

# THE UNIVERSITY EXECUTIVE

## Terms of Reference

<b>1</b>	<b>Constitution and Purpose</b>
1.1	The University Executive was established in 2011 as the University's primary management decision-making body.
<b>2</b>	<b>Remit</b>
2.1	<p>The University Executive is responsible for University operational management decision-making and is responsible and accountable for relaying decision-making and other relevant information to the Court in accordance with the governing body's responsibilities, powers and authority.</p> <p>The University Executive is responsible for advancing the strategic planning and development of the University and for presenting recommendations to the Court for approval.</p> <p>The University Executive may delegate elements of review and decision-making authority to any of its own boards and committees. Any delegated powers shall be referred to explicitly in the relevant board or committee Terms of Reference. The University Executive shall ensure, through a process of regular review and approval/re-approval of the Terms of Reference of those bodies, that the arrangements remain effective in providing appropriate support to the University Executive to fulfil its role and its responsibilities to the Court.</p> <p><b>Mission, Vision, Values, and Strategy</b></p>
2.2	<p>It is the responsibility of The University Executive to:</p> <ol style="list-style-type: none"><li>develop, with the involvement of the appropriate constituencies, the mission, strategic vision, values and long term business plans of the University, and to recommend these to the Court for approval.</li><li>develop, with the involvement of the appropriate constituencies, the University Strategic Plan, and to recommend the Plan to the Court for approval.</li><li>approve, on behalf of University management, the key supporting strategies of the University's Strategic Plan (e.g. Learning and Teaching, Research and Knowledge Exchange, International, Estate, and Financial strategy) and to recommend these strategies to the Court for approval.</li><li>approve, for onward recommendation to the Court, the annual Outcome Agreement negotiated with the Scottish Funding Council.</li></ol>

- e. develop, for the approval of the Court, performance indicators and benchmarks, against which to measure the University's performance, and to monitor and review the University's progress and performance against those measures.
- f. approve, on behalf of University management, plans for strategic projects / initiatives / business ventures in pursuit of the University's strategy, referring these to the Court for approval as and when appropriate, and to monitor and review the University's progress and performance against those plans.
- g. advise and make decisions which accord with the effective management of the University's assets and resources in the context of evolving University strategy, referring matters to the Court for approval as and when appropriate.
- h. make management decisions that accord with sectoral good practice and which reflect and safeguard:
  - i. the external reputation and values of the University
  - ii. the interests of its key external stakeholders
  - iii. compliance with the Seven Principles of Public Life: 'the Nolan Principles'.

### **Financial**

2.3 It is the responsibility of The University Executive to:

- a. develop the planning framework and the operational plans of the University including, inter alia, the Five-Year Financial Plan, budget apportionment and the relevant targets associated with planning, performance and monitoring. The University Executive will approve, on behalf of University management, the University's budget and Five-Year Financial Plan, relaying these to the Finance Committee and to the Court for approval, and shall monitor and review the University's performance against budget.
- b. monitor and review annually the arrangements for the management of University endowment / bequest / gift funds and the performance of those funds (responsibility shared with the Endowment Committee). The University Executive and the Endowment Committee shall provide reports to the Finance Committee.
- c. approve, on behalf of University management, the Annual Accounts and Financial Statements of the University referring these to the Finance and Audit and Risk Committees and the Court for approval.
- d. approve, on behalf of University management, the University's annual schedule of fees and associated fees policy (responsibility shared with the Fees Working Group). The University Executive and the Fees Working Group shall recommend these to the Finance Committee for approval.
- e. approve, on behalf of University management, the University's Financial Regulations, referring these to the Court for approval (via the Audit and Risk Committee), and be the authorising body in matters of financial control, as and where stipulated in the Financial Regulations.

## **Risk Management and Audit**

- 2.4 It is the responsibility of the University Executive to:
- a. ensure a thorough and regular evaluation of the nature and the extent of the risks to which the University is exposed through all of its activities, and the establishment and embedding of effective project and risk management processes, systems of control and reporting.
  - b. receive, comment on and act on the University Internal Audit forward plan; audit reports on reviews undertaken; reports on the University's progress in actioning internal audit recommendations; and the Internal Auditor's Annual Report.

## **Governance**

- 2.5 It is the responsibility of the University Executive to:
- a. review annually and approve changes to the Terms of Reference of the boards and committees of the University Executive.
  - b. ensure that the University operates within all relevant legislative (UK and international) and Scottish Funding Council and any other relevant directive with regard to finance, personnel, estates and all business undertaken by the University and to report on these matters to the Court as appropriate.
  - c. approve corporate policies for onward recommendation to the Court for approval, via the relevant Committee of the Court, where these are fundamental policies which:
    - i. correlate to the responsibilities of the Court set out in its Statement of Primary Responsibilities, and supporting Ordinances
    - ii. support University compliance with external legislation, regulations, codes etc (*e.g. Equality & Diversity Policy, Data Protection Policy, Health & Safety Policy, Bribery Prevention Policy*)
    - iii. support delivery of the University's mission and strategic objectives through management of performance (*e.g. (HR) Performance Management Policy, Risk Management Policy, Treasury Policy, REF Policy/Code of Practice*)
    - iv. support the University in its duty to safeguard its assets and to demonstrate accountability in its stewardship and proper use of public funds (*e.g. Financial Regulations, Fraud Prevention and Response Plan, Travel Expenses Policy, Sustainable Procurement Policy, Information Security Policy Framework, Intellectual Property Policy*)
    - v. support the University in its duty to serve the public interest, to behave ethically, and to meet broadly the needs and expectations of its stakeholders (*e.g. Complaints Policy, Public Interest Disclosure (Whistleblowing) Policy, Code of Research Conduct*)

Other supporting corporate policies shall be approved by the relevant Board or Committee of the University Executive and shall be reported on for information to the University Executive, the relevant Committees of Court and the Court with opportunities provided for comments and questions.

All members of the University Executive shall be considered key internal stakeholders for the purposes of conducting the consultation process by which corporate policies are developed prior to Board or Committee approval.

Any delegated powers and authority of the University Executive to the boards and committees which report to it shall be specified in the Terms of Reference of each board and committee.

### **3 Membership**

3.1 The University Executive membership shall include:

- the Principal and Vice-Chancellor (as Chair)
- the Vice-Principal
- the Vice-Principal (Dubai)
- the Vice-Principal (Malaysia)
- the Deputy Principals
- the Heads of Schools
- the Secretary of the University
- the Director of Finance

The University Executive's current membership is:

3.2

- Prof Richard A Williams, Principal and Vice-Chancellor (Chair)
- Prof Julian Jones, Vice-Principal
- Prof Ammar Kaka, Vice-Principal (Dubai)
- Prof Mushtak Al-Atabi, Vice-Principal (Malaysia)
- Dr Gillian Murray, Deputy Principal (Enterprise and Business)
- Prof Gillian Hogg, Deputy Principal (Engagement and Staff Development)
- Prof Gareth Pender, Deputy Principal (Research and Innovation)
- Prof John Sawkins, Deputy Principal (Learning and Teaching)
- Prof Malcolm Chrisp, Head, Energy, Geoscience, Infrastructure, and Society
- Prof Robert MacIntosh, Head, Social Sciences
- Prof Heather McGregor, Executive Dean, Edinburgh Business School
- Prof Steve McLaughlin, Head, Engineering and Physical Sciences
- Prof Beatrice Pelloni, Head, Mathematical and Computer Sciences
- Prof Fiona Waldron, Head, Textiles and Design
- Ms Ann Marie Dalton-Pillay, Secretary of the University
- Mr Andrew Menzies, Director of Finance

The following persons attend all meetings of the University Executive:

3.3

- Mr Richard McGookin, Director of Planning
- Mr Mark Adderley, Director of Human Resource Development

## **4 Quorum and Voting**

- 4.1 The quorum is half of the membership of the University Executive where the current membership number is an even number, or a simple majority where the membership number is an odd number.
- 4.2 It is intended that decisions of the University Executive will normally be reached by consensus following a full debate. Therefore, the Chair will normally seek agreement to the proposal in question and, in exceptional circumstances only, will call for a vote where there is a clear expression of dissent or if the matter is of particular significance.
- 4.3 Only members of the University Executive will be entitled to vote.

## **5 Committee Chair**

- 5.1 The Chair of The University Executive shall be the Principal.
- 5.2 In the absence of the Chair the Vice-Principal shall chair meetings of The University Executive. In the absence of both the Principal and the Vice-Principal, the Principal shall nominate another individual selected from the University Executive membership as the Chair for the meeting.

## **6 Frequency**

- 6.1 The University Executive will normally meet weekly on Tuesdays.
- 6.2 Additional meetings may be held in order to meet business requirements at the request of the Chair.

## **7 Attendance at Meetings**

- 7.1 The following officers are expected to be in attendance at meetings:
- a. University colleagues who are invited to present specific items of business, where they will be present for those items of business only.
  - b. Other senior officers as the University Executive might determine from time to time.
  - c. The Committee Clerk.

## **8 Reporting Procedures**

- 8.1 The Principal and the University Executive will submit regular briefing reports to the Court based on the minutes of the University Executive. The Chair will approve the content of these reports prior to release.

- 8.2 Minutes and reports of the University Executive will denote those areas of reported business which are deemed to fall within the designation of information which is 'exempt' under the FOI(S)A.
- 8.3 Minutes of meetings of the University Executive (excluding exempt information) will be published on the University's web pages as soon as possible following approval at the subsequent meeting.
- 8.4 Management reports submitted to the Court shall be relayed with the approval of the University Executive.

## 9 Forward Planning

- 9.1 The University Executive will review its Terms of Reference annually.
- 9.2 The meeting dates of the University Executive will be aligned to the schedule of meetings of the Court and the Senate.

## Supporting Information

### Reporting Lines

The following groups report directly to the University Executive. The University Executive will receive reports from its reporting boards and committees according to established schedules and mechanisms as agreed by the University Executive:

#### Boards

- University Committee for Learning and Teaching
- University Committee for Research and Innovation
- Professional Services Leadership Board
- Campus Services Management Board

#### Committees/Groups

- Athena SWAN Strategy Committee
- Combined Joint Negotiating and Consultative Committee
- Fees Working Group (joint reporting with Finance Committee)
- Management Oversight Committee (West London College)
- Risk and Project Management Strategy Group
- TRAC Development and Resource Modelling Working Group
- Vacancy Management Group

### Effectiveness and Lifespan

Lifespan continuing.

## Actions the Committee May Take

The University Executive may:

- Receive
- Note
- Consider
- Endorse
- Recommend
- Agree
- Approve
- Reject

## Minutes Style

Traditional/formal minutes in accordance with internal University guidance.

## Resources

Clerk: Kate Wright – email [Kate.Wright@hw.ac.uk](mailto:Kate.Wright@hw.ac.uk).

The University Executive will normally meet weekly on Tuesdays.