for the University endorsed by FIC and approved by the Board of Trustees (BoT).</li> <li>• The operation of the University's Value for Money strategy.</li> <li>• The University's compliance with the OfS Regulatory Framework and other legal and regulatory requirements (so that, where required, assurances can be provided to the Audit and Risk Committee).</li> </ul>
4.3.2	<p>To recommend to the Audit &amp; Risk Committee any changes to the items in 4.3.1 in relation to Value for Money or KURR to ensure that the University's arrangements for risk management are adequate and effective.</p>
<b>4.4</b>	<b>University Policy</b>
4.4.1	<p>To approve:</p> <ul style="list-style-type: none"> <li>• The University's Policy Framework and associated guidance.</li> <li>• All University policies which significantly impact on the University's strategy, risk profile, financial health, or compliance obligations, and/or reputation.</li> </ul>

	<ul style="list-style-type: none"> <li>The University's Subsidiary Governance Framework and associated guidance.</li> </ul>
4.4.3	<p>To recommend to the Board of Trustees (and/or its Committees):</p> <ul style="list-style-type: none"> <li>Any changes to staffing-related processes/procedures (Ordinance 10) and any associated staff grievance procedures.</li> <li>The Financial Regulations.</li> <li>Those key institutional level policies reserved to the Board of Trustees (and/or its Committees).</li> </ul>
<b>4.5</b>	<b>Other</b>
4.5.1	<p>To approve:</p> <ul style="list-style-type: none"> <li>Those matters stated in the Delegation Schedule (Schedule 1).</li> <li>The establishing, changing, termination or associated appointments to any Committees and Advisory Groups reporting to UEB.</li> <li>The terms of reference &amp; membership of its reporting 'bodies'.</li> <li>Minor institutional alliances/associations/partnerships not requiring Senate or BoT approval, and where the value and standing of the partner organisation is satisfactory.</li> </ul>
4.5.2	<p>To monitor and review:</p> <ul style="list-style-type: none"> <li>The work of its Committees and Groups.</li> <li>In advance of Board of Trustees meetings, to review any Board items within its remit.</li> <li>The organisational arrangements for Health and Safety, as delegated by the Board of Trustees including reviewing the systems and assurance processes in place for Health &amp; Safety to be effectively managed and the implementation of the key objectives of the University's Health &amp; Safety Policy.</li> </ul>
4.5.3	<p>To make recommendations to the:</p> <ul style="list-style-type: none"> <li>Audit &amp; Risk Committee the approval of the terms of reference and membership for the Free Speech Advisory Group.</li> <li>Audit &amp; Risk Committee the Annual Report on Freedom of Speech.</li> <li>Board of Trustees and/or Senate (as appropriate) on any area within UEB's remit where action or improvement is needed.</li> <li>Vice-Chancellor &amp; President on any matter within their remit.</li> </ul>
<b>5.</b>	<b>Accountability and Reporting</b>
5.1	The Chair of UEB shall report to the Board of Trustees (via the Executive Report to the Board) and to Senate on its proceedings on all relevant matters within its duties and responsibilities.
5.2	Where decision-making has been delegated to UEB and the Vice-Chancellor & President is absent from the meeting, that decision will be reported to the Vice-Chancellor & President as soon as practical after the meeting.
5.3	<p>Committees and Groups reporting to UEB are as follows:</p> <ul style="list-style-type: none"> <li>Academic Leadership Board</li> <li>Executive Health &amp; Safety Group</li> <li>Information Governance &amp; Security Advisory Board</li> <li>Operations Board</li> <li>Portfolio Boards</li> <li>Subsidiary Company Boards</li> <li>University Leadership Network</li> </ul>
5.4	UEB has delegated certain functions to its Committees and Groups; by approving their respective Terms of Reference.
<b>6.</b>	<b>Frequency of Meetings</b>

6.1	Fortnightly.
<b>7.</b>	<b>Effectiveness Monitoring and Compliance with Terms of Reference</b>
7.1	To regularly monitor and review effectiveness and efficiency. Reviews will include remit, authorities and powers as stipulated in its Terms of Reference, and of membership.
<b>8.</b>	<b>Support for UEB Meetings</b>
8.1	A member of the Governance Team will be Secretary to UEB.
8.2	UEB papers are digital by default and will be hosted on SharePoint, and made available to members 6 calendar days before the meeting.
8.3	The deadline for paper authors to submit papers, with sign off from the sponsor, is 11 calendar days before the meeting (normally noon on Thursday). This allows for effective quality control of papers and for queries to be resolved before issue.
	<p><b>Approval date:</b> TBC</p> <p><b>Last updated:</b> January 2025</p> <p><b>Next Review date:</b> September 2025</p> <p><b>Contact:</b> <a href="mailto:governance@bristol.ac.uk">governance@bristol.ac.uk</a></p>

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

<b>Category of Power</b>	<b>Specific Power</b>	<b>Delegated to</b>	<b>Decision Pathway/Consultation</b>
Companies, Shareholdings and Trusts	Approving the University's Subsidiary Governance Framework and associated guidance	UEB	
Companies, Shareholdings and Trusts	Becoming a member or of another company not otherwise provided for above, whether by or through shareholding, membership through Articles of Association or other mechanism and making any constitutional amendments to these	UEB	Dean or relevant Professional Services Leader (sponsor) recommends
Companies, Shareholdings and Trusts	Approving the appointment of Non-Executive and Executive Directors to a Subsidiary Company (and their removal).	Vice-Chancellor (delegated to UEB)	In consultation with the relevant subsidiary
Finance and budgetary matters	Recommendation of budgets annually to FIC including Faculty, School and Professional Services budgets and the Students Union grant provided within the annual budget for the University approved by BoT	UEB	Board approves Budget
Finance and budgetary matters	To approve student residential rent levels	UEB	Campus Division develops proposal. Registrar, Students Union, Academic Registrar consulted as part overall budget setting.
Income/Fees	Tuition Fees	UEB agrees principles and Student Fee Setting Group agree fees	Students Union
Income/Fees	Approval of institutional level bursaries and scholarships	UEB	

Category of Power	Specific Power	Delegated to	Decision Pathway/Consultation
Insurance	The process for appointing insurance brokers and the scope and level of University insurance, including insurance procurement arrangements and options.	UEB	Consultation with Insurance Manager
Organisation	Minor institutional alliances/associations/partnerships not requiring Senate or BoT approval and where the value and standing of the partner organisation is satisfactory	UEB	Subject to any legal advice from SECO
Organisation	To approve the sub-strategies of the overarching University Vision and Strategy.	UEB	
Policy	To approve the University's overarching Policy Framework and associated guidance	UEB	Operations Board and Academic Leadership Board consulted
Policy	To approve all University policies which significantly impact on the University's strategy, risk profile, financial health, or compliance obligations and/or reputation.	UEB	Operations Board and Academic Leadership Board consulted where appropriate
Strategy and Performance	Other Strategies & KPIs covering Faculties, Schools, Centres, Research Institutes & Professional Services Divisions.	UEB via IPP process	Deans and Divisional Heads <b>RECOMMEND</b>