



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

The Instrument and Articles of Government are reviewed annually against legal and regulatory requirements and are published on the university's website.

[Scheme of Delegation](#)

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 HoI 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, HoI 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.

Element 2: Sustainability

Partnerships

- The Academic Board has oversight of all major academic partnerships. In approving partnerships, assurance is

- 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.

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

	<p>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.</p>		<p>from the external auditors are issued.</p> <ul style="list-style-type: none"> 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	<p>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.</p>	Full	

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. •

Audit and Risk Committee

			<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. The board will be launching a Governor Apprenticeship Programme which aims to develop a pipeline of diverse independent governor candidates interested in becoming future DMU governors. <p><u>Reporting</u></p> <ul style="list-style-type: none"> 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>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	<p>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.</p>	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 is able to 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	<p>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.</p>	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 board will be launching a Governor Apprenticeship Programme which aims to develop a pipeline of diverse independent governor candidates interested in becoming future DMU governors. 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	<p>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, n-50 11.0uncntng bod.6 (i)2.6 (on bei)(i)2.65.72 0.48 128.759002d(s)8.9 (e)]J[f]4.2 (f)-6.ody tshitsfg-6 (nor)-5.3(r)-61entffdit Ther71noeomeerudit The3</p>		

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"> • 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.
			<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. • The board will be launching a Governor Apprenticeship Programme which aims to develop a pipeline of future candidates to support succession planning for the board.

• should information require immediate circulation.