



Board of Directors: Composition and Terms of Reference

Composition

There shall be a Board of Directors of no more than eight members.

The Board shall comprise:

Ex Officio Members

The Chief Executive Officer (Principal & Accountable Officer)
The Chief Operating Officer
The Chief Academic Officer

External, Independent Members

An independent member, appointed by the Board, who has significant experience of strategic and commercial leadership within higher education or a similar environment shall act as Chair.

Co-opted Members

In addition, two further members may be co-opted on the recommendation of the Principal

Secretary: The CEO shall appoint the secretary to the Board.

Quorum: Half the members of whom at least one shall be either the Principal or the independent member.

Frequency: The Board shall normally meet at least three times in each academic year.

Voting and Recommendations

It is expected that decisions of the Board will be reached by consensus and after due debate but if a vote is required then decisions shall be made on the basis of a majority of those attending and voting at a quorate meeting, In the event of an equality of votes being cast, the Chair of the meeting shall have a second or casting vote. A record of voting shall be minuted.

Terms of Reference

1. To determine the mission and strategic vision of the College of Health, its academic character, long-term academic and business plans and key performance indicators, and to ensure that these meet the interests of internal and external stakeholders and regulators.
2. To be the College of Health's principal:
 - a) financial and business authority, to ensure that proper books of account are kept, to approve the annual budget and financial statements, and to have overall responsibility for the College of Health's assets, property and estate to ensure financial viability and sustainability is maintained.
 - b) legal authority and, as such, to ensure that systems are in place for meeting all the College of Health's legal obligations, including those arising from contracts and other legal commitments made in the College of Health's name.
 - c) employing authority for all staff in the College of Health and to be responsible for establishing a human resources strategy.

3. To monitor and evaluate the performance and effectiveness of the College against its academic and business plans and approved key performance indicators to ensure financial viability and sustainability is maintained
4. To determine the College of Health's approach to risk and to establish and operate a robust risk management process.
5. To ensure the College of Health delivers 'Value for Money' in its provision of education
6. To ensure the quality assurance of all data management is maintained
7. To ensure adherence to, and oversight of, Anti-corruption, Fraud and anti-bribery policies
8. To delegate authority to the head of the College of Health, as chief executive, for the academic, corporate, financial, estate and human resource management of the College of Health, and to monitor the effectiveness of the College of Health's executive team.
9. To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls and risk assessment, and procedures for handling internal grievances and for managing conflicts of interest.
10. To delegate authority for the oversight of academic standards and quality to the Academic Council, which shall be appropriately constituted for the purpose, and to receive from the Academic Council regular and timely reports on:
 - the monitoring, maintenance and protection of academic standards;
 - the quality of the student experience;
 - the adequacy of the provision for the general welfare of students; and,
 - compliance with the College of Health's conditions of registration with the OfS.
11. To communicate clearly and effectively with the executive team.
12. To ensure that the requirements of relevant regulators inform the deliberations of the Board.
13. To establish processes to monitor and evaluate the performance and effectiveness of the governing body itself.