

## **BRUNEL UNIVERSITY LONDON**

### **Statement of Compliance with the CUC Higher Education Code of Governance**

The University agreed in principle to adopt the Committee of University Chairs (CUC) Higher Education Code of Governance 2014 (the Code) at its meeting of Council on 29 January 2015. Over the course of the 2014/15 academic year the University went through a process of applying the Primary Elements of the Code. It was agreed that the adoption and application of the Code would be effective from the start of the 2015/16 academic year. The application of the Code is reviewed annually and some examples of how the University has approached applying the Code are set out below:

#### ***Primary Element 1***

*The governing body is unambiguously and collectively accountable for institutional activities, taking all final decisions on matters of fundamental concern within its remit.*

The University was fully compliant throughout the accounting period with these provisions of the CUC Code. Student and staff members of the governing body do share the same legal responsibilities and obligations as other members and are not routinely excluded from discussions. In relation to Primary Element 1.4 and reserved business, staff and student members are invited to attend by the Chair of Council. The occasions when this may not be extended are when matters such as staffing and disciplinary issues are considered. This is applied exceptionally and normally for example when it is necessary to maintain confidentiality in respect of a named individual or where the release of information may endanger the health and safety of individual(s). Provision for such exclusion is maintained in the Articles of the University.

#### ***Primary Element 2***

*The governing body protects institutional reputation by being assured that clear regulations, policies and procedures that adhere to legislative and regulatory requirements are in place, ethical in nature, and followed.*

The University was fully compliant throughout the accounting period with these provisions of the CUC Code. The University's regulations, policies and procedures are regularly reviewed at Committee and Council level. Issues that affect the University's reputation are, when they arise, reported to Members of Council. Council does make provision to ensure that the Union of Brunel Students operates in a fair and democratic matter and is aware of where its responsibilities lie in relation to the Charity Commission.

#### ***Primary Element 3***

*The governing body ensures institutional sustainability by working with the Executive to set the institutional mission and strategy. In addition, it needs to be assured that appropriate steps are being taken to deliver them and that there are effective systems of control and risk management.*

The University is compliant with these provisions of the CUC Code, most of which is evidenced by the information provided with the financial statements. The Vice Chancellor provides regular reports to Council on strategic development and the Executive provides information on institutional sustainability, monitoring the performance and usage of public funds. There are annual reports from Audit Committee to Council and reports following each meeting when there are issues to report. Audit Committee is made up entirely of

independent members. Audit Committee has data quality as a standing item on its agenda and matters are reported in the Annual Report of the Audit Committee.

The University's Remuneration Committee has considered the Primary Elements that relate to its business and considers it will be fully compliant once it issues its annual report to Council which will summarise the business of the Committee and sets out how the Committee has discharged its responsibilities as set out within its terms of reference.

#### **Primary Element 4**

*The governing body receives assurance that academic governance is effective by working with the Senate/Academic Board or equivalent as specified in its governing instruments.*

The University was fully compliant throughout the accounting period with these provisions of the CUC Code. Senate provides reports to Council following each of its meetings. The Charter, Statutes and Ordinances set out how academic governance operates within the University and the principle of academic freedom is enshrined in the Charter. A report was provided to the November 2016 meeting of Council which detailed the following activities of Senate for the 2015/16 academic year:

- The completion of annual monitoring (February 2016)
- consideration of External Examiners reports (November 2016)
- consideration of data reports during 2015/16
- report on enhancement activities during 2015/16
- action plan of enhancement activities for 2016/17

Council approved the proposed assurance statements and the approach proposed by Senate. It is proposed that there will be an annual cycle of assurance approval in line with the requirements of the University's regulators

#### **Primary Element 5**

*The governing body works with the Executive to be assured that effective control and due diligence take place in relation to institutionally significant external activities.*

The University remains fully compliant with these provisions of the CUC Code and Council is briefed by the Executive Board on these issues.

#### **Primary Element 6**

*The governing body must promote equality and diversity throughout the institution, including in relation to its own operation.*

The University considers it can demonstrate full compliance throughout the accounting period with these provisions of the CUC Code and takes significant steps to comply with equality and diversity legislation. Council receives annual reports on equality and diversity in relation to staff and students which covers reports based HESA data, the NSS and the ECU. Council has sought to diversify its membership and details are reported to regulatory bodies annually. It has not sought to apply quotas on the membership of Council as the suitability of candidates to assume responsibility for governance at the University is regarded as the most crucial factor.

#### **Primary Element 7**

*The governing body must ensure that governance structures and processes are fit for purpose by referencing them against recognised standards of good practice.*

The University was fully compliant throughout the accounting period with these provisions of the CUC Code as evidenced by the information provided with the financial statements. The roles of the Chair and Deputy Chair are codified and that of the Secretary is clearly defined

A review of Council and Committee effectiveness was agreed and completed in in September 2016. This concluded that 'Brunel is a healthy and well-governed institution'. The recommendations from the review have been considered by Council and, where agreed, implemented.

Council has adopted a list of Primary Responsibilities which reflects the requirements of the CUC Code. This is set out below:

### **3. Statement of Primary Responsibilities [Section 3 of Council Ordinance 1]**

3.1 The Primary Responsibilities of Council are:

3.1.1 To make a contribution to and approve the mission, vision and strategic direction of the University. Subject to consultation with Senate on matters with implications for academic policy, to approve the long term academic and business plans and key performance indicators and to ensure that these meet the interests of the stakeholders and are compliant with the charitable objectives of the University.

3.1.2 To delegate authority to the Vice-Chancellor, as chief executive, for the academic, corporate, financial, estate and personnel management of the institution.

3.1.3 To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls and risk assessment.

3.1.4 To ensure the establishment and monitoring of procedures for handling internal grievances and for managing conflicts of interest.

3.1.5 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 appropriately benchmarked against other comparable institutions.

3.1.6 To establish processes to monitor and evaluate the performance and effectiveness of the Council itself.

3.1.7 To safeguard and promote the good name and values of Brunel University London embracing the principles of corporate social responsibility.

3.1.8 To appoint the Vice-Chancellor as chief executive, to put in place suitable arrangements for monitoring his/her performance and, where deemed necessary, having responsibility to commence any disciplinary measures it considers appropriate including dismissal.

3.1.9 To appoint a secretary to the governing body and to ensure that, if the person appointed has managerial responsibilities in the institution, there is an appropriate separation in the lines of accountability.

3.1.10 To be the employing authority for all staff in the University, to have regard for their well-being and for establishing a human resources strategy.

3.1.11 To be the principal financial and business authority of the University, to ensure that proper books of account are kept, to approve the annual budget and financial statements, to have overall responsibility for the University's assets, property and estate and to comply with the requirements of the sector regulators as defined periodically.

3.1.12 To be the University's legal authority and, as such, to ensure that systems are in place for meeting the University's legal obligations, including those arising from contracts and other legal commitments made in the name of Brunel University London.

3.1.13 To make such provision as it thinks fit for the general welfare of students, in consultation with the Senate.

3.1.14 To act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.

3.1.15 To ensure that the University's constitution (as laid down in the Supplemental Charter and Statutes) is followed at all times and that appropriate advice is available to enable this to happen.

3.1.16 To ensure the Vice Chancellor has established a body within the University to assume responsibility for executive functions.

The full corporate governance statement in relation to the CUC Code, which sets out its governance arrangements and details how it meets all legal and regulatory requirements, is reviewed annually. Further details on how the CUC Code has been applied are set out in the Financial Statement, in the Annual Report of the Audit Committee and available on request.

**October 2017**