

Higher Education Code of Governance (September 2020): De Montfort University evidence of compliance

De Montfort University's Board of Governors adopts the Committee of University Chairs' (CUC) Higher Education Code of Governance (September 2020) ("the code"). As part of its adoption, the board has resolved to publish a statement evidencing its compliance with the requirements of the code contained within its 'six primary elements of Higher Education Governance'. It was agreed that this statement would be reviewed by the board annually and published on the university's website.

Element 1: Accountability

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

	Requirements	Level of compliance	Evidence of DMU compliance
1.1	<p>The governing body has overall responsibility for all decisions that might have significant reputational implications for the institution's sustainability (including partnerships or collaborations). It therefore needs assurance that the institution:</p> <ol style="list-style-type: none"> meets all legal and regulatory requirements imposed on it as a corporate body; complies with its instruments of governance such as statutes, ordinances and articles; and meets the requirements falling upon the institution in respect of public funding issued by bodies, including income from the Student Loan Company. 	Full	<p><u>General</u></p> <ul style="list-style-type: none"> DMU has clear and appropriate governance structures and instruments in place. It conducts an effectiveness review in line with the requirements of the code for a review to be carried out every three years (last conducted during 2024/25). As part of effectiveness reviews, the board carries out a self-assessment of the effectiveness of the board and its committees at the end of each academic year. There are arrangements for the regular reporting to Audit and Risk Committee in relation to compliance with OfS Conditions of Registration and the identification of Reportable Events, and compliance with other statutory and regulatory body requirements. Reports presented identify areas at risk of non-compliance, and information concerning mitigating actions. Internal reporting on compliance to the board and its committees is supplemented by reporting from the university's internal auditors, and reports from external audits and reviews where undertaken. The Registrar (Academic) and Secretary to the Board is responsible for oversight of regulatory compliance. <p><u>Instrument and Articles</u></p> <p>The Instrument and Articles of Government are reviewed annually against legal and regulatory requirements and are published on the university's website.</p> <p><u>Scheme of Delegation</u></p> <p>The university's Scheme of Delegation clearly sets out accountability for decision making on behalf of the board and enables the board to take decisions on any matters referred to it where there is, in the view of the executive, the potential for reputational risk or impact, including via partnership or collaboration proposals. It is reviewed annually and is published on the university's website.</p> <p><u>Standing Orders</u></p> <p>The university's Standing Orders provide supplementary rules and operating procedures as to how the obligations set out in the Instrument and Articles of Government, in particular the responsibilities, constitution and powers of the Board of Governors, will be met. The Standing Orders also provide operational guidance for identified roles connected to the operation and function of the Board of Governors. The Standing Orders are reviewed annually and are published on the university's website.</p> <p><u>Committees of the board</u></p> <ul style="list-style-type: none"> The board has five committees covering the key areas of its remit, at which detailed work is undertaken on behalf of the board. Each of the committees is formally constituted with written terms of reference and specified membership, including in all cases a majority independent governor membership from whom its chair is drawn. The board and its committees maintain a cycle of business, mapped to the academic cycle, and legal and regulatory requirements.

			<p>Meetings of the committee chairs are held three times a year. The purpose of these meetings is to maintain a top-level oversight of the committees' work and their interactions with one another, as well as to review the governance processes and committee paperwork to ensure the current approach remains appropriate and reflects best practice.</p> <p><u>Compliance with the requirements of public funding</u></p> <p>Audit and Risk Committee receives biannual assurance on the timeliness and quality of data returns. The board and Audit and Risk Committee receive annual assurance from the External Auditor on the use of public funding. Audit and Risk Committee also receives reports on audits of public funding compliance undertaken by funding body where these occur.</p>
1.2	The regulatory and legal requirements will vary depending on the constitution of individual HEIs, but, for most governing bodies, members are charitable trustees and must comply with case law and legislation governing charities in the exercise of their duties. Some institutions are constituted as companies, and governing body members are normally the company's directors; the primary legislation in this case will be the requirements of the Companies Act.	Full	<ul style="list-style-type: none"> Members of the board are charitable trustees and are required to comply with relevant legislation and Charity Commission guidance regarding their roles. Governors' duties as charitable trustees are set out in recruitment materials for governors and training is provided on this element of their role as part of their induction into the university. A role description for governors is set out in the board's Standing Orders. Governors receive an annual 'reminder' of key documentation related to their roles, including Charity Commission guidance, which is available for review in their own time.
1.3	In both instances, members must discharge their duties in line with the accepted standards of behaviour in public life and the values in this Code, accepting individual and collective accountability for the affairs of the institution.	Full	<ul style="list-style-type: none"> The expectation of governors regarding acceptable standards of behaviour, and their responsibilities for the affairs of the institution, are set out in the Standing Orders and a Governor Induction Pack. This includes the requirement that governors adhere to the Nolan Principles of Public Life. The Nolan Principles are circulated on an annual basis to governors. Governors are required to adhere to the Code of Conduct for Staff and Governors at DMU, which also covers expected standards of behaviour. The board is aware of the need for its members to meet, on an ongoing basis, the OfS' fit and proper person test under the Public Interest Governance Principles of the Regulatory Framework. All governors are subject to fit and proper person test prior to appointment. Procedures are set out in the Standing Orders enabling action to be taken by governors should a member, or members, of the board fail to comply with the fit and proper person requirements, including the power to remove a governor from office. A Corporate Governance Statement setting out the university's governance arrangements and their effectiveness in the preceding year are set out in the university's Annual Accounts which are approved by the board and published on the university's website.
1.4	All members of the governing body (including students and staff members) share the same legal responsibilities and obligations as other members, so no one can be routinely excluded from discussions. All members have a duty to record and declare any conflicts of interest.	Full	<ul style="list-style-type: none"> The student and staff governors of the board share the same charitable trustee status as other governors and therefore share the same legal responsibilities and obligations. There may be instances where staff or student members are excluded from discussions, though this is very much on an exceptional basis, having due regard to any sensitivities that can be associated with discussion around, for example, staffing or disciplinary matters. This has not happened during the 2024/25 academic year. Staff and student governors are members of the Nominations Committee and play a key role in the management of the board, its membership, diversity and skills requirements. Staff and student governors may also attend meetings of each of the main subcommittees of the board as an observer as part of their professional development, though may be asked to depart the meeting for matters of sensitivity. The student governors are representatives of the students' union of the university, appointed by the union's Trustee Board to serve as members on the Board of Governors. All members have a duty to record and declare interests and these are set out in a university register of interest on the university's website. The register is updated annually by the Governance Office, and governors are expected to inform the university of any changes in their circumstances between those annual updates. At each meeting of the board and its sub-committees, governors are prompted to declare interests relevant to items on the agenda, in addition to those overarching interests that are included in the published register.

1.5	Governing bodies must, as far as practicable, conduct their affairs in an open and transparent manner. This includes publishing accurate information on the use of public funding, value for money and other performance information on their websites, as well as any other information that supports regulatory compliance and accountability to all stakeholders.	Full	<ul style="list-style-type: none"> The Board of Governors conducts its affairs in an open and transparent manner, with the minutes of Board of Governors meetings published online. Redaction is kept to a minimum and used only in instances where there is a commercial or related sensitivity, or otherwise as required by legal obligations. The university's audited Annual Accounts are published on its website for at least the last five years. The accounts contain a detailed Operating and Financial Review section as well as the university's Statement of Public Benefit. The audit opinion includes a specific opinion on other matters prescribed by the OfS, which covers use of funds. A Regulatory and Charitable information page on the university website sets out information on DMU's status and related materials, including the expenses of members of the executive, and the university's statement on modern slavery and human trafficking. The university also publishes data on its gender and ethnicity pay gaps.
1.6	There needs to be a clear separation of roles and responsibilities between the Executive and the governing body with delegated authorities to the Hol and any committees that exist.	Full	<ul style="list-style-type: none"> There is a clear separation of roles and responsibilities between the Executive and the governing body with delegated authority to the Executive, Hol and the board's committees. All delegations are set out in the board's Scheme of Delegation, which is available on the university's website and reviewed annually.
<p>Element 2: Sustainability</p> <p>Working with the Executive, the governing body sets the mission, strategic direction, overall aims and values of the institution. In ensuring the sustainability of the institution, the governing body actively seeks and receives assurance that delivery of the strategic plan is in line with legislative and regulatory requirements, institutional values, policies and procedures, and there are effective systems of control and risk management in place.</p>			
	Requirements	Level of compliance	Evidence of DMU compliance
2.1	The governing body is responsible for the mission, character and reputation of the institution and therefore sets the values and standards that underpin the institution's strategy and operation.	Full	<p><u>General</u></p> <ul style="list-style-type: none"> It is enshrined within the university's Instrument and Articles of Government and the board's Statement of Primary Responsibilities that the board is responsible for the mission, character and reputation of the institution. The board is responsible for determining the strategic direction of the university by approving the mission and strategic vision of the institution, long-term academic and related business plans and key performance indicators, ensuring that these meet the interests of students, staff and key stakeholders.
2.2	<p>The governing body must be engaged in development of the institution's strategy and formally approves or endorses the strategic plan in accordance with its constitution and the expectations of stakeholders, including students and staff. It will need assurance that the strategic plan is supported by plans or sub-strategies which ensure there are:</p> <ol style="list-style-type: none"> enough financial, physical, human and information resources to support the institution's aims and objectives; meet academic standards; protect the collective student interest; ensure effective delivery and meet any regulatory or funding commitments, including the need to demonstrate value for money; effective arrangements in place for the management of information which meet ethical standards, Freedom of Information requirements and other legislation on the use and protection of data; arrangements in place to ensure that all forms of resources are used in a sustainable (financial, social and environmental), secure and effective manner which supports institutional success; and policies and procedures in place which support the delivery of the institution's strategy in an environmentally sustainable way. 	Full	<p>See 2.1 above.</p> <ul style="list-style-type: none"> The Board of Governors was fully engaged in the formulation of the university's strategy and approved it, and its associated implementation plans. The implementation plans are presented to the board, following scrutiny at the relevant committee on an at least annual basis. Additionally, Key Performance Targets (KPTs) linked to the strategy are monitored biannually by the board, with specific targets monitored by the committee aligned to the respective target. The Finance and Performance Committee considers the financial sustainability of the university via a quarterly report, in addition to regular updates against performance in respect of the university's financial plan. The financial budget for the forthcoming financial year together with the financial forecast for four years beyond that, are prepared using assumptions agreed with all key stakeholders across the university to ensure close alignment with strategic priorities. This five-year plan is reviewed and approved by the Finance and Performance Committee and the board prior to submission to the OfS. Each of the board's committees have a responsibility for policy-based oversight of their respective areas to ensure that these support the delivery of the university's strategy. All reports submitted to the board are required to explicitly consider the financial and other resource implications of the proposals being put forward. All report authors are required to adequately consider the environmental and/or sustainability impact of the proposals being presented to the board and/or its committees.

2.3	The governing body will need to receive regular, reliable, timely and adequate information to monitor and evaluate performance against the strategic plan. The governing body's role is to have oversight of performance and constructively challenge it, encourage quality enhancement, maintain and raise standards, celebrate achievements and learn from difficulties.	Full	<ul style="list-style-type: none"> As per 2.2 above, the board and committees monitor the performance of the university strategy via KPTs monitoring and implementation plan updates, which outline the university's performance against target. This is presented to the both the board and the relevant committees. All reports are required to adequately consider the strategic context of their report and how it aligns to the university's strategy. <p><u>Audit and Risk Committee</u></p> <ul style="list-style-type: none"> The Audit and Risk Committee receives a biannual update concerning the corporate risk register via the Risk Management Committee. The Audit and Risk Committee also receives 'deep dives' on a specific corporate risk at each meeting to enable focused discussion around the risk and mitigations. Via internal audit reporting, the committee maintains oversight of key areas of the university, and monitors identified areas for improvement and university actions. <p><u>Finance and Performance Committee</u></p> <p>The Finance and Performance Committee takes a lead role in monitoring and constructively challenging the university's performance across a broad range of areas of university activity.</p>
2.4	The governing body needs to understand the external environment and – along with the Executive – identify, understand and manage risk appetite and strategic risks and opportunities for the institution.	Full	<ul style="list-style-type: none"> The Vice-Chancellor provides a standing update at meetings of the board and key committees covering external and sector-based developments as well as key strategic issues and challenges for the university. Further developments in the sector are circulated to governors outside of meetings, as and when relevant. Governors also receive all-staff weekly updates from the Vice-Chancellor and their senior team in regard to university and policy developments and have access to regular updates from <i>WonkHE</i> and <i>The Times Higher Education</i>. The Scheme of Delegation contains provision for the board to take a decision on any matters for which the Executive believe there to be the potential for adverse risk or reputational damage (1.15). Internal and external risks are considered by the Audit and Risk Committee at each of its meetings. All of the committees should be cognisant of the corporate risk register via reporting to the board, with particular awareness of those risks aligned to their remits, <p>See also 5.12</p>
2.5	The governing body must actively seek and receive assurance that academic governance is robust and effective. Governing bodies also need to provide assurance on academic standards and the integrity of academic qualifications, and will work with the Senate/Academic Board (or equivalent, as specified in their governing instruments) to maintain standards and continuously improve quality. Governing bodies will also wish to receive assurance that specific academic risks (such as those involving partnerships and collaboration, recruitment and retention, data provision, quality assurance and research integrity) are being effectively managed.	Full	<p><u>General</u></p> <ul style="list-style-type: none"> A member of the board observes meetings of the Academic board as a non-voting member, to enable a link between the two bodies as well as oversight of the Academic Board's activities on behalf of the Board of Governors. This governor, and the academic staff governor, provide updates and commentary on Academic Board business and activity at board meetings. Additionally, the board receives regular updates on the Academic Board's activities via the submission of the minutes of its meetings, as well as an annual report from the Academic Board providing a summary of the previous year and plans for the forthcoming year which provides assurance to the Board of Governors that Academic is meeting its terms of reference. The board receives the university's annual quality report (Annual Enhancement Review), which provides an overview of the operation of the university's quality assurance processes and their outcomes, to provide assurance that academic standards are being met. The Audit and Risk Committee receives a report concerning academic quality, focused on providing assurance concerning the processes and mechanisms around quality. An annual session is held with members of the Board of Governors and Academic Board, focused on academic governance and ways in which this can be enhanced. The university's internal audit provision conducts biennial effectiveness reviews of the board's subcommittees and Academic Board as a means of continuously improving quality. The Scheme of Delegation sets out where responsibility lies for approval and oversight of areas such as partnerships and collaboration, recruitment and retention, data provision, quality assurance and research integrity. An external Governance Effectiveness Review was undertaken during 2024/25, which contained suggestions and recommendations for improvement for the board's consideration. The next external review will be scheduled during 2027/28. The board and its committees complete annual internal effectiveness reviews, the outcomes of which are

			<p>reported annually to the board.</p> <p><u>Partnerships</u></p> <ul style="list-style-type: none"> The Academic Board has oversight of all major academic partnerships. In approving partnerships, assurance is sought that due diligence processes have been conducted and that risks have been appropriately considered and mitigated, where possible. The Collaborative Partnerships Sub-Committee, reporting to Education Committee which in turn reports to Academic Board, is responsible for overseeing partnership approval and maintenance processes. Quality Sub-Committee, reporting to Education Committee which in turn reports to Academic Board, is responsible for overseeing the quality assurance of collaborative provision, including partnership and programme validation, annual and periodic review, and external examining. The board maintains the provision to take a decision on any activity, including partnerships and collaboration, recruitment and retention, data provision, quality assurance and research integrity, for which it is felt that there is the potential for adverse reputational risk to the university. The board has received regular updates on major partnerships during the 2024/25 academic year. <p><u>Recruitment and retention</u></p> <p>The board receives updates on recruitment at each of its meetings. Activity in this area is also monitored by the Finance and Performance Committee.</p> <p><u>Quality assurance</u></p> <ul style="list-style-type: none"> Academic Board has oversight of academic quality assurance and reports to the board. Quality Sub-Committee, which reports to Education Committee which in turn reports to Academic Board, is responsible for the detailed scrutiny of the outputs of the university's quality assurance processes. The Audit and Risk Committee receives an annual report concerning the processes around, and management of, academic governance and quality assurance to ensure that appropriate systems are in place for upholding academic quality. The board also considers annually a report concerning quality assurance- and enhancement activities in the preceding academic year. Committees of the board, and the board itself, receive reports on the outcomes of key internal and external surveys of student satisfaction. <p><u>Data provision</u></p> <p>The Audit and Risk Committee receives assurance regarding data quality via reports from the university and internal audit work.</p>
2.6	<p>The governing body needs assurance that the institution is meeting the conditions of funding as set by regulatory and funding bodies and other major institutional funders. These include:</p> <ul style="list-style-type: none"> the need to use funds in line with the principles of regularity, propriety and value for money; robust systems of financial control and governance; and assurances on social, financial and environmental objectives, e.g. those which support a sustainable environment, the widening of access and participation and civic engagement. <p>Furthermore, the governing body also needs assurances that:</p> <ul style="list-style-type: none"> the institution's values are practised throughout the organisation; the collective interest of current and future students drives decision making, and growth and innovation throughout the institution; 	Full	<ul style="list-style-type: none"> The external auditors' opinion provides assurance that the requirements set out in the conditions of funding are being met and that the financial systems in place are appropriate and effective. The board receives assurance from the Finance and Performance Committee that funds are being used with the principles of regularity, propriety and value for money. The board receives assurance from the Audit and Risk Committee regarding the effectiveness of the university's systems for financial control and governance, including the consideration of the university's responses to alleged financial irregularities and risk management The board receives assurance regarding areas such as environment, the widening of access and participation, and civic engagement via the strategy implementation plans, which are routed via the committees. The board (routed via the People and Culture Committee) receives updates on the Access and Participation Plan, as required. Internal auditors provide an annual opinion on the effectiveness of governance, risk management, data quality, value for money and internal controls. As part of the university's strategy, a cross-cutting theme was established concerning Sustainability and the UN's Sustainable Development Goals. The theme aims to develop sustainability skills and competences through programmes with students as well as a focus on net-zero operations on campus. During 2024/25, the board participated in Carbon Literacy training to improve its understanding of sustainability goals in support of the

	<ul style="list-style-type: none"> • there is sufficient management of freedom and institutional autonomy; • the institution has considered and taken appropriate actions to mitigate the impact of any risks to students' continuation of study e.g. the closure of a course, campus or location, the discontinuation of a discipline; • there is an effective and proactive system of risk management in place by which risks are rigorously assessed, understood and effectively managed across the organisation; • high-quality and robust data is produced and managed to meet all relevant legal and regulatory requirements; and effective control and due diligence take places in relation to institutionally significant external activities, for example commercial transactions, collaborations with HEIs in other countries. 		<p>university.</p> <ul style="list-style-type: none"> • Aligned to the Empowering People pillar of the university strategy, work has been conducted to facilitate cultural change to create the right environment to enable the mission, vision and values of the university. This has included programmes to empower managers and leaders, embed the university's values across all areas of the organisation, develop career pathways and expand staff reward and recognition. The People and Culture Committee is charged with overseeing this work on behalf of the Board of Governors and monitors progress against KPTs. • Investment continues to be made across the physical campus, IT infrastructure and student facing services such as student welfare, careers and employability, access and participation, and strategic partnerships with businesses and organisations both local and abroad, so as to enhance the student experience. Improving the student experience is a key factor within the university's strategy. • Prior to submission to the OfS, the board reviews the university's student protection plan which sets out any risks to students' continuation of study. • Data quality reports are submitted to the Audit and Risk Committee, providing assurance on the quality of data produced by the university to meet all relevant legal and regulatory requirements. The committee maintains oversight of progress, following through items to completion. • In addition to the board itself, each committee of the board is required to reflect on the effectiveness of meetings at the close of each meeting as a means of improving, where required, the effectiveness with which it transacts its business.
2.7	The governing body must understand and respect the principle of academic freedom, the ability within the law to question and test received wisdom, and to put forward new ideas and controversial or unpopular opinions without placing themselves in jeopardy of losing their jobs or privileges. The governing body must understand its responsibility to maintain, promote and protect the principle of academic freedom.	Full	<ul style="list-style-type: none"> • The board is responsible for the approval and review of the university's policies and procedures relating to free speech and academic freedom. These policies are subject to review every three years and are presently under review following recent changes to legislation. • The Audit and Risk Committee monitors staff compliance with Prevent training as part of the university's compliance with the Counter Terrorism and Security Act 2015, which places a duty on universities to have regard to the need to prevent people from being drawn into terrorism. The board receives an annual report on Prevent monitoring. <p>See also 2.5</p>
2.8	The governing body should also understand their institution's legal responsibility to uphold freedom of speech within the law.	Full	<ul style="list-style-type: none"> • This requirement is reflected in the report referred to in 2.7 above.
2.9	<p>Effective remuneration of all staff, especially the Vice-Chancellor and their immediate team, is an important part of ensuring institutional sustainability, meeting regulatory requirements and protecting institutional reputation. The governing body should provide assurance on the extent of the institution's compliance with The Higher Education Senior Staff Remuneration Code (published June 2018 by the CUC*), and in particular ensure that no one is responsible for determining or influencing their own remuneration.</p> <p>* A revised version of the Higher Education Senior Staff Remuneration Code was published in November 2021 which the university complies with.</p>	Full	<ul style="list-style-type: none"> • The Remuneration Committee, which is a committee of the board, is guided in its work by a guidance document regarding senior staff remuneration and severance arrangements (<i>Guidance for Remuneration Committee: University Leadership Board members' Remuneration and Severance Arrangements</i>). The document states the university's adoption of the CUC's Higher Education Senior Staff Remuneration Code and its compliance with the code. • The Remuneration Committee meets to determine and review at least annually the salaries, objectives in relation to the university's strategy, and terms and conditions of employment of the Vice-Chancellor, University Leadership Team and such other members of staff as the board deems appropriate. • As per the Senior Staff Remuneration Code, the Remuneration Committee is not chaired by the Chair of the Board. • The board considers an annual report of the Remuneration Committee on remuneration matters falling within this category. • No individual is responsible for determining or influencing their own remuneration and no individual is present for a discussion/decision of their own salary. • The Remuneration Committee is entitled to procure independent external advice, including legal advice, before making determinations on matters relating to senior staff remuneration and severance packages.
2.10	Depending on the constitutional documents and regulatory requirements of the institution, some governing bodies will be required to establish a Remuneration Committee to consider and determine, as a minimum, the emoluments of the Vice-Chancellor and other senior staff.	Full	<p>See 2.9 above.</p> <p>The extent of the delegation to the Remuneration Committee is defined in the Scheme of Delegation.</p>

2.11	All institutions will have external auditors unless exempt under the Companies Act 2006 because of their small size. All institutions are encouraged to have an audit function, whether in-house or externally provided. Some regulatory requirements will specify the need for an internal audit service. The appointment and work of auditors will usually be overseen by an Audit Committee, comprising members that have no executive responsibility (although members of the Executive may attend by invitation). Further guidance on the role of Audit Committees is published separately by CUC and governing bodies should assess the extent to which they comply with that guidance.	Full	<ul style="list-style-type: none"> The Audit and Risk Committee appoints the university's external and internal auditors in accordance with the university's Scheme of Delegation. No member of the committee is a member of the executive. The constitution of the Audit and Risk Committee is reviewed annually and checked against the CUC's HE Audit Committees Code of Practice to ensure adherence (May 2020). The Audit and Risk Committee considers the risk-based annual audit plans for both internal and external audit. At the end of the calendar year, an annual report from the internal auditors, and a Management Letter with audit opinion from the external auditors, are issued. The university has an in-house Audit Office which facilitates the planning, delivery and reporting of the internal and external audit functions and includes consideration of completed audit work by the University Leadership Board prior to governor consideration.
2.12	The governing body will consider and, where necessary, act upon an annual audit report from the Audit Committee or equivalent (incorporating recommendations by internal and external audit) and approve the audited annual financial statements.	Full	The Audit and Risk Committee prepares an annual report for consideration by the board. The board approves annually the audited financial statements, following consideration by the Audit and Risk Committee (and the Finance and Performance Committee, which receives the financial statements for noting).
<p>Element 3: Reputation</p> <p>The governing body safeguards and promotes institutional reputation and autonomy by operating in accordance with the values that underpin this Code, its various elements and the principles of public life.</p>			
3.1	Members of governing bodies must always act ethically in line with the principles of public life (the Nolan principles), the institution's own ethical framework, and in the interests of the institution, its students and other stakeholders. This applies whether the Board members are elected, nominated or appointed. If a governing body member falls short of these standards, they must be dealt with in accordance with the institution's constitution and Code of Conduct. Such cases must not be ignored.	Full	<p><u>General</u></p> <p>It is enshrined within the university's values that its staff act with professionalism in all that they do. The university's Code of Conduct for Staff and Governors at DMU requires that those acting on the university's behalf are aware of the importance of professional boundaries as a means of protection from allegations of wrongdoing/unethical conduct (actual or perceived).</p> <p><u>Standing Orders</u></p> <ul style="list-style-type: none"> The Standing Orders set out a requirement that governors should, and be seen to, act impartially and not be influenced in their role by personal, social or business relationships. The Standing Orders set out a transparent process whereby governors can be suspended or removed from office should a governor, among other requirements, be in breach of the Code of Conduct, be unable or unfit to discharge the functions of a governor, act in a way that could bring the university into disrepute, or act in a way which is not in the best interests of the university. As per Standing Order 15, governors are expected to abide by the Nolan Principles. <p><u>Research</u></p> <ul style="list-style-type: none"> The university has a Research Ethics Committee, which, with the delegated authority of the Academic Board, advises on all research policies, oversees their ethical content, and provides advice on ethical and related issues arising from their implementation.
3.2	Members of governing bodies need to act, and be perceived to act, impartially, and not be influenced by social or business relationships. Institutions must maintain, check and publish a register of the interests of members and senior executives. A member who has a professional, pecuniary, family or other personal interest in any matter under discussion which may be seen to conflict with the best interests of the institution must also disclose the interest in advance of any discussion on the topic. A member does not have a pecuniary interest merely because they are a member of staff or a student.	Full	<p>See 3.1 above.</p> <p><u>Register of Interests</u></p> <ul style="list-style-type: none"> The Governance Office maintains, reviews annually and publishes a register of interests of board members. All members are expected to disclose detailed information about their interests and contact the Secretary/Governance Office should their circumstances change in-year. Members are asked to provide details of any directorships and other charity trusteeships held, among a number of other details including shareholdings. <p><u>Declaration of interests</u></p> <ul style="list-style-type: none"> Members are expected to declare any known, likely, or potential pecuniary or other interests in matters under discussion at meetings of the board and its committees. A specific agenda item for this is included on all board and

			<p>committee agendas for this purpose.</p> <ul style="list-style-type: none"> Any interests declared at a meeting are recorded in the minutes of the meeting and acted upon if appropriate, in terms of whether an individual's interest is such that they should withdraw from the meeting. Staff and student governors are rarely required to withdraw from a discussion at a meeting of the board. <p><u>Fit and Proper Persons Test</u></p> <p>In line with the requirements of the Office for Students' Public interest governance principles, board members' completion of a 'fit and proper person' form enables the necessary checks to be made to ensure that the board is able to receive assurance that there are no indicators that a person may not be a 'fit and proper' person. These checks are carried out as part of the process of recruiting new governors, and the outcomes of the checks form part of the Nominations Committee's/Board of Governors' consideration of proposed new appointments to the board.</p>
3.3	In protecting institutional reputation and autonomy, the governing body must ensure that its decision-making processes and those of the institution are ethical and free of any undue pressures from external interest groups, including donors, alumni, corporate sponsors and political interest groups.	Full	<p>See 3.1 above.</p> <p><u>Whistleblowing</u></p> <ul style="list-style-type: none"> The Audit and Risk Committee is responsible for ensuring that there are effective procedures in place for the management of whistleblowing disclosures. The committee receives a biannual report on whistleblowing disclosures which enables it to be satisfied that the university's Whistleblowing Policy is being operated appropriately. The People and Culture Committee also receives qualitative reporting on whistleblowing disclosures via biannual employment casework reporting to ensure that there are no undue concerns around the progress of the university's cultural reform.
3.4	If an individual member of the governing body has a view that is not consistent with the collective view of the governing body, they should abide by the principle of collective decision making and avoid putting specific interests or personal views before those of the institution. Individually they must not make any agreement for which they do not have authority. Breaches must be taken very seriously and be dealt with in accordance with the institution's governing documents, which should include a Code of Conduct.	Full	<p>See 3.1. above.</p> <p><u>Standing Orders</u></p> <ul style="list-style-type: none"> As per Standing Order 6, the Chair ensures that the board exercises collective responsibility, by encouraging all members to work together effectively, contributing their skills and expertise as appropriate, seeking to build consensus among them. The Standing Orders allow for Chair's action to be taken in exceptional circumstances. Any such actions are reported to the full board at the earliest opportunity and are formally recorded at the next ordinary meeting of the board. <p><u>Scheme of Delegation</u></p> <p>The Scheme of Delegation outlines the delegation of the board's powers to other bodies/role holders.</p>
3.5	Promoting trust in institutional governing bodies requires assurances that there is effective communication with relevant stakeholders, including the reporting of significant changes in circumstances. Governing bodies will need to consider how they engage stakeholders in decision making and how they publish information and report performance to stakeholders.	Full	<ul style="list-style-type: none"> The university reports significant changes in circumstances to the OfS, as per its responsibilities to the regulator. The Audit and Risk Committee is responsible for monitoring the OfS' conditions of registration and receives an annual report on the university's compliance with the conditions and any reportable events for the 12-month period. The university is transparent regarding significant issues affecting the board, including the outcome of governance effectiveness reviews. Changes in key personnel are reported openly in the media, including the appointment of the Vice-Chancellor. Where appropriate, the university seeks to consult with its stakeholders in key processes, including in the appointment to key roles such as Vice-Chancellor and Chancellor, and the development of a new strategy.
3.6	The governing body must take practical steps to ensure that the Students' Union or association operates in a fair, democratic, accountable and financially sustainable manner.	Full	<p><u>Students' Union reports</u></p> <ul style="list-style-type: none"> The Students' Union's management accounts are submitted annually for consideration by the Finance and Performance Committee. The Students' Union provide regular updates on financial performance to the Finance and Performance Committee. The board receives, as a standing item, an update report from the student governor(s). The board receives an annual impact report from the Students' Union providing an overview of activity in the previous year, presented by the Students' Union CEO.

			<ul style="list-style-type: none"> An independent governor of the board is appointed as a member of the Students' Union's Trustee Board. Any issues of concern can be raised to the full board. As per regulatory requirements of the Education Act 1994, the board approves the Students' Union's Articles of Association at intervals of no more than five years. The board receives an annual election report from the Students' Union outlining the process by which its Executive Officers had been nominated.
3.7	The governing body requires assurance that there is a transparent, effective and published process for making and handling a complaint or raising a concern, and that any internal or external complaints or concerns are handled impartially, constructively and, in the case of student complaints, in accordance with any requirements of the Office of the Independent Adjudicator for Higher Education (or equivalent for the devolved nations). The governing body should also ensure there is an effective process in place for investigating disclosures under whistleblowing legislation.	Full	<p>See 3.3 above.</p> <ul style="list-style-type: none"> The People and Culture Committee receives biannual updates, including an annual summary, on employment casework including grievance and disciplinary cases, whistleblowing disclosures, policy updates or changes to processes, and analysis of trends. The Audit and Risk Committee is responsible for gaining assurance that there are satisfactory arrangements in place for the handling of student complaints and receives biannual updates on the handling of student complaints, including details of outstanding casework, and the number of referrals to the Office of the Independent Adjudicator in order to ensure that complaints are being dealt with appropriately and the policy operated effectively. The People and Culture Committee (biannually) and the Board of Governors (annually) receives an update on actions taken by the university to prevent harassment and sexual misconduct in relation to students and staff, in reference to the OfS' Statement of Expectations in this area.
3.8	If a governing body decides it is appropriate to remunerate governing body members and this is permitted in its constitution, it must ensure that payments are commensurate with the duties carried out, are reported in the audited financial statements, are consistent with charity and employment law, and reflect the institution's values and ethos.	Full	<ul style="list-style-type: none"> The power to confer benefits upon governors is set out in the university's Instrument and Articles of Government. The board maintains a Governor Remuneration Policy (next scheduled for review if required in 2028/29). The policy is published on the DMU website and details of remuneration are included within the university's annual accounts.
<p>Element 4: Inclusion and Diversity</p> <p>The governing body promotes a positive culture which supports ethical behaviour, equality, inclusivity and diversity across the institution, including in the governing body's own operation and composition. Diversity in this context does not just mean protected characteristics – it includes a diversity of voice, attitude and experience. It is a means of ensuring that under-representation and differences in outcomes are challenged and, where practicable, followed by a course of corrective action that ensures fair outcomes for all.</p>			
	Requirements	Level of compliance	Evidence of DMU compliance
4.1	HEIs are required by law to comply with equality and diversity legislation, and governing bodies are legally responsible for ensuring the institution's compliance. Legislation in this area does not distinguish between domestic and international students and staff.	Full	<p><u>General</u></p> <p>DMU has a cross-cutting theme 'Equality for All' which forms the Equality, Diversity and Inclusion (EDI) strategy that emphasises the value of DMU's diverse staff and student populations. It aims to build a culture that enables equity and fairness. This work is led by the Deputy Vice-Chancellor Education, Equalities and Student Experience, who reports directly to the Vice-Chancellor.</p> <p><u>Board of Governors</u></p> <ul style="list-style-type: none"> The Board of Governors must receive assurance of the university's compliance with the Public Sector Equality Duty (PSED) and the Equality Act 2010 on an at least annual basis. The board has given consideration to EDI through the Equality for All implementation plan. The board receives an annual EDI report (routed via the People and Culture Committee) which details student data and performance against EDI objectives, and provides evidence of compliance with the legislation requirements and provides assurance to the board. The annual EDI report is published on the university website on an annual basis. <p><u>People and Culture Committee</u></p> <p>The committee receives an annual EDI report which details student data and performance against EDI objectives, and</p>

			<p>evidences compliance with the legislation requirements and provides assurance to the committee. The report includes a summary of the work of the EDI Committee during the previous period. The report is supplemented by reporting on specific aspects throughout the year including the Equality for All implementation plan (biannually) including progress against KPTs and project priorities, gender, ethnicity and disability pay gap reporting, the university's Access and Participation Plan, and workforce profile reporting, among others. This report is subsequently presented to the full board, with recommendation from the committee and commentary from the People and Culture Committee Chair.</p> <p><u>Audit and Risk Committee</u></p> <p>The committee's annual report to the board provides an opinion on whether policies and procedures are being consistently applied and whether there is appropriate compliance with relevant legislation.</p> <p><u>Reporting</u></p> <p>Report authors are required to include an assessment of the extent to which proposals have adequately considered EDI and to include the detail of an improving outcomes assessment, where appropriate.</p>
4.2	<p>The governing body must ensure that there are arrangements in place to:</p> <ul style="list-style-type: none"> eliminate unlawful discrimination, harassment and victimisation; advance equality of opportunity between people who share and those who do not share a protected characteristic; foster good relations between people who share and those who do not share a protected characteristic; and promote an inclusive culture. 	Full	<ul style="list-style-type: none"> Equality for All is a cross-cutting theme within the university's strategy and emphasises the value of DMU's diverse staff and student populations. The Empowering People pillar of the strategy includes emphasis on championing diversity and developing an inclusive culture for staff and students, and links to the cross-cutting theme of Equality for All. All staff are required to complete and pass an EDI training course. Details of this training compliance (among others) are shared via the quarterly report on Corporate Health Indicators to the People and Culture Committee. The annual EDI report also references training compliance data for EDI. The university holds institutional 'bronze' award in the Athena Swan and 'silver' in the Race Equality Charter. The Annual Accounts include in its Operating and Financial Review statements around its EDI achievements and aspirations. The university's Improving Outcome Assessment process requires due regard to be given to meeting the PSED when new policies and initiatives are introduced, or existing policies and practices changed. During 2024/25, the board participated in EDI training, administered by the university's EDI team, to increase its awareness and understanding of its role in relation to EDI. <p><u>People and Culture Committee</u></p> <ul style="list-style-type: none"> The committee is charged with monitoring and supporting the university's work in the area of cultural reform. The People and Culture Committee receives biannual reports on the Equality for All implementation plan, which details progress and remaining challenges on meeting the PSED. The committee (biannually) and the Board of Governors (annually) receives an update on actions taken by the university to prevent harassment and sexual misconduct in relation to students and staff, in reference to the OfS' Statement of Expectations in this area. This includes the work of the No Space for Hate and the Mandala Project initiatives.
4.3	Governing bodies need to review and report on the institution's approach to equality, inclusivity and diversity. As a minimum, they must receive an annual equality monitoring report setting out work done by the institution during the year, identifying the achievement of agreed objectives and summarising the data on equality, inclusivity and diversity that they are required to produce and publish. The report needs to consider any significant differential educational outcomes by protected groups. For most institutions, an Equality Impact Assessment and proposals for widening participation in, and increasing access to, HE will be included in report.	Full	<p>See 4.2 above.</p> <ul style="list-style-type: none"> The People and Culture Committee considers an annual EDI report at its first meeting of each academic year which outlines the university's strategic objectives, including progress against the Equality for All implementation plan. The board subsequently receives the annual report on EDI which provides explicit assurance that the university is compliant with equality legislation, including the PSED. There are established processes for improving outcome assessments (equality impact assessments) to be completed regarding proposals to enable a positive impact through equality analysis. The university publishes on its website an Access and Participation Plan, which allows for an understanding of the strengths and weaknesses across the university's widening participation agenda in addition to reporting on significant differential outcomes by protected groups.
4.4	The governing body must routinely reflect on its own composition and consider	Full	<u>Nominations Committee</u>

	ways it can encourage diversity in all its forms, thus leading by example. This includes consideration of the impact of decisions on equality, diversity and inclusion.		<ul style="list-style-type: none"> The Nominations Committee is responsible for reviewing the composition of the board and its committees, giving full consideration to the diversity of the make-up of the board. As part of recurring recruitment exercises, the board considers how it might improve upon its composition to ensure it is reflective of the staff and student body, as well as Leicester as a city. The Nominations Committee receives a report annually on the diversity of the board which informs its future approach to the recruitment of independent governors. <p><u>Board of Governors</u></p> <ul style="list-style-type: none"> As part of the annual board effectiveness survey, governors are asked to consider the appropriateness of the board's diversity. During 2024/25, the board appointed a Governor Apprentice as part of its Governor Apprenticeship Programme. The programme aimed to develop a pipeline of diverse independent governor candidates interested in becoming future DMU governors. The apprenticeship will run over two years and provide a valuable insight into higher education governance via board and committee meetings, governor engagement activities and knowledge-sharing via governors and members of the University Leadership Board. <p><u>Reporting</u></p> <p>Report authors are required to include an assessment of the extent to which proposals have considered adequately equality, diversity and inclusion, and to include the detail of an improving outcomes assessment, where appropriate.</p>
<p>Element 5: Effectiveness</p> <p>The governing body ensures that governance structures and processes are robust, effective and agile by scrutinising and evaluating governance performance against this Code (and other Codes where an institution constitutional form requires it) and recognised standards of good practice.</p>			
	Requirements	Level of compliance	Evidence of DMU compliance
5.1	The Secretary (or Clerk) is responsible to the governing body for the provision of operational and legal advice in relation to compliance with governing instruments, including standing orders. They are also responsible for ensuring information provided to the governing body is timely, appropriate and enables informed decision making. The Secretary has a duty to keep governing body members briefed in respect of all relevant developments in governance and accountability. All members of the governing body should have independent access to the advice and services of the Secretary, who must ensure that governing body members are fully aware of the appropriate rules, regulations and procedures. The Secretary should be senior enough to ensure the governing body and the Executive acts in a way which is compliant with the institution's regulations and is independent enough to provide challenge when this is not the case. Arrangements for the appointment or removal of the Secretary may be defined by governing instruments; where they are not, it must be a decision for the governing body as a whole.	Full	<ul style="list-style-type: none"> The Secretary to the board is responsible for ensuring appropriate and timely information is provided to governors and provides guidance in relation to compliance with governing instruments and its standing orders. The Secretary reports formally to the Chair of the Board. All governors have access to the advice of the Secretary and their team. The Secretary can commission legal advice on the board's behalf in accordance with the procurement requirements set out in the university's Financial Regulations. The responsibility for the appointment or removal of the Secretary is set out in the Scheme of Delegation, which makes clear the board's role in each case.
5.2	The governing body needs the appropriate balance of skills, experience, diverse backgrounds, independence and knowledge to make informed decisions. Some constitutional documents specify governing bodies must include staff and student members.	Full	<p>See 4.4 above.</p> <ul style="list-style-type: none"> The board includes up to two student governors, and two democratically elected staff governors, one from the academic staff and one from the professional services. The Nominations Committee takes decisions about the membership of the board, including its skills, experience and diversity as a means of informing the requirements of future governor recruitment exercises. These decisions are reported to the board on an annual basis.

5.3	The size and composition of the governing body needs to reflect the nature, scale and complexity of the institution and governing bodies need enough time and resources to function efficiently and effectively. There is a need for a shared understanding of the division between independent non-executive governors and executive governors. The governing body will also need to consider having a committee sub-structure which supports its effective operation, with specific consideration being given to Audit, Finance and Nominations committees.	Full	<p>See 5.2 above.</p> <ul style="list-style-type: none"> The board has a committee structure to support it in its operation, including for the purpose of this requirement committees focused on Audit (and Risk), Finance and Performance and Nominations. Committees are able to co-opt members with specific expertise in order to support the committee's role and remit. The size of the governing body is appropriate to the terms of the Instrument and Articles of Government and is reviewed on an ongoing basis by the Nominations Committee.
5.4	An effective governing body has a culture where all members can question intelligently, debate constructively, challenge rigorously, decide dispassionately and be sensitive to the views of others both inside and outside governing body meetings.	Full	<ul style="list-style-type: none"> The Standing Orders include in the role descriptors of the Chair and committee chairs that they will encourage all members to work together effectively, contributing their skills and expertise as appropriate and will seek to build consensus among them. The role of governors as set out in the Standing Orders requires that they are expected to support and scrutinise the performance of the university and, where necessary, provide appropriate challenge to senior staff members and fellow board members.
5.5	An effective governing body ensures the Board culture reflects the articulated values and culture of the institution. It also receives assurance that the prevalent behaviours in the institution are consistent with its articulated values.	Full	<p>Governors are required to adhere to the Code of Conduct for Staff and Governors at DMU, which reflects the university's values and priorities.</p> <p><u>People and Culture Committee</u></p> <ul style="list-style-type: none"> The committee monitors the implementation of DMU's strategy, with specific interest in the strategy pillar, 'Empowering People', receiving an annual update on the implementation plan, and the work to facilitate a culture of empowerment and staff belonging at DMU and to create the right environment to enable the mission, vision and values of the strategy to be embedded at the university. The committee will seek ongoing assurance that the prevalent behaviours in the institution are consistent with its articulated values.
5.6	The governing body needs to focus on strategic risks and emerging opportunities for the institution and have enough flexibility to respond to these quickly and effectively.	Full	<ul style="list-style-type: none"> The Audit and Risk Committee takes a lead role on behalf of the board in risk management. Via reports from the Vice-Chancellor, the board receives updates at each meeting concerning university and sector risks and opportunities. The Standing Orders contain provision for the board to take decisions quickly and effectively, if necessary, outside of meetings.
5.7	The governing body needs a suitable arrangement for the continuation of business in the absence of the Chair. Arrangements for a Deputy Chair may be codified within the institution's governing instruments; if not, the Nominations Committee or equivalent can advise the governing body.	Full	A Deputy Chair is elected from amongst the independent governors. The provision for the board's Deputy Chair to chair meetings in the absence of the Chair is set out in the Standing Orders.
5.8	The governing body also needs to consider the benefits of appointing a Senior Independent Governor (SIG) or equivalent role and explain the rationale for decisions made in this regard. Their role is seen in other sectors as an important aid to good governance; to help advise the Chair, to be an intermediary for other Board members and to help facilitate an annual appraisal of the Chair. The role of the SIG is different to the Deputy Chair, who should be part of the leadership of the Board and deputise for the Chair as well as take on specific duties which are assigned to them. The SIG should be a voice and a sounding board for other governors to sense-check the effectiveness of the governance arrangements, and to formally lead the appraisal of the Chair (and the Deputy Chair).	Pending – under consideration	<p>The Board of Governors had previously considered the appointment of a SIG as part of Governance Effectiveness Review recommendations from 2019 and 2021; however, it was felt that the role of Deputy Chair of the Board encompassed the functions of a SIG.</p> <p>The Governance Effectiveness Review for 2024/25 also recommended the introduction of a SIG. The board discussed the review actions in May 2025, with further consideration of the SIG role in July 2025. The board agreed to postpone making a formal decision to 2025/26 pending further information on the role.</p>
5.9	The governing body needs a formal process to ensure that its members are fit and proper persons. The governing body also needs the power and process to remove any of its members from office and must do so if a member breaches the terms of their appointment.	Full	<ul style="list-style-type: none"> All shortlisted candidates for governor roles are required to fill out a fit and proper person form to enable checks to be made regarding the information provided as a means of determining whether an individual shows any indicators that they may not be a fit and proper person. Clarification from candidates may be sought as required. Governors are required to confirm annually that they meet the requirements of a fit and proper person. All members are expected to disclose detailed information about their interests and contact the Secretary should their circumstances change in-year.

			<ul style="list-style-type: none"> Provision for governors to be removed from office are set out in the board's Standing Orders.
5.10	A Nominations Committee (or equivalent) is an effective way to advise a governing body on the appointment of new members and must be established. The Nominations Committee can provide advice to the governing body on terms of office, the perceived skills balance required on the governing body, succession planning and skills refreshment. Normally, final decisions on appointment are taken by the governing body.	Full	<ul style="list-style-type: none"> Nominations Committee is a committee of the board and is responsible for considering and making recommendations to the board on the appointment of governors, and the chairing and membership of its committees. Final decisions in this regard are taken by the board. It is also responsible for reviewing the skills base of the board, collectively and individually, and identifying skills and expertise that would be of benefit to the board going forward. As part of an internal audit on Corporate Governance (2024) the university committed to introducing an approach to succession planning for 'key' governor roles to ensure that the board had the ability to cover the wide skillset required and develop current governors to fill skills gaps if needed. The succession plan will be reviewed annually, alongside the board skills matrix, to ensure that key governor roles were sustained in the event of membership changes. Governors are recruited through the advertisement of vacancies in national publications in order to increase the pool of talent available, supported by an executive search firm as required. There is an overt focus in recruitment campaigns on increasing the board's diversity to ensure it is reflective of the student and staff base of the university.
5.11	In making decisions about terms of office, the governing body needs to ensure there is a planned and progressive refreshing of membership – this includes evaluating the performance of governing body members. The terms of office for governing body members should not be more than nine years (either two terms of four years or three terms of three years) unless there is exceptional justification. This is in line with other Codes and recommended practice.	Full	<ul style="list-style-type: none"> As per the Standing Orders, the terms of office for governors is three terms of three years - it is not possible to serve for a longer period of time on the board than nine years. The Nominations Committee makes a recommendation to the board as to the re-appointment or otherwise of governors at the end of their terms of office. An annual appraisal process for all members of the Board of Governors is conducted at the end of the academic year as part of which the views of governors and members of the Executive are sought. A report summarising key findings during the appraisal process is presented to the board by the Chair on an annual basis. The internal auditors provide an assessment on the effectiveness of the university's governance as part of its annual opinion.
5.12	Governing body members need induction, updates and development which supports understanding of their role and changes in their operating environment.	Full	<ul style="list-style-type: none"> Governors are provided with a programme of induction activities during their first year as a governor to ensure there is a good understanding of the university, including introductions with key members of the board and the executive. Governors are able to set up further discussions with members of the executive, as required, to broaden their understanding. Training opportunities are made available to governors to ensure that they have access to the support and information they require to carry out their role effectively. This includes in-house opportunities, external training offers and information regarding sector updates and developments. Governors are also encouraged to identify any training opportunities that they would wish to pursue in support of their role. Governors are encouraged to provide feedback to the board on the key points that arise from any training they have attended. A training and development plan is circulated at the beginning of each academic year, and updated in-year as opportunities arise.
5.13	HEIs must conduct a regular, full and robust review of governance effectiveness with some degree of independent input. This will provide assurance to internal and external stakeholders and allow a mechanism to focus on improvement and chart progress towards achieving any outstanding actions arising from the last effectiveness review. It is recommended this review takes place every three years.	Full	<p><u>Internal effectiveness review</u></p> <p>The board conducts an internal review of its effectiveness on a biennial basis via the internal auditors.</p> <p><u>External effectiveness review</u></p> <p>The board conducts an external review at least every three years in line with the requirements of the CUC code. The most recent review was conducted during 2024/25.</p>

<p>Element 6: Engagement</p> <p>Governing bodies understand the various stakeholders (especially staff and students) of the institution globally, nationally and locally, and are assured that appropriate and meaningful engagement takes place to allow stakeholder views to be considered and reflected in relevant decision-making processes.</p>			
	Requirements	Level of compliance	Evidence of DMU compliance
6.1	The governing body needs to ensure the activities of the institution are in the interests of students (current and future) and other stakeholders. Donations, partnerships and similar activities must not inappropriately influence the institution's independence, mission or academic integrity. Governance processes and structures should be clearly visible to staff and students (current and future), who should have opportunities to engage with the governance of the institution, should they choose.	Full	<ul style="list-style-type: none"> The Finance and Performance Committee considers on the board's behalf an annual report providing assurance that all fundraising activity is being carried out ethically and the appropriate due diligence and governance is in place. This annual report provides clarity and transparency on both the amount, type and impact of donations received. The university's Donations Acceptance Policy and Ethical Fund Raising Practice defines standard policies and procedures for the solicitation and acceptance of donations to support the university. In approving partnerships, the board considers the alignment of any proposed partnership or similar activity against the university's strategy and ensures conformity with the high standards of academic integrity expected. Proposals include an ethical scorecard against which risks in this area are scored.
6.2	The governing body needs assurance of regular, effective two-way communication with students, staff and other stakeholders, and must be advised of any major issues arising.	Full	<ul style="list-style-type: none"> The board receives all key communications to students and staff, including the Vice-Chancellor's weekly news bulletin. Governors are kept informed at all key meetings of key strategic issues by the Vice-Chancellor. Governors may receive updates from the Secretary to the Board or the relevant member of the executive via email should information require immediate circulation. Communications on behalf of the board are circulated to all staff and students when appropriate.
6.3	The governing body must promote and ensure the social, cultural, economic and environmental impact of the institution, and ensure that institutional success and achievements are reported to stakeholders. The governing body must also ensure that relevant stakeholders are advised of any material changes, adverse or other, in policy or circumstance.	Full	See 3.5 above.
6.4	Governing bodies need to promote a collegiate, collaborative and cooperative approach to liaison with students, staff and other stakeholders and ensure that interactions are guided by the values, ethics and culture of the institution.	Full	<ul style="list-style-type: none"> The governing body sets the standard for a collegiate and collaborative approach to liaison with staff and students by appointing to its membership representatives of both bodies. An independent governor is appointed as a trustee of the students' union's Trustee Board. The board involves students and staff in its decision making when appropriate to do so (i.e., via consultation), including the appointment to key roles such as Vice-Chancellor and university Chancellor. The board involves members of the executive in its meetings when appropriate to do so (e.g., at its away days) to aid it in its decision making and to embed a collegiate and collaborative working arrangement between the two bodies. The board assigns one independent governor to be a student governor mentor to support the student governor(s) in their role.
6.5	Where institutions enter into significant partnership or working arrangements with other organisations, governing bodies need to be assured of the benefits and risks of the partnership, and need to be satisfied that there are effective governance and risk management arrangements in place to support the partnership.	Full	<ul style="list-style-type: none"> The Academic Board has oversight of all major academic partnerships. In approving partnerships, assurance is sought that due diligence processes have been conducted and that risks have been appropriately considered and mitigated where possible. The Collaborative Partnerships Sub-Committee, reporting to Academic Board, is responsible for overseeing partnership approval and maintenance processes. The board maintains the provision to take a decision on any activity, including partnerships and collaboration, recruitment and retention, data provision, quality assurance and research integrity, for which it is felt that there is the potential for adverse reputational risk to the university.
6.6	Governing bodies should ensure the institution is accessible and relevant to its local communities, and should be open to, and engage with, their local communities in identifying their role in delivering public/community benefit and economic, civic duties, cultural and social growth.	Full	<ul style="list-style-type: none"> The university publishes on its website a wide range of strategic materials, as well as the minutes of governing body meetings. The university holds consultations with its stakeholders on a range of high-level matters, including on its strategy. The board consults external stakeholders on decision making when appropriate to do so. The board is mindful of its responsibilities to the local community in determining its membership, and current

			members include independent governors with significant local profile who ensure that the university is aligned to local economic and community needs.
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