

## GOVERNING BODY DELEGATION FRAMEWORK

	DECISIONS RETAINED FOR GOVERNING BODY & ITS COMMITTEES		DECISIONS MADE BY		
			GOVERNING BODY (GB)	ACADEMIC COUNCIL (AC)	GOVERNING BODY COMMITTEE
<b>Governing Instruments</b>	Approve Changes to the Articles of Association. Nominations, Staffing & Governance Committee (NSG <sup>1</sup> ) will recommend changes.		Members at a General Meeting of the University		
	“Regulated alterations” (see Article 32 of the Articles e.g., changes to the charitable objects) require prior approval by the Charity Commission. In addition, OfS must be informed if the changes are relevant to the public interest governance principles. Also OfS will consult over any proposed name change.				
	Approve Academic Regulations which regulate the programmes of study and the admission, conduct, suspension, exclusion and expulsion of students			AC	
	Approve the Governing Body Statement of Primary Responsibilities on recommendation of NSG		GB		
	Approve Governing Body Delegation Framework on the recommendation of NSG		GB		
	Approve the role descriptions of governors, Vice-Chancellor, Chair & Vice-Chair of the Governing Body and the Senior Independent Governor on recommendation of NSG		GB		
	Approve the Framework for Approving University Policies or Legally Required Statements		GB		

<sup>1</sup> Nominations, Staffing and Governance Committee

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			GOVERNING BODY (GB)	ACADEMIC COUNCIL (AC)	GOVERNING BODY COMMITTEE
	Approve the Framework for approving OfS Returns		GB		
<b>Committees</b>	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.  <i>The Vice-Chancellor has delegated authority over Executive Committees.</i>		GB		
	Approve the terms of reference and membership of the Academic Council		GB		
	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.			AC	
	Appoint members of the Academic Council in accordance with the membership approved by the Governing Body			AC	
<b>Academic Organisation</b>	Approve mergers, incorporation of entities into the University & major institutional alliances		GB		
	Approve the establishment, discontinuation and naming of Faculties		GB		

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<b>Strategic Direction</b>	Approve the University Strategy including the vision, values, and key performance indicators. Set the culture of the University. <i>NB. This power to approve the Strategy cannot be delegated by GB</i>		GB		
	Approve sub and enabling strategies under the University Strategy		GB		
	Approve the Risk Management Framework and the risk appetite of the University on the recommendation of Audit and Risk Committee		GB		
<b>Governing Body Appointments &amp; Terminations</b>	Approve the process for appointing the Chair and Vice-Chair of the Governing body on the recommendation of NSG		GB		
	Appoint and remove the Chair and Vice-Chair of the Governing Body		GB		
	Appoint the Senior Independent Governor (if not the Chair of NSG) on the recommendation of NSG		GB		
	Appoint and remove the OfS and Research England Accountable Officer (normally the Vice-Chancellor)		GB		
	Appoint the Chairs and Vice-Chairs of Governing Body Committees on the recommendation of NSG. The Vice-Chancellor will chair the Academic Council.		GB		
	Approve the recruitment process for appointing governors				NSG

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			GOVERNING BODY (GB)	ACADEMIC COUNCIL (AC)	GOVERNING BODY COMMITTEE
	Appoint governors on the recommendation of NSG		GB		
	Appoint members including co-opted members to Governing Body Committees				NSG
	Approve the process for the performance review of governors and co-opted members of GB committees				NSG
<b>Academic</b>	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			AC	
	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.			AC	
<b>People</b>	Approve the Senior Staff Remuneration Framework which defines who are the Senior Staff on recommendation of RC		GB		
	Approve pensions policy with respect to Senior Staff on the recommendation of RC		GB		
	Approve the Remuneration Annual Report and Statement on the recommendation of RC		GB		

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			GOVERNING BODY (GB)	ACADEMIC COUNCIL (AC)	GOVERNING BODY COMMITTEE
	<p>Approve the appointment process and the final appointment to the following posts and any suspension or termination</p> <ul style="list-style-type: none"> <li>Vice-Chancellor</li> <li>University Secretary</li> </ul> <p><i>NB. This power cannot be delegated by GB</i></p> <p>NSG will make recommendations on the appointment process of the Vice-Chancellor.</p>		GB		
	Approve the remuneration and terms and conditions of service of the Vice-Chancellor and Senior Staff on appointment and in post				Remuneration
	Determine any severance payments for the Vice-Chancellor and Senior Staff				Remuneration
	Approve the performance review process for the Vice-Chancellor and Senior Staff				Remuneration
	Appraise the Vice-Chancellor		Chair of GB		
	Approve University Pension Schemes and any material changes		GB		
<b>Finance</b>	Approve the University's financial strategic direction on recommendation of Finance Committee		GB		
	<p>Approve the five year financial plan supporting the OfS Financial Return on recommendation of Finance Committee</p> <p><i>NB. This power cannot be delegated by GB</i></p>		GB		

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			GOVERNING BODY (GB)	ACADEMIC COUNCIL (AC)	GOVERNING BODY COMMITTEE
	Approve the annual budget of the University on the advice of Finance Committee <i>NB. This power cannot be delegated by GB</i>		GB		
	Approve funding for Greenwich Students' Union for inclusion in the University's annual budget				Finance
	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			Finance
	Approve the annual report and Financial Statements on the recommendation of Audit and Risk Committee following review by the Finance Committee		GB		
	Approve the appointment of the University's bankers and investment managers. <i>Mandates, contracts and management delegated to the Vice-Chancellor.</i>				Finance
	Approve short term working capital loans/overdrafts				Finance
	Approve the University's Treasury Management Policy & Long Term Investment Policy				Finance
	Establish charitable trusts or other charitable legal entities				Finance
	Approve the University acting as trustee or manager for and in relation to endowments, legacies and gifts	£5M and more	GB		
		£1M - £5M			Finance

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			GOVERNING BODY (GB)	ACADEMIC COUNCIL (AC)	GOVERNING BODY COMMITTEE
	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.				Finance
	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	£5M and more	GB		
		£1M - £5M			Finance
	Approve gifts from one source whether financial or in kind	£5M and more	GB		
		£1M - £5M			Finance
	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 £50,000			Finance
	Procurement or sale of goods or services where the contract is for:	£5M and more	GB		
		£3M - £5M			Finance
	Approve the disposal of assets other than land and buildings	£5M and more	GB		
		£3M - £5M			Finance
	Approve individual research or knowledge exchange grants or contracts at signing stage where the value is	£5M and more	GB		
		£3M - £5M			Finance
	<i>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.</i>				

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<b>Estates &amp; IT</b>	Approve Estates Masterplan				Finance
	Approve the long term capital plan on the recommendation of Finance Committee		GB		
	Approve the University's capital budgets on the recommendation of Finance Committee		GB		
	Approve business cases and capital projects planned for in the capital budget following Finance Committee review. <i>NB. The Vice-Chancellor can approve capital projects below £3M if planned for in the capital budget</i>	£5M and more	GB		
		£3M - £5M			Finance
	Approve new business cases and capital projects not planned for in the capital budget following Finance Committee review. <i>NB. The Vice-Chancellor can approve capital projects below £1M if not planned for in the capital budget</i>	£5M and more	GB		
		£1M - £5M			Finance
	Approve capital cost over-runs where the total project cost exceeds £3M <i>NB. The Vice-Chancellor can approve cost over-runs up to £100k.</i>	£1M and more	GB		
		£100k - £1M			Finance
	Approve the acquisition or disposal of land or property including leases on the recommendation of Finance Committee		GB		
	Approve the granting of interests in land or property by way of licences, easements or wayleaves				Finance



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			GOVERNING BODY (GB)	ACADEMIC COUNCIL (AC)	GOVERNING BODY COMMITTEE
	Approve capital finance/borrowing including decisions to mortgage or charge assets and any ancillary or incidental financial instrument - on recommendation of the Finance Committee		GB		
	Give guarantees on the advice of Finance Committee		GB		
<b>Audit</b>	Approve the appointment or dismissal of internal auditors and any renewal of their appointment on the advice of ARC		GB		
	Approve the annual fee and scope of work of the internal auditors including any non-audit services				ARC
	Approve the appointment or dismissal of external auditors and any renewal of their appointment on the advice of ARC		GB		
	Approve the annual fee and work plan of the external auditors including any non-audit services				ARC
	Approve the signing of letters of engagement with the external and internal auditors				ARC
	Approve the filing of unaudited accounts with Companies House where permitted by the Companies Act 2006				ARC
	Agree the accounting policies for the Group Financial Statements				ARC
	Obtain legal or other independent professional advice where required for the committee's work				ARC

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	Give an annual opinion on the adequacy & effectiveness of the University's arrangements for <ul style="list-style-type: none"> <li>• Risk management, governance, internal control</li> <li>• Sustainability &amp; value for money</li> <li>• Management &amp; quality assurance of data</li> </ul>				ARC
Other	Approve the Students' Union's Constitution		GB		
	Approve and oversee the annual in-house Governance Effectiveness Review process				NSG
	Approve and oversee the periodic external review of Governance Effectiveness				NSG

Approved by the Governing Body: 23 November 2022  
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