Heriot-Watt University Court

DELEGATED AUTHORITY AND RESPONSIBILITIES

The University Charter and Statutes prescribe the powers and authority of the Court.

The Charter and Statutes can be found at: http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm

Powers that cannot be delegated by the Court

Article 8 of the University’s Charter stipulates those powers that the Court may not delegate. These include powers:

1. to determine the Objects of the University;
2. To make final decisions on issues of corporate strategy;
3. to appoint and dismiss the Chancellor, the Pro-Chancellor(s), the Principal, the Vice-Principal and/or the Secretary and to approve their terms and conditions of appointment;
4. to approve the annual business plan of the University recommended by the Principal;
5. to review and approve the annual budget of the University and annual report of the University;
6. to amend the Charter under the provisions of Article 18 below;
7. to make or amend University Statutes or Ordinances;
8. to adopt the University’s annual accounts;
9. to appoint the University’s External Auditors; or
10. to decide the remuneration of members of the Court.

The powers and function of the Court are prescribed in more detail in Statute 4: The Court.

Delegated authority to the Senate

The University’s Charter prescribes that there shall be a Senate and that, subject to the terms of the Charter and the Statutes, and to the powers reserved to the Court, the Court shall delegate to the Senate all of its powers in relation to academic work and standards so that, subject to the terms of the Charter and the Statutes, the Senate shall be the executive body responsible for the academic work and standards of the University and in relation to programmes of study of the University, in relation to teaching and research, and for the regulation and superintendence of the education and discipline of the students and shall take such measures and act in such manner as shall appear to it best calculated to promote the interests of the University and/or any member of the Heriot-Watt Group as places of education, learning and teaching, research, knowledge exchange and scholarship.

The powers and function of the Senate are prescribed in more detail in Statute 5: The Senate.

Delegated authority to the Chair of the Court

Ordinance B6: Delegation by the Court prescribes the authority delegated by the Court to the Chair of Court. The Ordinances can be accessed at: http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm

The Court delegates to the Chair of the Court the following authority:

1) authority to lead the Court and to develop strategic level proposals so that the Court fulfils its obligations to ensure that the University is run in accordance with the decisions of the Court and ensure that those decisions are implemented;
2) authority to promote well-being and efficiency in the operation of the Court, to ensure that members work together effectively in fulfilment of the Court’s responsibilities, as laid down in the Statement of Primary Responsibilities and with a shared confidence in the procedures which underpin the conduct of University business;

3) authority to ensure that the Court observes the principles of public life and conducts itself in accordance with expected standards of behaviour to ensure that business is conducted and reported on appropriately by the Court and all of its committees;

4) authority to ensure that the Court exercises efficient and effective use of the resources of the University for the furtherance of its charitable purposes, maintains its long term financial viability, safeguards its assets, and that proper mechanisms exist to ensure financial probity and for the prevention of fraud;

5) authority to ensure that the University is well connected with its stakeholders, including Staff and Students;

6) authority to ensure that effective induction, training and development opportunities and succession planning are in place to support the membership and work of the Court and its committees, and that there are appropriate financial resources available to support governor development in accordance with criteria established by the Court;

7) authority to conduct an annual review of the performance of the Court as a whole;

8) authority to chair meetings of the Court and meetings of committees of the Court (subject to the terms of reference of the relevant committee);

9) authority to act on behalf of the Court between Court meetings in respect of routine matters which would not merit discussion at a meeting of Court;

10) authority to act as an ambassador for the University and to represent the University externally; and

11) authority to further delegate any of the responsibilities of the Chair of the Court to the Deputy Chair of Court.

**Deputy Chair of Court**

The role and responsibilities of the Deputy Chair of Court are prescribed in Ordinance B4: Deputy Chair of Court Role and Responsibilities, which can be accessed via:

[http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm](http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm)

The Chair of Court may delegate, as and when appropriate, his or her day to day responsibilities as the Chair. The Deputy Chair of the Court shall exercise these delegated responsibilities on behalf of the Chair of the Court.

The Court delegates authority to the Deputy Chair of Court to assume the role, as required by the ‘Scottish Code of Good Higher Education Governance’, of “intermediary” for other members of the Court.

**Delegated authority to the Principal**

*Ordinance B6: Delegation by the Court* prescribes the authority delegated by the Court to the Principal. The Ordinances can be accessed at: [http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm](http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm)
The Ordinance prescribes that the Principal is the Vice-Chancellor of the University, the Chief Accounting Officer and the Chief Executive Officer. In accordance with the Charter and the Statutes, the Principal is responsible for the effective working, management and good order of the University.

The Court delegates to the Principal the following authority:

1) authority to lead development of the University's vision, mission, Strategic Plan and values, ensuring the support and engagement of the Court in the relevant processes;

2) authority to lead development of a rolling Five-Year Operational Plan of the University, including the budget for the coming year, ensuring the support and engagement of the Court in the development process;

3) authority to lead development of strategic key performance indicators, against which University performance will be measured at least annually, ensuring the support and engagement of the Court in the relevant development and review processes;

4) authority to provide the academic leadership of the University in such a way as to ensure delivery of excellence in learning and teaching, scholarship, research and the student experience;

5) authority to lead the Senate as its Chair in fulfilment of the role and responsibilities of the Senate;

6) authority to determine the optimum operational structure of the University and to organise the distribution of all required staff and other resources in the delivery of the strategic objects of the University;

7) authority to take all necessary steps to ensure that the University has policies and procedures and other controls in place to support delivery of the objects of the University and to ensure compliance with all relevant legislation, constitutional rules and legal and contractual agreements with which the University must comply;

8) authority as the designated officer in respect of Scottish Funding Council funds for compliance with the Scottish Funding Council Financial Memorandum. In accordance with the Scottish Code of Good Higher Education Governance, the Principal shall be formally responsible for alerting the Court if any action or policy is incompatible with the terms of the Financial Memorandum;

9) authority to represent the interests of the University externally, engaging with stakeholders as a strong advocate and ambassador for the University;

10) authority to advise the Chair of Court in respect to any matters where conflict, actual or potential may occur between the Court and the Secretary in their role as Secretary to the Court;

11) authority, on behalf of the Court, to carry the prime responsibility for health and safety throughout the University; and

12) authority to undertake such other responsibilities as may be determined by the Court from time to time which are commensurate with the role of Principal & Vice-Chancellor and Chief Accounting Officer and Chief Executive Officer of the University.

Delegated authority to the Secretary

*Ordinance B6: Delegation by the Court* prescribes the authority delegated by the Court to the Secretary of the University. The Ordinances can be accessed at: [http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm](http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm)

Ordinance B6 stipulates that the Secretary shall be responsible for the administration of the University, compliance with all procedures and the provision of governance and administrative services for the Court and the Senate in accordance with the Charter and Statutes. In providing governance services
for the Court, the Secretary shall be the Secretary to the Court and in that role shall carry out the duties and have the responsibilities of the secretary to the governing body in accordance with the Scottish Code of Good Higher Education Governance. The Secretary, in carrying out her or his role as secretary to the Court, shall be solely responsible to the Court and shall have a direct reporting link to the Chair of the Court for the conduct of Court business.

The Court has delegated to the Secretary the following authority:

1) authority to advise the Court and to take steps to ensure compliance of the Court with all applicable internal constitutional documents, codes, policies and procedures, and all applicable external legislation, governance codes, memoranda and grant conditions etc. The latter shall include the Scottish Funding Council Financial Memorandum, where the Secretary shall be responsible for assisting the Principal to fully discharge his or her responsibilities, as the designated officer in respect of Scottish Funding Council funds, for compliance with the Scottish Funding Council Financial Memorandum, and for alerting the Court if any action or policy is incompatible with the terms of the Financial Memorandum;

2) authority to advise the Court on all matters relating to the terms of reference of Court committees and joint committees of the Court and the Senate, ensuring that those committees conduct business appropriately within the defined limits of their terms of reference;

3) authority to ensure that members of the Court are supplied with appropriate information in such a form and of such quality as to enable the Court to discharge its duties;

4) authority to maintain a register of interests of all members of the Court and senior officers of the University and to publish on the University’s web pages the Court member register of interests and the register of interests of any senior officer who is closely associated with the work of the Court;

5) authority, in their role as Secretary to the Court, to advise the Chair of Court in respect to any matters where conflict, actual or potential may occur between the Court and the Principal;

6) authority to be solely responsible for providing legal advice or for obtaining it for the Court and advising the Court on all matters of procedure;

7) authority to advise the Chair of Court and the Governance and Nominations Committee on, and to administer all aspects of the Court’s membership and succession planning for the Court, Court committees and Court appointments to joint committees of the Court and the Senate. The responsibilities shall extend to cover arrangements for the recruitment of new members and maintenance of the register held on the skills and experience of Court and Court committee members;

8) authority to advise the Chair of Court and the Governance and Nominations Committee on, and to administer all aspects of the development and delivery of programmes of induction and development for all members of the Court;

9) authority to report to the Court on any conflict of interest, actual or potential, on any matter between the Secretary’s managerial responsibilities within the University and his or her responsibilities as the Secretary to the Court; and

10) authority to undertake such other responsibilities, as may be determined by the Court from time to time, to support the proper and effective operation of the Court in accordance with its responsibilities.

Delegation to Committees of the Court or Oversight Boards

Ordinance B6 stipulates that, in the event of delegation of authority by the Court to a committee of the Court or an oversight board, the delegated authority applies to the committee or oversight board in accordance with its terms of reference and not to any individual member of that committee or oversight board.
The Court has delegated to each standing committee of the Court listed in Section B, Ordinance 7 all of the functions in relation to:

1) the terms of reference of that committee; and
2) any decision, minute etc. of the Court which makes a delegation to that committee.

Committee Terms of Reference for standing committees of the Court (Audit and Risk, Campus, Emergency, Finance, Global Student Liaison, Governance & Nominations, Remuneration and Staff Committees) can be found via the committees page at: http://www1.hw.ac.uk/committees/

Delegation to Joint Committees of the Court and the Senate

Ordinance B6 stipulates that, in the event of delegation of authority by the Court to a joint committee of the Court and the Senate, the delegated authority applies to the committee in accordance with its terms of reference and not to any individual member of that committee.

The Court has delegated to each joint committee of the Court and the Senate listed in Section B, Ordinance 8 all of the functions in relation to:

1) the terms of reference of that committee; and
2) any decision, minute etc. of the Court which makes a delegation to that committee.

Delegation to Members of the Heriot-Watt Group

Ordinance B6 stipulates that the powers delegated by the Court to each member of the Heriot-Watt Group shall be:

1) those powers set out in the respective member of the Heriot-Watt Group’s constitutional documents; and
2) those powers set out in any decision, minute etc. of the Court which makes a delegation to that member of the Heriot-Watt Group.

Key individuals

Information about members of the Court including the Chair can be accessed at: http://www.hw.ac.uk/about/governance/court.htm

The members of the Committees of Court including the names of the Committee Chairs can be accessed via the Committee Terms of Reference at: http://www1.hw.ac.uk/committees/

(Committees of Court include: Audit and Risk, Campus, Emergency, Finance, Global Student Liaison, Governance & Nominations, Remuneration and Staff Committees).

Information about members of the University Executive including the Chair (the Principal) can be accessed at: http://www.hw.ac.uk/about/governance/university-executive.htm