

GOVERNING BODY DELEGATION FRAMEWORK

Introduction

The Governing Body Delegation Framework, approved by the [Governing Body](#), summarises decisions retained by the Governing Body and its committees.

This framework uses the principle that if a power is not retained by the Governing Body, it falls to the Vice-Chancellor and Chief Executive Officer (Vice-Chancellor and CEO) to exercise that power. If the Governing Body wishes to retain a decision or change a delegation in the future, it can do so by approving an amendment to this framework.

For further information, see the [University Delegation Framework](#) webpage or contact the [Secretariat team](#).

This Delegation Framework has the following sections:

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1. Governing Instruments

1.1 Approve Changes to the Articles of Association

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee (PGC).

“Regulated alterations” (see Article 32 of the [Articles of Association](#) e.g., changes to the charitable objects) require prior approval by the Charity Commission. In addition, the Office for Students (OfS) must be informed if the changes are relevant to the public interest governance principles. The OfS will consult over any proposed name change.

1.2 Approve Academic Regulations which regulate the programmes of study and the admission, conduct, suspension, exclusion and expulsion of students

- Decision made by: **Academic Council**

1.3 Approve the Governing Body Statement of Primary Responsibilities

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee

1.4 Approve the Governing Body Delegation Framework

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee

1.5 Approve the role descriptions of Governors, the Vice-Chancellor and CEO, the Chair and Vice-Chair of the Governing Body and the Senior Independent Governor

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee

1.6 Approve the Framework for Approving University Policies or Legally Required Statements

- Decision made by: **Governing Body**

1.7 Approve the Framework for Approving OfS Returns.

- Decision made by: **Governing Body**

2. Committees

2.1 Establish or discontinue committees and ad hoc working groups or advisory committees reporting to the Governing Body directly or to Governing Body committees. Approve their terms of reference, membership, chairing and standing orders

- Decision made by: **Governing Body**

The Vice-Chancellor has delegated authority over Executive Committees.

2.2 Approve the terms of reference and membership of the Academic Council

- Decision made by: **Governing Body** on the recommendation of the Academic Council.

2.3 Establish or discontinue committees and ad hoc working groups reporting to the Academic Council or to Academic Council committees. Approve their terms of reference, membership, chairing and standing orders. Appoint members of these committees

- Decision made by: **Academic Council**

2.4 Appoint members of the Academic Council in accordance with the membership approved by the Governing Body

- Decision made by: **Academic Council**

3. Academic Organisation

3.1 Approve mergers, incorporation of entities into the University and major institutional alliances

- Decision made by: **Governing Body**

3.2 Approve the establishment, discontinuation and naming of Faculties

- Decision made by: **Governing Body**

4. Strategic Direction

4.1 Approve the University Strategy including the vision, values and key performance indicators. Set the culture of the University.

- Decision made by: **Governing Body**.

The power to approve the Strategy cannot be delegated by the Governing Body.

4.2 Approve sub and enabling strategies under the University Strategy

- Decision made by: **Governing Body**

4.3 Approve the Risk Management Framework and the risk appetite of the University

- Decision made by: **Governing Body** on the recommendation of Audit and Risk Committee.

5. Governing Body Appointments, Terminations and Governance

5.1 Approve the process for appointing the Chair and Vice-Chair of the Governing Body

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee

5.2 Appoint and remove the Chair and Vice-Chair of the Governing Body

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee

5.3 Appoint the Senior Independent Governor.

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee

5.4 Appoint and remove the OfS and Research England Accountable Officer (normally the Vice-Chancellor)

- Decision made by: **Governing Body**

5.5 Appoint the Chairs and Vice-Chairs of Governing Body Committees.

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee.

The Vice-Chancellor will chair the Academic Council.

5.6 Approve the recruitment processes for appointing Governors, co-opted committee members and board apprentices.

Decision made by: **People and Governance Committee**

5.7 Appoint Governors

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee.

The Vice-Chancellor and CEO and the President of Greenwich Students' Union are Governors ex officio.

5.8 Appoint members including co-opted members to Governing Body Committees (other than the Academic Council)

- Decision made by: **People and Governance Committee**

Chairs and vice-chairs of committees are appointed by the Governing Body on the recommendation of People and Governance Committee.

5.9 Approve the processes for the induction, ongoing development and performance review of Governors and co-opted members of Governing Body committees

- Decision made by: **People and Governance Committee**

5.10 Approve the Code of Conduct for Governors, the Procedure for Investigating Allegations Against Governors and other governance policies relating to the Governing Body and its committees

- Decision made by: **Governing Body** on the recommendation of People and Governance Committee

5.11 Approve the appointment of board apprentices

- Decision made by: **People and Governance Committee**

6. Academic

6.1 Take all decisions on the academic quality and standards of the University including the admission and regulation of students, acting in accordance with the terms of reference approved by the Governing Body

- Decision made by: **Academic Council**

6.2 Approve the assurance to the Governing Body that academic governance including the standard of University awards, the student academic experience and student outcomes are adequate and effective and meet OfS conditions for quality and standards.

- Decision made by: **Academic Council**

6.3 Approve the University's Student Protection Plan for approval by the Office for Students

- Decision made by: **Governing Body** on the recommendation of Academic Council

6.4 Approve the University's Access and Participation Plan for approval by the Office for Students

- Decision made by: **Governing Body** on the recommendation of Academic Council

6.5 Approve the University's Degree Outcomes Statement

- Decision made by: **Governing Body** on the recommendation of Academic Council

7. People

7.1 Approve the Senior Staff Remuneration Framework

- Decision made by: **Governing Body** on the recommendation of Remuneration Committee.

The Senior Staff Remuneration Framework defines who are Senior Staff for the purposes of the Framework.

7.2 Approve pensions policy with respect to Senior Staff

- Decision made by: **Governing Body** on the recommendation of Remuneration Committee.

7.3 Approve the Remuneration Annual Report and Statement

- Decision made by: **Governing Body** on the recommendation of Remuneration Committee.

7.4 Approve the appointment process and the final appointment and any suspension or termination of the Vice-Chancellor and University Secretary.

- Decision made by: **Governing Body**

This power cannot be delegated by the Governing Body. People and Governance Committee will make recommendations to the Governing Body on the appointment process of the Vice-Chancellor and CEO.

7.5 Approve the remuneration and terms and conditions of service of the Vice-Chancellor on appointment

- Decision made by: **Remuneration Committee**

7.6 Determine any severance payments for the Vice-Chancellor

- Decision made by: **Remuneration Committee**

7.7 Approve the remuneration and terms and conditions of Senior Staff other than the Vice-Chancellor on appointment

- Decision made by: **Remuneration Committee chair or Vice-Chancellor** (as specified in the Senior Staff Remuneration Framework)

7.8 Determine any severance payments for Senior Staff other than the Vice-Chancellor

- Decision made by: **Remuneration Committee chair or Vice-Chancellor** (as specified in the Senior Staff Remuneration Framework)

7.9 Review and determine the remuneration of the Vice-Chancellor and other Senior Staff annually

- Decision made by: **Remuneration Committee**

7.8 Approve the performance review process for the Vice-Chancellor and Senior Staff

- Decision made by: **Governing Body** via the Senior Staff Remuneration Framework

7.9 Appraise the Vice-Chancellor

- Decision made by: **Chair of the Governing Body**

7.10 Approve University Pension Schemes and any material changes

- Decision made by: **Governing Body** on the recommendation of Finance Committee

8. Finance

8.1 Approve the University's financial strategic direction

- Decision made by: **Governing Body** on the recommendation of Finance Committee

8.2 Approve the five-year financial plan supporting the OfS Financial Return

- Decision made by: **Governing Body** on the recommendation of Finance Committee

This power cannot be delegated by the Governing Body.

8.3 Approve the annual budget of the University

- Decision made by: **Governing Body** on the recommendation of Finance Committee

This power cannot be delegated by the Governing Body.

8.4 Approve funding for Greenwich Students' Union for inclusion in the University's annual budget

- Decision made by: **Finance Committee**

8.5 Approve letters of support for Greenwich Students' Union

- Decision made by: **Governing Body** on the recommendation of **Finance Committee**

8.6 Approve in year budget increases or virements where there is a negative impact on the University annual budget or out-turn forecast (if later) is more than £1m in total

- Above £1m - decision made by: **Finance Committee**

8.7 Approve the Annual Report and Financial Statements for the University of Greenwich Group

- Decision made by: **Governing Body** on the recommendation of Audit and Risk Committee following review by the Finance Committee

See 8.14 for subsidiary company annual reports and financial statements.

8.8 Approve the appointment of the University's bankers and investment managers.

Mandates, contracts and management are delegated to the Vice-Chancellor.

- Decision made by: **Finance Committee**

8.9 Approve short-term working capital loans/overdrafts

- Decision made by: **Finance Committee**

8.10 Approve the University's Treasury Management Policy & Long Term Investment Policy

- Decision made by: **Finance Committee**

8.11 Establish charitable trusts or other charitable legal entities

- Decision made by: **Finance Committee**

8.12 Approve the University acting as trustee or manager for and in relation to endowments, legacies and gifts

- £1m-£5m - decision made by: **Finance Committee**
- Above £5m - decision made by: **Governing Body** on the recommendation of Finance Committee

8.13 Approve the formation or dissolution of subsidiary companies and their relationship with the University. Make decisions that fall to the University e.g., nominating directors.

- Decision made by: **Finance Committee**

8.14 Approve the annual report and financial statements of subsidiary companies

- Decision made by: **subsidiary company board**

The annual report and financial statements of subsidiary companies must be reported to the Finance Committee and the Governing Body. Any filing of unaudited accounts must be approved by the Audit and Risk Committee (see 10.6).

8.15 Approve the sale/purchase of shareholding in or a loan to or guarantee or grant in respect of a University subsidiary company or spin out company

- £1m-£5m - decision made by: **Finance Committee**
- Above £5m - decision made by: **Governing Body** on the recommendation of Finance Committee

8.16 Approve the lending of money to other organisations (other than to subsidiary companies/spin out companies)

- Decision made by: **Governing Body** on the recommendation of Finance Committee

8.17 Approve gifts from one source whether financial or in kind

- £1m-£5m - decision made by: **Finance Committee**
- Above £5m - decision made by: **Governing Body** on the recommendation of Finance Committee

8.18 Approve the writing off of debts. The total limit to apply to individual invoices or the total written off for an individual or organisation

- Above £50k - decision made by: **Finance Committee**

8.19 Procurement or sale of goods or services where the contract is for:

- £3m-£5m - decision made by: **Finance Committee**
- Above £5m - decision made by: **Governing Body** on the recommendation of Finance Committee

8.20 Approve the disposal of assets other than land and buildings

- £3m-£5m - decision made by: **Finance Committee**
- Above £5m - decision made by: **Governing Body** on the recommendation of Finance Committee

8.21 Approve individual research or knowledge exchange grants or contracts at signing stage where the value is:

- £3m-£5m - decision made by: **Finance Committee**
- Above £5m - decision made by: **Governing Body** on the recommendation of Finance Committee

Note: the financial limits for grants/contracts refer to limit of the contracted liability to the University. Urgent decisions can be taken by Chair's action.

8.22 Give guarantees

- Above £50k - decision made by: **Governing Body** on the recommendation of Finance Committee

9. Estates and IT

9.1 Approve Estates Masterplan

- Decision made by: **Finance Committee**

9.2 Approve the long-term capital plan

- Decision made by: **Governing Body** on the recommendation of Finance Committee

9.3 Approve the University's capital budgets

- Decision made by: **Governing Body** on the recommendation of Finance Committee

9.4 Approve business cases and capital projects planned for in the capital budget.

- £3m-£5m - decision made by: **Finance Committee**
- Above £5m - decision made by: **Governing Body** on the recommendation of Finance Committee

The Vice-Chancellor and CEO can approve capital projects below £3m if planned for in the capital budget.

9.5 Approve new business cases and capital projects not planned for in the capital budget

- £1m-£5m - decision made by: **Finance Committee**
- Above £5m - decision made by: **Governing Body** on the recommendation of Finance Committee

The Vice-Chancellor can approve capital projects below £1m if not planned for in the capital budget.

9.6 Approve capital cost over-runs where the total project cost exceeds £3m

- £100k-£1m - decision made by: **Finance Committee**
- Above £1m - decision made by: **Governing Body** on the recommendation of Finance Committee

The Vice-Chancellor can approve cost over-runs up to £100k.

9.7 Approve the acquisition or disposal of land or property including leases

- Decision made by: **Governing Body** on the recommendation of Finance Committee

9.8 Approve the granting of interests in land or property by way of licences, easements or wayleaves

- Decision made by: **Finance Committee**

9.9 Approve capital finance/borrowing including decisions to mortgage or charge assets and any ancillary or incidental financial instrument

- Decision made by: **Governing Body** on the recommendation of Finance Committee

10. Audit

10.1 Approve the appointment or dismissal of internal auditors and any renewal of their appointment

- Decision made by: **Governing Body** on the recommendation of Audit and Risk Committee

10.2 Approve the annual fee and work plan of the internal auditors including any non-audit services

- Decision made by: **Audit and Risk Committee**

10.3 Approve the appointment or dismissal of external auditors and any renewal of their appointment

- Decision made by: **Governing Body** on the recommendation of Audit and Risk Committee

10.4 Approve the annual fee and work plan of the external auditors including any non-audit services

- Decision made by: **Audit and Risk Committee**

10.5 Approve the signing of letters of engagement with the external and internal auditors

- Decision made by: **Audit and Risk Committee**

10.6 Approve the filing of unaudited accounts with Companies House where permitted by the Companies Act 2006

- Decision made by: **Audit and Risk Committee**

10.7 Agree the accounting policies for the Group Financial Statements

- Decision made by: **Audit and Risk Committee**

10.8 Obtain legal or other independent professional advice where required for the committee's work

- Decision made by: **Audit and Risk Committee**

10.9 Give an annual opinion on the adequacy and effectiveness of the University's arrangements for risk management, governance, internal control; sustainability and value for money; and the management and quality assurance of data

- Decision made by: **Audit and Risk Committee**

11. Other

11.1 Approve the Students' Union's Constitution

Decision made by: **Governing Body**

11.2 Approve and oversee in-house governance effectiveness reviews

Decision made by: **People and Governance Committee**

11.3 Approve and oversee the periodic external review of governance effectiveness

Decision made by: **People and Governance Committee**

11.4 Approve and revoke honorary awards

- Decision made by: **Governing Body** on the recommendation of Honorary Degrees Committee

11.5 Approve policies and procedures relating to honorary awards

- Decision made by: **Honorary Degrees Committee**

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