Regulation II:
The Council

Terms defined in this Regulation II shall have the meaning given to them in the Statutes and in Regulation VIII.

1. Appointment or Election of Members of Council

1.1 Subject to the Statutes:

1.1.1 the Council Members in Class (1) shall be appointed by the Council in accordance with Regulation VI;

1.1.2 the Council Members in Class (2) shall be appointed by the Council on the recommendation of the President & Vice-Chancellor;

1.1.3 the Council Members in Class (3) shall be appointed by the Council on the recommendation of its Nominations Committee;

1.1.4 the Council Members in Class (4) shall be members of staff appointed by the Council on the recommendation of its Nominations Committee from those elected by and from the Senate; *and*

1.1.5 the Council Member in Class (5) shall be appointed by the Council on the recommendation of its Nominations Committee from those elected by and from the Professional Staff.

1.2 Casual vacancies in Classes (2), (3), (4) and (5) shall be filled by the persons or body which elected or appointed the Member whose place has become vacant. Council Members elected or appointed to casual vacancies shall retire at the time when the person whom they respectively succeed should have retired.

1.3 In preparing its recommendations to the Council, the Nominations Committee shall have regard to the diversity of potential new members together with their experience and skills in the full range of activities that are relevant to the fulfilment of the University's Objects.

1.4 The procedure for carrying out any University elections, including for Council Members in Classes (4) and (5), and any changes to such procedure shall be prepared by the University Secretary for approval by the Class (1) Council Members and, once approved, will be published and maintained by the University Secretary.

2. Removal and Resignation of Members of Council

2.1 Members of Council may resign by letter addressed to the University Secretary.

2.2 The Council may remove from office any Member of Council for conduct which, in the reasonable opinion of the Council, is inappropriate to the holding of such office.

2.3 The Council will not remove a Member of Council from office pursuant to paragraph 2.2 until there has been a process of review by and recommendation from the Council's Nominations Committee and this process shall include the Member who is proposed to be removed from office being given a reasonable opportunity of being heard.

2.4 A non-professorial Council Member of Class (4) shall vacate office as a Council Member upon their appointment as a Professor if that appointment increases the number of Professors who are Class 4 Council Members beyond two;

2.5 A Member of Council shall vacate office on ceasing to hold any office or other qualification by virtue of which that person became of Member of the Council.

2.6 A Member of Council's term of office as such automatically terminates if they:

2.6.1 are disqualified under the Charities Act 2011 from acting as a charity trustee;
2.6.2 are determined by the Office for Students not to be a fit and proper person to hold such office;
2.6.3 are incapable, whether mentally or physically, of managing their own affairs; *or*
2.6.4 are absent from three consecutive ordinary meetings of Council unless the Council decides otherwise.

3. Attendance at Meetings of Council

3.1 Subject to paragraph 3.2, persons who are not Members of Council will not be permitted to attend meetings of the Council except with the prior agreement of the University Secretary and the Chair of Council.

3.2 The Council Member of Class (6) may be accompanied at meetings of the Council by another officer of the Students' Union nominated by the President of the Students' Union.

4. Powers of Council

Subject to the Charter and the Statutes the Council shall in addition to all other powers vested in it have, without limitation, the power to:

4.1 subject to the approval of the Privy Council, make and amend Statutes and amend the Charter provided that the principle of every such proposal shall be communicated to the Senate in advance of the meeting of the Council at which the business is to be considered;

4.2 make Regulations governing all matters except those relating to the powers of Senate as set out in Regulation IX and the duties or powers of Faculties as set out in Regulation X;

4.3 appoint and remove the Chancellor and Pro-Chancellors;

4.4 appoint and remove the Chair of Council and the Treasurer;

4.5 appoint and remove the President & Vice-Chancellor, Provost & Deputy Vice-Chancellor, Vice-Presidents, University Secretary, Heads of Schools and other University Officers as may from time to time be determined, together with Staff of the University, and to ensure that arrangements are put in place to regulate the terms and mode of appointment, tenure of and removal from office, promotion, duties, salaries, allowances and superannuation allowances of the University Officers and Staff of the University;

4.6 consider, adjudicate upon and if thought fit redress any grievances of the University Officers, Staff or Students of the University;

4.7 review the learning, teaching and academic quality and standards of the University;

4.8 promote and make provision for research within the University and to require reports from time to time on such research;

4.9 provide for the welfare of the Students;

4.10 govern, manage and regulate all of the University's financial activities which includes:

4.10.1 investing any monies belonging to the University;

4.10.2 selling, buying, exchanging, leasing and accepting leases of real and personal property on behalf of the University;

4.10.3 providing the buildings, premises, furniture and equipment and other means needed for carrying on the work of the University;

4.10.4 borrowing or raising money in any manner and, in particular, by the issue of notes, bonds, loan stock, shares, stock, warrants or any other instrument or security of any kind;

4.10.5 refinancing, replacing or reorganising any capital, finance or credit previously raised or obtained by the University;

4.10.6 guaranteeing, supporting or securing (whether or not receiving any consideration or benefit) the payment, repayment or discharge of any monies, debts or liabilities, or the performance or observance of any obligations in relation to any transaction whatsoever so far as permitted by charity law;

4.10.7 creating or granting a mortgage, charge, pledge, lien or encumbrance of any kind over, or entering into any other type of transaction (including accepting or granting options) in relation to, all or any of the undertaking, property or assets of the University (present and future) so far as permitted by charity law;

4.10.8 providing indemnities in respect of every kind of claim, proceeding, tax, liability, loss, expense, failure, default or contingency, with or without securing the indemnity by a mortgage, charge, pledge, lien or other encumbrance;

4.10.9 entering into any agreement or arrangement as to the subordination or priority of any debts, liabilities or encumbrance (of any kind) incurred at any time either by, or in favour of, the University;

4.10.10 entering into any contract with any party, the purpose or purported purpose of which is to protect the University and its assets:

(a) against any fluctuation in rates of exchange, interest or any index of stocks, bonds or commodity prices;

(b) in order to secure a profit or avoid a loss in respect of the value or price of property of any description;

(c) any similar or comparable contract;

provided that any monies borrowed, raised or guaranteed by the University or value of assets charged shall not at any time exceed in aggregate the sum of £436,000,000 (including the service concession and all operating leases, and all financing transactions, whether on or off Balance Sheet).

4.11 carry on any of the University's activities by or through any body corporate or unincorporate, and whether or not a subsidiary within the meaning of such term in the Companies Act 2006 (as amended from time to time) or in collaboration or by way of joint venture with such body corporate or unincorporate;

4.12 acquire any part of another institution or body or to merge the University with any other higher education institution;

4.13 negotiate, enter into and execute all documents, deeds, instruments, agreements, securities, options, contracts and undertakings of every kind and description whatsoever relating to or incidental to the exercise of any of the Council's powers and to vary and cancel such contracts on behalf of the University;

4.14 select a Seal, Arms and Mace for the University and have the sole custody of the Seal;

4.15 approve the dissolution of the University and apply to surrender the Charter; *and*

4.16 undertake any act incidental to the operation of the above powers or to achieving the Objects of the University.

5. Functions of Council

Subject to the Charter and Statutes, the Council's primary functions are to:

5.1 develop and approve the mission and strategic vision of the University, long-term academic and business plans and key performance indicators, and to ensure that these meet the interests of stakeholders;

5.2 maintain oversight of the exercise of the authority delegated by the Council to the President & Vice-Chancellor, as chief executive, for the academic, corporate, financial, estate and human resources management of the University and to establish and keep under regular review the policies, procedures and limits applicable to such management functions as shall be undertaken by and under the authority of the President & Vice-Chancellor;

5.3 review, test, refer back, control, amend or disallow any act of the Senate and give directions to the Senate;

5.4 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;

5.5 ensure processes are in place to monitor and evaluate the performance and effectiveness of the University against the plans and approved key performance indicators, which should be, where possible and appropriate, benchmarked against other comparable universities;

5.6 establish processes to monitor and evaluate the performance and effectiveness of the Council itself;

5.7 conduct its business with regard to best practice in higher education corporate governance and in accordance with the public interest governance principles drawn up by the Office for Students and the principles of public life drawn up by the Committee on Standards in Public Life, such that the University operates openly, honestly, accountably and with integrity;

5.8 safeguard the reputation and values of the University;

5.9 take such steps as are reasonably practicable to actively promote, protect and secure freedom of speech within the law and to ensure that freedom of speech and academic freedom within the law is secured within the University;

5.10 promote equality and diversity throughout the University, including in relation to its own operation;

5.11 appoint the President & Vice-Chancellor as chief executive, and to put in place suitable arrangements for monitoring their performance;

5.12 appoint the University Secretary, who shall by virtue of holding that office be the secretary to the Council and Senate;

5.13 be the employing authority for all Staff in the University and to be responsible for establishing a human resources strategy;

5.14 be the principal financial and business authority of the University, to ensure that financial control and risk management procedures are robust, to approve the annual budget and financial statements, and to have overall responsibility for the University's assets, property and estate, including ensuring value for money;

5.15 ensure that systems are in place for meeting all the University's legal obligations, including those relating to health and safety and those arising from contracts and other legal commitments made in the University's name;

5.16 make such provision as it thinks fit for the general welfare of Students, in consultation with the Senate;

5.17 review at intervals of not less than five years the constitution of the Students' Union and approve amendments recommended by the Students' Union to its constitution between those five yearly reviews;

5.18 act as trustee for any property, legacy, endowment, bequest or gift in support of the Objects of the University; *and*

5.19 ensure that the University's Charter and Statutes are followed at all times and that appropriate advice is available to enable this to happen.

6. Matters Reserved for Decision by Council

6.1 The following matters are reserved to Council for decision, subject to advice, as appropriate, from Senate, the President & Vice-Chancellor or other members of their executive board, or other committees and may not be delegated.

6.2 Constitutional matters:

- 6.2.1 amendments to the Charter and Statutes subject to the approval of the Privy Council;
- 6.2.2 establishment or abolition of Faculties and Schools, and approval of their titles;
- 6.2.3 other major changes in the University's organisational and committee structure; *and*
- 6.2.4 establishment of and amendments to a Scheme of Delegation in respect of the delegation of the powers of the Council.

6.3 Mission and strategy:

6.3.1 approval and amendment of the University's mission, vision and identity; *and*

6.3.2 approval of the University's strategic plan and any other key strategies related to the plan.

6.4 Financial matters:

6.4.1 approval of the University's financial forecasts and annual budget;

6.4.2 approval of the University's annual audited accounts;

6.4.3 appointment of the University's auditors;

6.4.4 approval of the delegation of other financial matters for inclusion in the Scheme of Delegation.

6.5 Statutory compliance:

6.5.1 approval of statements and policies complying with statutory requirements, for example, the Equality Duty and the University's Health and Safety Policy.

6.6 Appointment/removal of University Officers listed in Regulation IV and all Members of Council.

6.7 Audit and monitoring:

6.7.1 monitoring and evaluating the performance of the University against approved plans and key performance indicators;

6.7.2 considering an annual report from the Council Audit and Risk Assurance Committee;

6.7.3 approving the University's internal control and risk management procedures and corporate risk register; *and*

6.7.4 implementing decisions or recommendations arising from any review of the effectiveness of Council.

6.8 Other institutions:

6.8.1 granting the designation "affiliated to the University of Sheffield" to other institutions on the recommendation of Senate; *and*

6.8.2 approval of mergers with other institutions.

7. Delegation of Powers

7.1 Subject to section 4 of the Statutes and paragraph 6 above, the Council may:

7.1.1 delegate to any University Officer, member of Staff or Committee any power exercisable by the Council, the Senate or the Faculties under the Statutes and these Regulations;

7.1.2 provide that the actions taken in the discharge of the delegated powers shall not require confirmation by the body whose powers are delegated; *and*

7.1.3 revoke or alter a delegation at any time.

7.2 The delegation of powers exercisable by Council pursuant to paragraph 7.1 above shall be recorded in the Scheme of Delegation, which shall be reviewed by Council on an annual basis, it being noted that the Scheme of Delegation is a non-exhaustive record of powers delegated by Council and does not preclude Council

from delegating its powers outside the provisions of the Scheme of Delegation. Where the Council has delegated the exercise of its powers to another person or body, the Council is still ultimately accountable for the actions taken.

7.3 Council has delegated to the Chair of Council the following powers to act on the Council's behalf between scheduled meetings of the Council:

7.3.1 to carry out items of routine business that would not normally merit discussion or resolution at meetings of the Council;

7.3.2 to take action to implement decisions that have already been approved by the Council provided always that any such action remains within the parameters of the approval given by Council; *and*

7.3.3 to take action in respect of any issue which, in the view of the Chair, under advisement from the University Secretary, is too urgent and important for consideration to be deferred until the next scheduled meeting of the Council or an emergency meeting of the Council, especially where any lack of timely action could damage the interests of the University.

7.4 Where the Chair of Council has exercised their delegated authority to act on behalf of the Council pursuant to paragraph 7.3 above, a report on the action taken, together with any background documents, will be made available to Council at its next scheduled meeting where the Chair will explain the reason action was taken.

7.5 Each of Senate and the Faculties may by Regulation sub-delegate the exercise of powers delegated to them under the Statutes and these Regulations, provided that details of such sub-delegations are recorded and maintained in an approved Scheme of Delegation.

7.6 Where there is delegation to a Committee of the exercise of the following powers, there shall not be any Student member of that Committee:

7.6.1 any of the powers of the Senate and the Faculties regarding the award of Degrees, Fellowships, Prizes and other distinctions and examination results; *and*

7.6.2 any of the powers of the Senate and Faculties, in accordance with Regulations made by the Senate, to review the progress or fitness to practise of Students or to consider academic appeals.

7.7 The making of a Regulation under this paragraph shall not be taken as divesting the Council, the Senate or any Faculty of any of their powers under the Statutes or Regulations.

8. Meetings of the Council and its Committees and conduct of business

8.1 The Council may make Regulations for its own proceedings and the proceedings of all Committees, but subject to the Statutes and any such Regulations every Committee shall determine in consultation with the University Secretary their own procedures for the proceedings of their meetings and the conduct of their business. The University Secretary shall publish and maintain details of such procedures of Council and of its Committees.

9. Committees of Council

9.1 The Council shall have the following sub-committees, the respective duties and terms of reference of which shall be approved by Council and include the delegations set out in Regulation III and shall be reviewed by the Committee annually and any amendments proposed for approval by Council:

9.1.1 The Council Audit and Risk Assurance Committee, which shall comprise:

(a) four Class (3) Members of the Council, appointed by the Council; *and*
(b) up to five co-opted members, appointed by the Council.

Quorum: two members of the Committee, of whom at least one should be a Member of Council.

9.1.2 The Council Nominations Committee, which shall comprise:

(a) the Chair of the Council and other Pro-Chancellors;
(b) the President & Vice-Chancellor;
(c) the Provost & Deputy Vice-Chancellor;
(d) the Treasurer;
(e) one member Council, appointed by the Council, who shall be drawn from the Class (4) and (5) members of Council; *and*
(f) at times when only two Pro-Chancellors are in post, one additional member, who will normally be a member of the Council, appointed by the Council.

Quorum: three members of the Committee, of whom members of Staff of the University shall not constitute a majority.

9.1.3 The Council Senior Remuneration Committee, which shall comprise

(a) the Chair of the Council;
(b) the Pro-Chancellors;
(c) the Treasurer;
(d) one other lay member of the Council, appointed by the Council.

Quorum: three members of the Committee.

9.2 For the time being, the Council shall additionally have the following sub-committees, the respective duties and terms of reference for each shall be approved by Council and include the delegations set out in Regulation III and shall be reviewed by the relevant Committee annually and any amendments proposed for approval by Council:

9.2.1 The Council Equality, Diversity and Inclusion Committee;

9.2.2 The Council Finance Committee;

9.2.3 The Honorary Degrees Committee (a joint committee of the Senate and the Council).

9.3 The Council and Senate may also, from time to time, appoint such and so many standing and special Committees as may seem to them fit and may place on them persons who are not members of the appointing bodies.

10. Consultation with the Senate

10.1 The Council shall inform, consult with or receive recommendations from the Senate in relation to matters including but not limited to the following:

10.1.1 when appointing a President & Vice-Chancellor, the Council shall include a member of the Senate in the membership of the Committee of the Council set out in Regulation VI;

10.1.2 when appointing a University Secretary, the Council shall include a member of the Senate on the Committee, as set out in Regulation VI;

10.1.3 when amending the Charter and making or amending Statutes and/or these Regulations the Council shall, in respect of matters relevant to the powers delegated to the Senate or of any Faculty, or to the sub-delegation of those powers, do so only after consultation with the Senate, and in respect of this shall communicate to the Senate the principle of every such proposal in advance of the meeting of the Council at which the business of the amendment of the Charter, Statutes and/or these Regulations is to be considered.

Regulation III:
Scheme of Council Delegation

Introduction

The purpose of the Scheme of Delegation is to provide a summary of the powers of the University Council as set out in the Statutes and in Regulation II and then to identify in relation to those powers the responsibilities and delegated authorities for making key decisions in the name of, or on behalf of, the University. This information is contained in the table below.

The intention of the Scheme of Delegation is to provide clarity on the decision-making process and final authorities in relation to key strategic and policy matters for which the Council has the ultimate responsibility in order that the University's decision-making process is transparent and demonstrates effective accountability and good governance. The Scheme seeks to identify only responsibility for the final stage of decision-making, and not, for example, responsibility for formulating strategic, policy and business proposals (which typically lies with individual executive officers and/or bodies such as the University Executive Board (UEB) and its sub-groups).

How to apply the Scheme of Delegation, Limitations and Accountability

The Statutes and Regulation II detail the powers of the Council that can only be exercised by the Council and cannot be delegated. Regulations IX and X detail the powers of Senate and the Faculties respectively. The Scheme of Delegation does not provide an exhaustive list of regulation, policy and procedures and approval routes for these, as this would be cumbersome. However, the Scheme of Delegation should be read in conjunction with the series of institutional Definitions [PDF] that were adopted in 2024 and give an indication of the appropriate level of approval.

The University will maintain an approved Scheme of Delegation that will set out the details of the powers of the Council, the Senate, the Faculties and professional services departments, as well as any committees and University Officers. The Scheme provides transparency regarding delegations as well as ultimate accountability for the actions taken. It is based on the principle that decision-making is devolved except where there is a valid reason for reserving decisions to a higher level of authority. Committees must operate in a way which ensures that the University's business is dealt with efficiently, effectively and appropriately, without compromising the quality of the decisions that emerge. The delegation of decision-making must always comply with internal and external legal or regulatory requirements. Escalation for a decision can be considered if significant material issues have been identified, e.g. having assessed the risks and impacts.

The Scheme of Delegation is an intentionally high-level, formal document. It is not intended to give the reader the legal, regulatory or policy context or a route map to achieve the approvals. It should be used as a first point of reference for understanding where the responsibility lies for key decision-

making. The Scheme of Delegation does not prevent the Council or the Senate from making decisions to delegate its powers at any time as required in order to maintain effective governance of the University. The Council or the Senate may also revoke a delegation at any time.

It may the case that a particular project does not fall within a specified delegation in the table below; where this is the case, a common-sense approach should be taken in applying the Scheme of Delegation in order to determine the most appropriate body, committee or person to which a decision should be referred, with guidance from the University Secretary. If there is doubt as to whether there is delegated authority to make a decision, it should be assumed that no such authority is given and that the decision is reserved to Council. The University Secretary will be able to provide clarification on the application of the Scheme of Delegation. The authoritative or single reference point for all detailed financial regulations, authorities and procedures is the Financial Regulations (staff login required) and associated policies and regulations.

Accountability for decisions should sit at the right level of authority, avoiding default or unnecessary escalation to senior bodies or individuals.

The most significant decisions are taken by the senior committees/bodies of the University, to ensure collective ownership and accountability; empower and receive assurance from individuals or groups responsible for proposing and implementing a decision; provide clear and timely feedback to those recommending a decision on the outcome; advocate for and support decisions following approval. Council will seek such advice as it considers appropriate from the Senate, the President & Vice-Chancellor and/or the University Executive Board.

Decision-making should be streamlined where possible, and appropriate sub-committees, sub-groups or individuals empowered to take decisions, subject to the need to escalate decisions on complex or high-risk matters on a case-by-case basis and the importance of maintaining clear records of how, when and by whom decisions are made. Committees should retrospectively report significant decisions taken in line with their delegated authority to their parent body, as part of the University's standard reporting processes.

Except as otherwise provided, individuals and bodies in whom authority is vested by this Scheme of Delegation may sub-delegate to others provided that such sub-delegation is consistent with the financial and other regulations and recorded and reported to the appropriate body and/or individual. Delegations are made to positions (whether held permanently or on an acting or interim basis), not to particular individuals.

In line with Regulation II (7.3) which applies to the Chair of Council, the Chair of any committee or body may take decisions on behalf of that committee or body by way of Chair's action. Any such decision should be reported to the next meeting of the committee or body.

Repeat discussions of the same matter should be avoided. Once an item has been discussed and decisions taken, individuals or groups below the decision-makers should be trusted to move forward with implementation and provide assurance as needed ('Discuss once, decide once, then delegate').

Transparency of decision-making to relevant stakeholders is important but must be at the appropriate time to avoid prejudicing the decision and its implementation or those groups and individuals involved in or impacted by it.

The Scheme of Delegation is reviewed and updated on an annual basis by the Council. In the periods between reviews, the University Secretary is authorised to update the Scheme in order to (i) correct any typographical errors (ii) make administrative or non-substantive changes (e.g. updates to job titles where the change does not affect a delegation) (iii) ensure any links to policies within the Scheme are maintained and kept up-to-date. Any such changes must be reported to the next meeting of Council.

Section 1A: Powers of Council that cannot be delegated (Statute 4(4))					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
St 4(4)(a) Reg II (4.3) and (6.6)	Appointment of the Chancellor	Council			Regulation VI (The University Officers)
St 4(4)(b) Reg II (4.5) and (6.6)	Appointment of the Vice-Chancellor	Council			Regulation VI (The University Officers)
St 4(4)(c) Reg II (4.1) and (6.2.1)	Variation, amendment or revocation of the Charter or Statutes	Council			Subject to the approval of the Privy Council
St 4(4)(d) Reg II (6.3.1) and (6.3.2)	Approval of the University's strategic plan	Council		The President & Vice-Chancellor and their Executive Board will lead the development of the University Strategy and propose the same to Council	The President & Vice-Chancellor and their Executive Board are responsible for developing and agreeing operational and delivery plans and reporting to Council on those plans and performance against the same

Section 1A: Powers of Council that cannot be delegated (Statute 4(4))					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
St 4(4)(e) Reg II (6.4.1)	Approval of the University's financial forecasts and annual budget	Council		Council Finance Committee Council Audit and Risk Assurance Committee	
St 4(4)(f) Reg II (6.4.2)	Approval of the University's annual audited accounts	Council		Council Audit and Risk Assurance Committee Council Finance Committee	
St 4(4)(g) Reg II (6.4.3)	Appointing the University's external and internal auditors	Council		Council Audit and Risk Assurance Committee	Regulation IV (The Auditor)

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.2)	Making Regulations other than those within the control of the Senate	Council	Council Finance Committee (Financial Regulations only)	University Executive Board	Regulation I (Responsibility for Creation and Amendment of Regulations)
Reg II (4.3) and (6.6)	Removal of the Chancellor	Council			Regulation VI (The University Officers)

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.5) and (6.6)	Removal of the President & Vice-Chancellor	Council			Regulation VI (The University Officers) and Regulation VII (The Dismissal and Removal from Office of the President & Vice-Chancellor)
Reg II (4.3) and (6.6)	Appointment/removal of the Pro-Chancellors	Council		Council Nominations Committee	Regulation VI (The University Officers)
Reg II (4.4) and (6.6)	Appointment/removal of the Chair of Council and Treasurer	Council		Council Nominations Committee	Regulation VI (The University Officers)
Reg II (4.5) and (6.6)	Appointment/removal of the University Secretary	Council			Regulation VI (The University Officers)
Reg II (4.5) and (6.6)	Appointment/removal of the Provost & Deputy Vice-Chancellor and the Vice-Presidents	Council	President & Vice-Chancellor		Regulation VI (The University Officers)
St 3(1) Reg II (1), (4.4) and (6.6)	Appointment of members of Council	Council		Council Nominations Committee President & Vice-Chancellor to recommend the appointment of members in Class (2)	
Reg II (2.2)	Removal of a member of Council	Council		Council Nominations Committee	

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (7.1)	Appointments to Council Committees, working groups and Joint Committees of Council and Senate	Council		Council Nominations Committee	
St 4(3) Reg II (7)	Approval of terms of reference of Council Committees	Council		The relevant Council Committee	
Reg II (4.16)	Making Standing Orders for the operation of Council	Council			
Reg II (6.3.2)	Creation and amendment of key strategies related to the University's strategic plan (a) Financial strategy (b) Environmental Sustainability Strategy	Council		Council Finance Committee University Executive Board	The President & Vice-Chancellor and their Executive Board are responsible for developing and agreeing operational and delivery plans and reporting to Council on those plans and performance against the same
Reg II (4.10)	Appointment of Bankers	Council		Council Finance Committee	
Reg II (4.10.2)	Purchase, refurbishment, development of land, property and equipment with a value greater than £10m	Council		Council Finance Committee	

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.10.4)	Amendments to the internal borrowing limit	Council			
Reg II (4.12) and (6.8.2)	Approval of mergers and acquisitions	Council		Senate President & Vice-Chancellor University Executive Board Council Committees	
Reg II (4.13)	Entering into major strategic alliances at institutional level	Council		University Executive Board	
Reg II (4.14)	Selection of Seal, Arms and Mace	Council			
Reg II (4.15)	Dissolution of the University and application to surrender the Royal Charter	Council		University Executive Board	
Reg II (6.2.4)	Establishment or abolition of Faculties and Departments/Schools, and approval of their titles	Council		Senate President & Vice-Chancellor University Executive Board	Council will seek such advice as it considers appropriate from the Senate, the President & Vice-Chancellor and/or the University Executive Board

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (6.2.3)	Other major changes in the University's organisational and committee structure	Council		Senate President & Vice-Chancellor University Executive Board	Council will seek such advice as it considers appropriate from the Senate, the President & Vice-Chancellor and/or the University Executive Board Examples not otherwise covered by specific provisions may include the establishment of a new campus or major changes to the organisation and/or remit of the Council or Senate committees
Reg II (6.2.4) and (6.4.4)	Establishment of and amendments to the Scheme of Council Delegation	Council		Council Audit and Risk Assurance Committee and Council Finance Committee advise in relation to financial matters in the Scheme of Delegation	Regulation III
Reg II (6.3.1)	Approval of a new or amended mission, vision and identity	Council		University Executive Board	

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (6.5.1)	Approval of statements and policies complying with statutory requirements	Council		For example: Council Equality, Diversity and Inclusion Committee (Equality Duty) UEB Health and Safety Sub-Group (Health & Safety Policy)	Policies relating to these matters without a statutory compliance function may be approved by a member of the Executive or their delegate, or an appropriate Council Committee
Reg II (6.7.1)	Monitoring and evaluating the performance of the University against approved plans and KPIs	Council		Council Audit and Risk Assurance Committee Council Finance Committee	Council Finance Committee is primarily responsible for monitoring financial performance. Council Audit & Risk Assurance Committee evaluates the adequacy and effectiveness of risk management.
Reg II (6.7.2)	To receive the annual report from the Council Audit and Risk Assurance Committee	Council		Council Audit and Risk Assurance Committee	
Reg II (4.5)	To receive the annual report from the Council Senior Remuneration Committee	Council		Council Senior Remuneration Committee	

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (6.7.3)	Approval of the Corporate Risk Register and receipt of accompanying reports from the UEB Risk Review Sub-Group and the Council Audit and Risk Assurance Committee	Council		Council Audit and Risk Assurance Committee UEB Risk Review Sub-Group	
Reg II (6.7.4)	Approval of the reports and agreement of recommendations from any Council Effectiveness Reviews and agreement of any actions in response	Council			
Reg II (6.8.1)	Approval of any arrangements for another institution to offer programmes or degrees under the University's name	Council		Senate President & Vice-Chancellor University Executive Board	

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.10.4)	Ability to borrow money and give security: (a) amendments to the internal borrowing limit (b) authority to borrow up to the internal borrowing limit	Council		Council Finance Committee	
Reg II (4.10.5)	Refinancing or reorganising any capital, finance or credit previously raised or obtained by the University	Council		Council Finance Committee	
Reg II (4.10.6)	Providing guarantees, support or security for the payment, repayment or discharge of any monies, debts or liabilities, or the performance or observance of any obligations, by any person or undertaking	Council	£10m and over: no delegation Up to £10m: Council Finance Committee		The giving of guarantees by charities can raise difficult issues under charity law and therefore this power is confined to Council/Council Finance Committee.

Section 1B: Powers of Council that are reserved to Council					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.10.7)	Creating or granting a mortgage, charge, pledge, lien or encumbrance of any kind over any of the University's undertaking, property or assets	Council		Council Finance Committee	No further delegation
Reg II (4.10.10)	Entering into a contract to protect the University and its assets against any fluctuation in rates of exchange, interest, stocks, bonds or commodity prices, or in order to secure a profit or avoid a loss in respect of the value of property	Council		Council Finance Committee	Further delegation detailed within the Financial Regulations and supporting Financial Policies

Section 2: Powers delegated by Council					
Human Resources					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.5) and	Determination of remuneration of President & Vice-Chancellor	Council	Council Senior Remuneration Committee		Council Senior Remuneration Committee sets objectives and determines the overall remuneration package including the operation of any bonus scheme which may be in place See CUC Higher Education Senior Staff Remuneration Code
Reg II (4.5)	Determination of remuneration of members of UEB and the University Secretary	Council	Council Senior Remuneration Committee	President & Vice-Chancellor	Council Senior Remuneration Committee sets objectives and determines overall remuneration packages including the operation of any bonus schemes which may be in place See CUC Higher Education Senior Staff Remuneration Code
Reg II (4.5)	Authorisation of any severance payments for the President & Vice-Chancellor, members of UEB and the University Secretary	Council	Council Senior Remuneration Committee	President & Vice-Chancellor Director of HR	See CUC Higher Education Senior Staff Remuneration Code

Section 2: Powers delegated by Council					
Human Resources					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.5)	Appointment of Heads of Academic Departments/Schools	Council	President & Vice-Chancellor	Director of HR Relevant Vice-President & Head of Faculty	
Reg II (4.5)	Appointment of Professors and equivalent level staff	Council	President & Vice-Chancellor Relevant Vice-President & Head of Faculty	Director of HR	
Reg II (4.5)	Appointment of all other employees of the University and issue of contracts of employment	Council	Director of HR	Relevant Head of School Relevant Professional Service Director	
Reg II (4.5)	Promotions to Personal Chair	Council	University Reward and Recognition Panel	Director of HR	

Section 2: Powers delegated by Council					
Human Resources					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.5)	Approval of recommendations for the regrading/promotion of all other employees	Council	Director of HR Further delegation to the UEB Member responsible for each area of the University	Relevant Head of School Relevant Professional Service Director	
Reg II (4.5)	Termination of employment contracts and dismissal of employees	Council	Director of HR		
Reg II (4.5)	Authorisation of any payments associated with ill-health and early retirement for staff (other than those within the remit of the Council Senior Remuneration Committee)	Council	Director of HR		

Section 2: Powers delegated by Council					
Human Resources					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.5)	Reaching settlements with staff, including statutory, contractual and non-contractual payments, in line with employment legislation and approved internal procedures	Council	Council Senior Remuneration Committee Director of HR	President & Vice-Chancellor Director of HR	
Reg II (4.5)	Issuing of agreements for services with contractors/workers	Council	Director of HR		
Reg II (4.5)	Requesting criminal activity reports from the Disclosure and Barring Service, and BPSS, SC and DV security clearances for relevant post holders in line with approved procedures	Council	Director of HR in the case of DBS reports Chief Operating Officer, Vice-President for Research & Innovation, AMRC Chief Executive in the case of security clearances		

Section 2: Powers delegated by Council					
Human Resources					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.5)	Negotiation and agreement of collective terms and conditions of employment	Council	Director of HR		
Reg II (4.5)	Negotiation and agreement of individual contracts of employment	Council	Director of HR		
Reg II (4.5)	Conferment of appointments for staff following successful probationary period	Council	Director of HR	Another member of UEB University Secretary Relevant Head of School Relevant Professional Service Director	
Reg II (4.5)	Conferment of visiting, honorary, emeritus and other academic titles on non-employees	Council	Director of HR	Vice-President & Head of Faculty Vice-President for Research & Innovation	In line with agreed procedures as determined from time to time by the University Executive Board

Section 2: Powers delegated by Council					
Human Resources					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.6)	Hearing of concerns raised by aggrieved staff	Council	Director of HR		Neither Council nor Senate make decisions on individual cases. Further delegations and authority are set out in the relevant Regulations, Policies and Procedures. Grievance Policy and Procedure
Reg II (4.6)	Consideration of matters of research misconduct: investigation and determination	Council	Director of HR		Policy and Procedures for Investigating and Responding to Allegations of Research Misconduct

Section 2: Powers delegated by Council					
Students					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.6)	Complaints submitted by students or graduates: (a) decision as to whether a substantive case exists (b) review of complaint, if held to be substantive	Council	(a) Vice-President other than that of the student's or graduate's Faculty (b) Case Review Panel	Senate Student and Academic Experience Sub-Committee	Neither Council nor Senate make decisions on individual cases. Further delegations and authority are set out in the relevant Regulations, Policies and Procedures. Student Complaints Procedure
Reg II (4.9)	Provision of services to support the welfare of students	Council	President & Vice-Chancellor Further delegation to Chief Operating Officer	Senate Student and Academic Experience Sub-Committee	
Reg II (5.17)	Students' Union (a) Approval of constitution (b) Code of Practice (c) Funding	Council		University Executive Board University Secretary Finance Committee (funding)	

Section 2: Powers delegated by Council					
Teaching, learning and research					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.7)	Overall responsibility for learning, teaching and academic standards	Council	Senate Further delegation to Senate Education Committee and its sub-committees		
Reg II (4.8)	Overall responsibility for research	Council	Senate Further delegation to Senate Research and Innovation Committee and its sub-committees and to Senate University Research Ethics Committee		
Reg II (4.7)	Receipt of Senate Annual Academic Assurance Report	Council		Senate	

Section 2: Powers delegated by Council					
Financial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.10)	Banking activities such as bank signatories	Council	Council Finance Committee		Further delegation detailed within the Financial Regulations and supporting Financial Policies
Reg II (4.10)	Creation and amendment of Financial Regulations	Council	Council Finance Committee		No further delegation
Reg II (4.10)	Creation and amendment of Financial Policies under the Financial Regulations	Council	Council Finance Committee Chief Financial Officer or Director of Finance (for minor or consequential amendments)	Chief Financial Officer	
Reg II (4.10)	Commercialisation of Intellectual Property	Council	Council Finance Committee		Further delegation detailed within the Financial Regulations and supporting Financial Policies

Section 2: Powers delegated by Council					
Financial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.10)	Intellectual Property	Council	Senate	Vice-President for Research & Innovation Chief Operating Officer Director of Research Partnerships & Innovation	Intellectual Property Policy
Reg II (4.10)	Determining tuition fees	Council	President & Vice-Chancellor University Executive Board UEB Student Recruitment and Population Sub-Group	UEB	Includes discounts to sponsors and the write off of tuition fees Further delegation detailed within the UEB Student Recruitment and Population Sub-Group Scheme of Delegated Authority Further delegation detailed within the Financial Regulations and supporting Financial Policies Fees and Charges to Students Policy
Reg II (4.10)	Determining student accommodation fees	Council	President & Vice-Chancellor	UEB	Further delegation detailed within the Financial Regulations and supporting Financial Policies
Reg II (5.18)	Receipt of gifts	Council		University Secretary	Donations Acceptance Policy

Section 2: Powers delegated by Council					
Financial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.10.1)	Investment of funds	Council	Council Finance Committee		Further delegation detailed within the Financial Regulations and supporting Financial Policies
Reg II (4.10.1)	Management of endowments, including Endowment Investment Policy and Treasury Management Policy	Council	Council Finance Committee		Further delegation detailed within the Financial Regulations and supporting Financial Policies
Reg II (4.10.8)	Providing an indemnity in respect of a claim, proceeding, tax, liability, loss, expense, failure, default or contingency, either with or without security	Council	Council Finance Committee Council approval required if indemnities are secured		No further delegation Council powers articulated to cover a wide range of potential situations Specific process and authority to be defined depending on the nature of the transaction
Reg II (4.10.9)	Entering into an agreement or arrangement relating to the priority of any debts or liabilities incurred either by, or in favour of, the University	Council	Council Finance Committee		No further delegation Council powers articulated to cover a wide range of potential situations Specific process and authority to be defined depending on the nature of the transaction

Section 2: Powers delegated by Council					
Financial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.13)	Insurance	Council		Chief Financial Officer	
Reg II (5.14)	Annual Performance and Value for Money Report	Council	Council Audit and Risk Committee		

Section 2: Powers delegated by Council					
Estate and assets					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.10.2)	Leases of land and property	Council	Total contract value: **£10m and over:** no delegation **£5m and over and up to £10m:** Council Finance Committee **£3m and over and up to £5m:** UEB **£500k and over and up to £3m:** UEB	UEB	See Capital Projects section below for further delegations
Reg II (4.10.2)	Leases of equipment	Council	Total contract value: **£10m and over:** no delegation **£5m and over and up to £10m:** Council Finance Committee **£3m and over and up to £5m:** UEB **£500k and over and up to £3m:** UEB	UEB	See Capital Projects section below for further delegations

Section 2: Powers delegated by Council					
Estate and assets					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.10.3)	Capital Projects Purchase, refurbishment, development of land, property, equipment and systems	Council	Total contract value:		NB. Delegated approval amounts refer to cumulative project costs
			£10m and over: no delegation	Council Finance Committee	No further delegation
			£5m and over and up to £10m: Council Finance Committee	UEB	
			£3m and over and up to £5m: UEB		Further delegation within these parameters to the President & Vice-Chancellor, advised by UEB and the UEB Estates and Capital Sub-Group, or the UEB Complex Projects Oversight Group in the case of complex projects as designated by UEB, or the UEB IT Sub-Group in the case of IT capital expenditure

Section 2: Powers delegated by Council					
Estate and assets					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
			£500k and over and up to £3m: UEB		Further delegation within these parameters to the UEB Estates and Capital Sub-Group, or the UEB Complex Projects Oversights Group in the case of complex projects as designated by UEB, or the UEB IT Sub-Group in the case of IT capital expenditure Estates Capital and Revenue Steering Group (ECRSG) only in respect to annual recurrent capital budgets (e.g. Capital Backlog Maintenance, Capital Health & Safety, Capital Teaching & Learning); and only when the following additional approvals are in place: • Where **any individual project is >£1m**, the Head of Financial Management or Chief Finance Officer must also approve; • Where **any individual project is >£3m**, UEB Estates Capital Sub-Group must also approve.

Section 2: Powers delegated by Council					
Estate and assets					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
			Up to £500k: UEB		Further delegation within these parameters to the Estates Development Group, a sub-group of the UEB Estates and Capital Sub-Group and the Estates Capital and Revenue Steering Group (ECRSG) only in respect to annual recurrent capital budgets (e.g. Capital Backlog Maintenance, Capital Health & Safety, Capital Teaching & Learning) Capital Expenditure Policy
Reg II (4.10.3)	Sale of land and property	Council	Total contract value: **£10m and over:** no delegation **£5m and over and up to £10m:** Council Finance Committee **£3m and over and up to £5m:** UEB **£500k and over and up to £3m:** UEB	UEB Estates and Capital Sub-Group	See Capital Projects section above for further delegations
Reg II (4.10.3)	Disposal of furniture and equipment (other than for recycling or scrap)	Council	Council Finance Committee	Chief Financial Officer	Further delegation detailed within the Financial Regulations and supporting Financial Policies

Section 2: Powers delegated by Council					
Commercial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.13)	Contracts for the purchase of goods and services	Council	Council Finance Committee	Chief Financial Officer	Further delegation detailed within the Financial Regulations and supporting Financial Policies Where a contract is material, a decision on whether Council Finance Committee and Council approval is required will be made by the Chief Financial Officer, according to the initial and ongoing risk and liability, with advice from the University Secretary and with reference to the financial thresholds for capital approvals Procurement Policy

Section 2: Powers delegated by Council					
Commercial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.13)	Bidding, negotiation and approval of contracts for the supply of goods and services to third parties	Council	Council Finance Committee (material contracts) Chief Operating Officer	Chief Financial Officer	Further delegation detailed within the Financial Regulations and supporting Finance Policies Where a contract is material, a decision on whether Council Finance Committee and Council approval is required will be made by the Chief Financial Officer, according to the initial and ongoing risk and liability, with advice from the University Secretary and with reference to the financial thresholds for capital approvals Authority to Sign Contracts Policy
Reg II (4.13)	Major funding applications and acceptances, including of research grants	Council	President & Vice-Chancellor	Vice-President for Research & Innovation Chief Financial Officer (in the case of commercial research)	Further delegation detailed within the Financial Regulations and supporting Financial Policies

Section 2: Powers delegated by Council					
Commercial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.13)	Decisions relating to non-financial commitments (e.g. confidentiality agreements, material transfer agreements, not-for-money research contracts)	Council	President & Vice-Chancellor Further delegation to the Vice-President for Research & Innovation and the Chief Financial Officer	Director of Research Partnerships & Innovation AMRC Chief Executive and Financial Controller	Further delegation and authority to sign contracts and agreements detailed within the Financial Regulations and supporting Financial Policies
Reg II (4.13)	Memoranda of Agreement	Council	President & Vice-Chancellor Further delegation to the Director, Global Engagement and (if financial implications) an Authorised Financial Officer	Chief Operating Officer Chief Financial Officer Vice President for Research & Innovation AMRC Chief Executive or Financial Controller	Further delegation and authority to sign contracts and agreements detailed within the Financial Regulations and supporting Financial Policies

Section 2: Powers delegated by Council					
Commercial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.13)	Memoranda of Understanding	Council	President & Vice-Chancellor Further delegation to the Director, Global Engagement and (if financial implications) an Authorised Financial Officer	Chief Operating Officer Chief Financial Officer Vice President for Research & Innovation AMRC Chief Executive or Financial Controller	Further delegation and authority to sign contracts and agreements detailed within the Financial Regulations and supporting Financial Policies
Reg II (4.11)	University companies: creation, investment, alteration, disposal of rights held by the University, and providing Letters of Support for subsidiary companies	Council	Council Finance Committee Council approval required for the creation/disposal of a major subsidiary (as decided by the Chief Financial Officer with advice from the University Secretary according to their risk and liability and with reference to the capital project approval thresholds)	Chief Financial Officer Council Finance Committee	Creation, Disposal & Governance of University Companies Policy

Section 2: Powers delegated by Council					
Commercial					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.11)	Appointment of University staff as directors of companies wholly or partly owned by the University, where required	Council	University Executive Board		
Reg II (4.16)	Appointment of members of University staff as directors of companies not wholly or partly owned by the University	Council	Council Nominations Committee		
Reg II (4.11)	Appointment of auditors for University's subsidiary companies	Council	Council Audit and Risk Assurance Committee		

Section 2: Powers delegated by Council					
Legal and regulatory					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (4.14)	Custody of the Seal	Council	Chief Financial Officer		No further delegation
Reg II (4.13) and Reg XII	Executing documents by deed	Council	Seal to be affixed in the presence of any member of Council and one of: • the President & Vice-Chancellor • the Provost & Deputy Vice-Chancellor • a Vice-President • an Authorised Financial Officer		No further delegation See Regulation XII for the procedure for executing deeds Policy on the Use of the University Seal
Reg II (4.16)	Management of major or material legal claims brought by or against the University	Council	President & Vice-Chancellor University Executive Board	University Secretary Chief Financial Officer (commercial claims)	
Reg II (4.6)	Approval of Public Interest Disclosure Policy	Council	Council Audit and Risk Assurance Committee	Director of HR	
Reg II (4.6)	Consideration of protected disclosures made in the public interest: investigation and hearing of related matters	Council	Director of HR University Secretary		No further delegation Public Interest Disclosure Policy

Section 2: Powers delegated by Council					
Legal and regulatory					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
St 4(4)(g) Reg II (6.4.3)	Agree internal audit plan	Council	Council Audit and Risk Assurance Committee	UEB Risk Review Group UEB University Secretary	
Reg II (5.7)	OfS Conditions Compliance Register	Council	[Council Audit and Risk Assurance Committee]	UEB Risk Review Group UEB University Secretary	
Reg II (5.7)	OfS financial returns (a) TRAC (b) OfS Financial Return Commentary and Workbook	Council	Council Finance Committee	Chief Financial Officer	
Reg II (5.7)	Submission of reportable events to the OfS	Council	President & Vice-Chancellor and their Executive Board University Secretary		
Reg II (5.7)	Responses to OfS consultations	Council	President & Vice-Chancellor and their Executive Board		

Section 2: Powers delegated by Council					
Legal and regulatory					
Reference	**Description**	**Delegating authority**	**Delegate (if any)**	**Advised by**	**Further information and context**
Reg II (5.7)	Annual Prevent Accountability and Data Return	Council		University Executive Board	
Reg II (5.7)	Student Protection Plan and Access and Participation Plan	Council		University Executive Board Student and Academic Experience Sub-Committee	
Reg II (6.5)	Modern Slavery Statement	Council		University Executive Board Council Finance Committee	
Reg II (6.5) and (5.9)	Code of Practice on Freedom of Speech	Council		University Executive Board University Secretary	
Reg II (5.7)	Responses to sector consultations e.g. UUK, OIA, USS	Council	President & Vice-Chancellor and their Executive Board		
Reg II (5.15)	UKVI	Council	University Executive Board	Chief Operating Officer Director of HR	
Reg II (5.15)	Carbon Plan	Council		University Executive Board UEB Sustainability Sub-Group	
Reg II (5.10)	EDI Governance Framework	Council	Council Equality, Diversity and Inclusion Committee	UEB Equality, Diversity and Inclusion Sub-Group	

Section 3: Powers delegated from the Senate				
Reg no.	**Power delegated**	**Body whose power is delegated**	**Officer or committee to whom the power is delegated**	**Further information and context: How does this look in practice?**
IX 1.1.1	To act as an advisory body to Council on any issues related to the education and research, encompassing innovation, activities of the University, including changes to Regulations as set out in Regulation I and Regulation II (4.2). Council will use the Senate as a consultative body as set out in Regulation II (10).	Senate	Further delegation may be made to the Senate's Committees to inform Senate's advice to Council.	Any action taken on behalf of the Senate under delegated authority shall be reported to the Senate setting out the rationale for those decisions and including any supporting papers where appropriate.
IX 1.1.2	To receive assurance regarding the education or research-related work of Faculties and Schools, reviewing and noting compliance with the conditions of registration from the Office for Students.	Senate	Further delegation may be made to the Senate's Committees to inform Senate's advice to Council.	Senate receives assurance through its Committees and other formal items of business and is responsible for providing academic assurance on these matters to Council.
IX 1.1.3	To provide assurance to Council on education and research, the admission and regulation of students, and academic quality and standards.	Senate	Further delegation may be made to the Senate's Committees to inform Senate's advice to Council.	Senate actively considers quality and enhancement of education and research and receives assurance through its Committees and other formal items of business and is responsible for providing academic assurance on these matters to Council.

Section 3: Powers delegated from the Senate				
Reg no.	**Power delegated**	**Body whose power is delegated**	**Officer or committee to whom the power is delegated**	**Further information and context: How does this look in practice?**
IX 1.1.4	To provide assurance to the President & Vice-Chancellor as Accountable Officer regarding academic and student-related conditions of registration from the Office for Students and compliance with OFSTED requirements.	Senate	Further delegation may be made to the Senate's Committees to inform Senate's advice to Council.	Senate considers compliance with external regulatory requirements and receives assurance through its Committees and other formal items of business and reports on these matters to Council.

IX 1.1.5	To review and amend Regulations for which it has responsibility, as set out in Regulation I.	Senate	Further delegation as follows: 1. Major or substantive amendments to Regulations and new Regulations are approved by the Senate on the recommendation of the relevant Senate Committee(s). 2. Minor or consequential amendments required as a result of substantive changes or new or amended institutional policies approved by the Senate, or changes in organisational structure or named roles, can be approved by the relevant Senate Committee and may be taken by Chair's action in a manner consistent with the principles in Regulation II: 7.3-7.4, as follows: Senate Education Committee: • XIV: General Regulations for Apprenticeships; • XV: General Regulations for First Degrees; • XVIII: General Regulations relating to Examinations; • XIX: Regulations relating to the Progress of Students; • XX: General Regulations relating to Academic Appeals; • XXI: General Regulations relating to Student Fitness to Practise.	Senate receives advice and recommendations from the Senate committees and other individuals or groups as required. Senate approves the overarching Regulations and policies which provide the structure and principles under which other Regulations are nested. Senate Committees will report to Senate to explain the rationale for any recommendations or approvals.

Section 3: Powers delegated from the Senate				
Reg no.	**Power delegated**	**Body whose power is delegated**	**Officer or committee to whom the power is delegated**	**Further information and context: How does this look in practice?**
			Senate Research and Innovation Committee: • XVII Regulations for Higher Doctorates. Senate Education Committee and Senate Research and Innovation Committee: • XVI: General Regulations for Higher Degrees, Postgraduate Diplomas and Certificates; • XXII: Regulations relating to the Discipline of Students; • XXIII: Regulations relating to Student Intellectual Property.	
IX 1.1.6	To oversee and regulate the recruitment, selection, admission, teaching, supervision and assessment of the students of the University; to decide on the award of degrees or other academic awards or distinctions and to regulate the conduct, discipline and academic progress of the students.	Senate	Further delegation to the Senate Education Committee and Senate Research and Innovation Committee, the President & Vice-Chancellor or a Vice-President other than one responsible for a Faculty, [taken by Chair's action in a manner consistent with the principles in Regulation II: 7.3-7.4,] including but not limited to the approval of waivers for individual students.	Senate approves the Regulations and policies which provide the framework within which these activities take place.

Section 3: Powers delegated from the Senate				
Reg no.	**Power delegated**	**Body whose power is delegated**	**Officer or committee to whom the power is delegated**	**Further information and context: How does this look in practice?**
IX 1.1.7	To monitor and maintain academic standards, to monitor and enhance the quality of academic provision, to approve new programmes of study and closure of programmes, or major amendment to existing programmes.	Senate	Further delegation to the Senate's Committees, the President & Vice-Chancellor or a Vice-President other than one responsible for a Faculty, [taken by Chair's action in a manner consistent with the principles in Regulation II: 7.3-7.4.] Authority for the approval of new programmes of study, major amendments, and closed taught programmes of study and the associated programme regulations is delegated to the Senate Education Committee and may be taken by Chair's action in a manner consistent with the principles in Regulation II: 7.3-7.4.	Senate Committees will report to Senate, for example to explain the rationale for any recommendations or approvals and may choose to escalate a matter for decision despite holding delegated authority. A management decision to suspend recruitment to a taught programme or programmes sits outside the powers of Senate but such decisions are reported to the Senate Education Committee for report to Senate.

IX 1.1.8	To delegate decision-making responsibilities for education and research activities to Senate sub-committees, to Faculties, and to staff as appropriate, detailed in this Regulation III, and to receive assurance related to delegation.	Senate	Senate approves the terms of reference and memberships of the Senate Committees and any ad-hoc working, task and finish or other group acting on behalf of the Senate. Further delegations are set out in this Regulation III. The approval of internal institutional education policies and procedures is made on the recommendation of the Senate Education Committee. Approval of institutional research, innovation and knowledge exchange policies and procedures is made on the recommendation of the Senate Research and Innovation Committee. Senate approves significant amendments to the University's 'Ethics Policy Governing Research Involving Human Participants, Personal Data and Human Tissue' (including at the point of the 5 yearly review of the policy and potentially controversial changes). Approval of routine or minor amendments to the University's 'Ethics Policy Governing Research Involving Human Participants, Personal Data and Human Tissue' and associated documentation is delegated to the Senate University Research Ethics Committee.	Senate takes an overview of University policy framework governing education and research activities to provide assurance to Council that the necessary policies are in place to ensure that expectations are clear, decision making and actions are consistent and that the University is compliant with statutory and regulatory requirements. Senate recommends external governance documents for Council approval, e.g. Degree Outcomes Statement, Student Protection Plan. Senate's Committees develop and recommend and review policies and guidance on behalf of Senate, providing assurance on their implementation and effectiveness. Senate Committees will report to Senate to explain the rationale for any recommendations or approvals and may choose to escalate a matter for decision in spite of holding delegated authority.

Section 3: Powers delegated from the Senate				
Reg no.	**Power delegated**	**Body whose power is delegated**	**Officer or committee to whom the power is delegated**	**Further information and context: How does this look in practice?**
			Minor or consequential amendments required as a result of substantive changes to other policies or the impact of new policies or new or amended Regulations approved by the Senate, or changes in organisational structure or named roles, can be approved by the relevant Senate Committee and may be taken by Chair's action in a manner consistent with the principles in Regulation II: 7.3-7.4.	
IX 1.1.9	To report on any other matter referred to or delegated to it by the Council, in relation to education and research activities.	Senate	Further delegation may be made to the Committees of Senate to inform Senate's reports to Council.	Council's primary functions include to review, test, refer back, control, amend or disallow any act of the Senate and give directions to the Senate.
IX 1.1.10	To discuss and declare an opinion on any matter whatsoever relating to the University.	Senate	Further delegation may be made to the Senate's Committees to inform Senate's advice to Council.	Council's primary functions include to review, test, refer back, control, amend or disallow any act of the Senate and give directions to the Senate.

Section 3: Powers delegated from the Senate				
Reg no.	**Power delegated**	**Body whose power is delegated**	**Officer or committee to whom the power is delegated**	**Further information and context: How does this look in practice?**
XI 2.1	The power to withdraw any Degree (other than an Honorary Degree), Diploma, Certificate, Associateship, or Distinction which has been awarded to or conferred upon any person.	Senate	The President & Vice-Chancellor or the Provost & Deputy Vice-Chancellor or a Vice-President other than one responsible for a Faculty.	Withdrawal will be considered and approved in accordance with the Withdrawal of Degrees and Distinctions Procedure approved by Senate. Any decision to withdraw a degree or other aware under Regulation XI will be reported to the Senate as action taken.
XXV	The power to impose fines and other penalties as set out in the Regulations relating to the Library.	Council and Senate	The Director of Library Services & University Librarian	

Regulation IV:
The Auditor

1. The Auditor shall be appointed for a term of up to five years and shall receive such remuneration as may be determined by the Council.
2. A competitive tender for external audit services should usually be undertaken at least every five years. In circumstances where the Audit and Risk Assurance Committee decides that it is necessary to safeguard the quality of the audit without compromising the independence and objectivity of the external auditor, the Auditor may continue in this position, without market testing, **for two additional one-year periods**.
3. Following a competitive tender process the University may re-appoint the Auditor for consecutive terms.
4. One named individual partner in the firm is normally responsible for the University's audit; they should not hold this position for more than 10 consecutive years.

Regulation V:
The Members of the University

1. The following persons shall be Members of the University:

    The University Officers:

        The Chancellor;

        The Pro-Chancellors;

        The President & Vice-Chancellor;

        The Provost & Deputy Vice-Chancellor;

        The Vice-Presidents;

        The Treasurer;

        The University Secretary;

    The Members of the Council;

    The Members of the Senate;

    The Emeritus Professors;

    The Alumni of the University;

    The Members of the Staff of the University;

    The Students of the University;

    Such other persons as shall under Regulation be granted the status of Members.

2. Membership of the University shall continue so long only as one at least of the qualifications above enumerated shall continue to be possessed by the individual Member.

Regulation VI:
The University Officers

1. The Chancellor

1.1 The Chancellor shall be appointed by the Council and shall be installed at a ceremony of the University.

1.2 Pursuant to Article 6 of the Charter, the duties of the Chancellor shall be:

1.2.1 to act as the titular head of the University entitled to confer degrees and other academic awards of the University; *and*

1.2.2 to undertake such ceremonial and formal duties as the Council may request from time to time.

1.3 The Chancellor shall not hold any paid appointment in the University.

1.4 The Chancellor shall hold office for a period of five years from the date of appointment but the Council may extend the Chancellor's tenure of office for one further period of not more than five years.

1.5 The Chancellor may resign by letter addressed to the University Secretary and may be removed for good cause by the Council after the Chancellor has been given the opportunity to make representations against their removal.

2. The Chair of Council

2.1 The Council shall appoint a Chair of the Council who shall by virtue of that office be a Pro-Chancellor.

2.2 The Chair of the Council shall not hold any paid appointment in the University.

2.3 The duties of the Chair of the Council shall be:

2.3.1 to be responsible for the leadership of the Council and ensure that the business of the Council is carried out efficiently and effectively for the furtherance of the University's Objects and in accordance with the University's instruments of governance, the principles of public life drawn up by the Ethics and Integrity Committee, and the public interest governance principles drawn up by the Office for Students;

2.3.2 to seek advice from the University Secretary in any case of uncertainty as to the performance of their duties or the business of the Council; *and*

2.3.3 to undertake such other duties as may be specified by the Council.

2.4 Subject to the Statutes, the Chair of the Council shall hold office for four University years and shall be eligible for re-appointment for one further such term and a further one-year extension, up to a maximum of nine years in total.

2.5 In the event of a casual vacancy occurring in the office of Chair of the Council, the Council may appoint an Acting Chair to hold office for the remainder of the University year.

2.6 The Chair of Council may be removed by the Council in accordance with Regulation II.

3. The Pro-Chancellors

3.1 Pro-Chancellors other than the Chair of the Council shall be appointed by the Council.

3.2 The Pro-Chancellors shall not hold any paid appointment in the University.

3.3 The duties of the Pro-Chancellors shall be:

3.3.1 to support the Chair of the Council in meeting their responsibilities, including chairing meetings of the Council during the absence of the Chair or during a vacancy in the office of the Chair of Council;

3.3.2 to take lead roles for assurance in relation to particular aspects of the Council's business as may be specified by the Council;

3.3.3 to chair meetings of such Committees and undertake such other duties as may be specified by the Council including the conferment of degrees and other academic awards of the University.

3.4 A Pro-Chancellor appointed under this Regulation shall, subject to the Statutes, hold office for four University years and shall be eligible for re-appointment for one further such term and a further one-year extension, up to a maximum of nine years in total.

3.5 A Pro-Chancellor may be removed by the Council in accordance with Regulation II.

4. The Treasurer

4.1 The Treasurer shall be appointed by the Council.

4.2 The Treasurer shall not hold any paid appointment in the University.

4.3 The duties of the Treasurer shall be:

4.3.1 to work with the Chair of the Council to seek to ensure that the Council exercises efficient and effective use of the resources of the University for the furtherance of its Objects and in accordance with the Office for Students' continuing conditions of registration relating to financial sustainability;

4.3.2 to chair meetings of the Council Finance Committee; *and*

4.3.3 to undertake such other duties as may be specified by the Council.

4.4 Subject to the Statutes, the Treasurer shall hold office for four University years and shall be eligible for re-appointment for one further such term and a further one-year extension, up to a maximum of nine years in total.

4.5 In the event of a casual vacancy occurring in the office of Treasurer, the Council may appoint an acting Treasurer to hold office for the remainder of the University year.

4.6 The Treasurer may be removed by the Council in accordance with Regulation II.

5. The President & Vice-Chancellor

5.1 The President & Vice-Chancellor shall be appointed to that position by the Council after recommendation by a Committee of the Council which includes members of the Council and the Senate appointed by the Chair of Council.

5.2 The President & Vice Chancellor shall by virtue of their office be a Member of Council.

5.3 Pursuant to Article 7 of the Charter, the President & Vice-Chancellor shall be the chief executive of the University, the accountable officer to the Office for Students and the Chair of Senate and shall in the absence of the Chancellor be entitled to confer degrees and other academic awards of the University.

5.4 Subject to the Statutes, the President & Vice-Chancellor shall hold office for a period of seven years and shall be eligible for re-appointment for further periods after recommendation by a Committee of the Council comprising senior members of the Council and the Senate. Members of the Committee shall be appointed by the Chair of Council.

5.5 A President & Vice-Chancellor who is also a Professor of the University may continue to hold the latter office on retirement from the office of President & Vice-Chancellor.

5.6 The President & Vice-Chancellor may be removed by the Council in accordance with Regulation VII.

6. The Provost & Deputy Vice-Chancellor

6.1 The Provost & Deputy Vice-Chancellor shall be appointed by the President & Vice-Chancellor on the recommendation of a Committee chaired by the President & Vice-Chancellor. Membership of the Committee shall include staff appointed by the President & Vice-Chancellor.

6.2 Subject to Section 6 of the Statutes, the Provost & Deputy Vice-Chancellor shall hold office for an initial period not exceeding five years, and shall be eligible for re-appointment, or shall be appointed on an open-ended basis, as determined by the Committee referred to at 6.1 above and recommended to Council.

6.3 The duties of the Provost & Deputy Vice-Chancellor shall be:

- 6.3.1 to act for the President & Vice-Chancellor during the absence of the President & Vice-Chancellor or during a vacancy in the office of President & Vice-Chancellor;
- 6.3.2 to assist the President & Vice-Chancellor in such matters as may be specified by the President & Vice-Chancellor;
- 6.3.3 to carry out such other duties as may be specified by the President & Vice-Chancellor and the Council.

6.4 The Provost & Deputy Vice-Chancellor may be removed by the President & Vice-Chancellor.

7. The Vice-Presidents

7.1 Vice-Presidents shall be appointed by the President & Vice-Chancellor on the recommendation of a Committee chaired by the President & Vice-Chancellor.

Membership of the Committee shall include staff appointed by the President & Vice-Chancellor.

7.2 Subject to Section 6 of the Statutes, a Vice-President shall hold office for an initial period not exceeding five years, and shall be eligible for re-appointment, or shall be appointed on an open-ended basis, as determined by the Committee referred to at 7.1 above and recommended to Council.

7.3 The duties of a Vice-President shall be:

7.3.1 to act for the President & Vice-Chancellor during the absence of the President & Vice-Chancellor and Provost & Deputy Vice-Chancellor or during a vacancy in the office of President & Vice-Chancellor and Provost & Deputy Vice-Chancellor:

7.3.2 to assist the President & Vice-Chancellor in such matters as may be specified by the President & Vice-Chancellor;

7.3.3 to carry out such other duties as may be specified by the President & Vice-Chancellor and the Council.

7.4 A Vice-President may be removed by the President & Vice-Chancellor .

8. The University Secretary

8.1 The University Secretary shall be appointed by the Council on the recommendation of a Committee chaired by the Chair of Council. Membership of that Committee shall include the President & Vice-Chancellor and staff appointed by the President & Vice-Chancellor and a member of the Senate appointed by the Chair of Council.

8.2 The University Secretary shall be the Secretary of the Council and the Senate.

8.3 The University Secretary may be removed by the Council in accordance with Regulation II.

Regulation VII:
The Dismissal and Removal from Office of the President & Vice-Chancellor

1. This Regulation sets out the applicable procedure for the Council determining that the President & Vice-Chancellor shall be dismissed and removed from office, for any reason.
2. The Chair of the Council may at any time request Council to consider the dismissal and removal from office of the President & Vice-Chancellor where:
    - 2.1 the Chair themselves considers that there are grounds for such dismissal and removal from office; *or*
    - 2.2 the Chair has received a written request from any member of Council seeking the dismissal and removal from office of the President & Vice-Chancellor and the Chair considers that it raises sufficient grounds for the matter to be referred to Council for decision.
3. Where the Council is to be asked to consider the dismissal and removal from office of the President & Vice-Chancellor, the Chair of the Council shall notify the President & Vice-Chancellor of that fact.
4. The Chair of Council may suspend the President & Vice-Chancellor from their duties and may exclude the President & Vice-Chancellor from the precincts of the University or any part thereof without loss of salary:
    - 4.1 where the Council is to be asked to consider the President & Vice-Chancellor's dismissal and removal from office; *or*
    - 4.2 at any other time where the Chair considers that this is appropriate.
5. At any meeting of Council at which the dismissal and removal from office of the President & Vice-Chancellor is to be considered, the Chair may request the President & Vice-Chancellor to absent themselves from the whole or any part of that meeting.
6. If the Council considers that it is necessary, before taking any decision on the proposed dismissal and removal from office of the President & Vice-Chancellor, to investigate any matter or establish any facts, it may at its discretion appoint a member or members of the Council to carry out such investigation and make a written report to the Council. It shall be for the member or members of Council so appointed to determine how any such investigation should be progressed, save that the President & Vice-Chancellor shall be afforded the opportunity to make written or oral representations (as the member or members of Council appointed consider appropriate) before reporting back to the Council. Nothing in this paragraph shall oblige the Council to appoint a member or members of the Council to carry out any investigation before the Council determines whether the President & Vice-Chancellor shall be dismissed or removed from office.
7. The Council may decide by a simple majority of those present to dismiss the President & Vice-Chancellor and remove them from office and whether such dismissal shall be a summary dismissal (i.e. without notice or payment in lieu of notice) or a dismissal on notice or (where provided for in the President & Vice-Chancellor's contract of employment) with a payment in lieu of notice. If the vote shall be equally divided for and against, the Chair shall have a second and casting vote. The Council's decision shall be final.

Regulation VIII:
Definitions

1. As provided for in the Charter and Statutes:

1.1 **"Academic Staff"** means:

1.1.1 any employee employed by the University to engage directly in, or carry out teaching, learning and research in an academic context under the terms of their contract of employment;

1.1.2 such other senior Members of Staff as may be determined by Council from time to time.

1.2 **"Charter"** means the Charter of the University.

1.3 **"Council"** means the Council of the University.

1.4 **"Objects"** means the objects of the University set out in the Charter, being to advance education through teaching and research.

1.5 **"Regulations"** means the Regulations of the University.

1.6 **"Research Staff"** means any employee employed by the University to engage directly in, or carry out research.

1.7 **"Senate"** means the Senate of the University.

1.8 **"Staff"** means all persons employed by the University.

1.9 **"Statutes"** means the Statutes of the University which shall be interpreted in such a way as not to conflict with the Charter.

1.10 **"Student"** means any registered student of the University.

1.11 **"Students' Union"** means the body known as "The University of Sheffield Union of Students".

1.12 **"Teaching Staff"** means any employee employed by the University to engage directly in, or carry out teaching and learning.

1.13 **"University"** means the University of Sheffield.

1.14 **"University Year"** means the period of 12 calendar months ending on the last day of July in each year or on such other day in each year as the Council shall determine.

2. In addition:

2.1 **"Authorised Financial Officer"** means the Chief Financial Officer, Financial Controller, Associate Director of Financial Planning & Performance, Commercial Director or interim authorised delegate.

2.2 **"Chancellor"** means an Officer of the University with the title of Chancellor appointed in accordance with Regulation VI.

2.3 **"Committee"** means a committee or sub-committee of Council constituted in accordance with these Regulations.

2.4 **"Equality Duty"** means the public sector equality duty on public authorities set out in section 149 of the Equality Act 2010.

2.5 **"Faculty"** means an academic faculty of the University, the powers and details of which are set out in Regulation X.

2.6 **"Member"** means a member of the University pursuant to Regulation V.

2.7 **"Member of Council"** or **"Council Member"** means a member of the Council appointed in accordance with Regulation II.

2.8 **"Office for Students"** means the Office for Students, a non-departmental public body of the Department for Education, acting as the regulator and competition authority for the higher education sector in England, and includes any successor body.

2.9 **"President & Vice-Chancellor"** means an Officer of the University with the title of President & Vice-Chancellor appointed in accordance with Regulation VI and pursuant to Article 7 of the Charter.

2.10 **"Pro-Chancellor"** means an Officer of the University with the title of Pro-Chancellor appointed in accordance with Regulation VI.

2.11 **"Professional Staff"** means any member of Staff other than Academic, Teaching or Research Staff employed by the University to provide professional and support services under the terms of their contract of employment.

2.12 **"Professor"** means a member of Academic Staff who has been appointed as professor by the University.

2.13 **"Provost & Deputy Vice-Chancellor"** means an Officer of the University with the title of Provost & Deputy Vice-Chancellor appointed in accordance with Regulation VI.

2.14 **"Scheme of Delegation"** means the summary of the powers of the Council, the Senate and the Faculties set out in Regulation III as maintained by the University and which includes a non-exhaustive list of powers that have been delegated in accordance with the Statutes and Regulation II.

2.15 **"Seal"** means the seal of the University applied to documents signed or executed as a deed, in accordance with Regulation XII and Financial Regulations.

2.16 **"Senior Academic Officer"** means the Provost & Deputy Vice-Chancellor, the Vice-Presidents, the Chief Financial Officer and the Chief Operating Officer.

2.17 **"Treasurer"** means an Officer of the University with the title of Treasurer appointed in accordance with Regulation VI.

2.18 **"University Officer"** shall mean those persons holding the offices set out in Regulation VI and includes any deputy appointed in accordance with these Regulations.

2.19 **"Vice-President"** means an Officer of the University with the title of Vice-President appointed in accordance with Regulation VI, for the purposes of Regulations I to XII, and otherwise has the meaning conferred in Regulation XIII.

Regulation IX:
The Senate

1. Powers of the Senate

1.1 The Senate shall have the following powers:

1.1.1 To act as an advisory body to Council on any issues related to the education and research, encompassing innovation, activities of the University, including changes to Regulations as set out in Regulation I and Regulation II (4.2). Council will use the Senate as a consultative body as set out in Regulation II (10).

1.1.2 To receive assurance regarding the education or research-related work of Faculties and Schools, reviewing and noting compliance with the conditions of registration from the Office for Students.

1.1.3 To provide assurance to Council on education and research, the admission and regulation of Students, and academic quality and standards.

1.1.4 To provide assurance to the President & Vice-Chancellor as Accountable Officer regarding academic and student-related conditions of registration from the Office for Students and compliance with OFSTED requirements.

1.1.5 To review and amend Regulations for which it has responsibility, as set out in Regulation I.

1.1.6 To oversee and regulate the recruitment, selection, admission, teaching, supervision and assessment of the students of the University; to decide on the award of degrees or other academic awards or distinctions and to regulate the conduct, discipline and academic progress of the students.

1.1.7 To monitor and maintain academic standards, to monitor and enhance the quality of academic provision, to approve new programmes of study and closure of programmes, or major amendment to existing programmes.

1.1.8 To delegate decision-making responsibilities for education and research activities to Senate sub-committees, to Faculties, and to staff as appropriate, detailed in Regulation III: Scheme of Council Delegation, and to receive assurance related to delegations.

1.1.9 To report on any other matter referred to or delegated to it by the Council, in relation to education and research activities.

1.1.10 To discuss and declare an opinion on any matter whatsoever relating to the University.

2. Composition of the Senate

2.1 The Senate shall consist of:

2.1.1 The President & Vice-Chancellor.

2.1.2 The Provost & Deputy Vice-Chancellor.

2.1.3 The Vice-Presidents & Heads of Faculty.

2.1.4 The Vice-President for Education and the Vice-President for Research & Innovation.

2.1.5 The following Faculty Officers:

(a) the Directors of Education;
(b) the Directors of Research and Innovation.

2.1.6 The Heads of School and the Director of the Centre for Engineering Education and Skills.

2.1.7 The Chief Executive of the University's Advanced Manufacturing Research Centre.

2.1.8 Subject to Paragraph 2.1.12, members of the Academic, Teaching, and Research Staff of the University in Grades 7 and above elected by and from that population in each of the Faculties, the total number of whom shall not exceed the number of members under paragraph 2.1.6. These shall be elected by Faculty constituencies, the total number of places to be divided in number in proportion to the size of the electorate in each Faculty, to be determined annually. Such members shall normally hold office for a period of three years.

2.1.9 One member of the Academic, Teaching, and Research Staff of the University in Grades 7 and above elected by and from that population in the University's Advanced Manufacturing Research Centre. Such members shall normally hold office for a period of three years.

2.1.10 Student members comprising six in total from:

(a) the President;
(b) the Education Officer;
(c) four other representatives nominated by the Students' Union.

2.1.11 Professional Services staff members comprising five in total from:

(a) the Chief Operating Officer;
(b) the University Librarian;
(c) three Professional Services staff in Grades 7 and above elected by and from the Professional Services staff of the University. Such members shall normally hold office for a period of three years.

2.1.12 In the case of changes in the proportion of elected places allocated to each Faculty under paragraph 2.1.8, vacancies will only arise and elections will only be required if the total number of elected members under 2.1.8 falls below the number of Heads of School appointed under paragraph 2.1.6. In no circumstances shall the number of members elected under paragraph 2.1.8 exceed the number of Heads of School appointed under 2.1.6.

2.2 Deputies are not permitted except in the following categories and subject to the following conditions, who may appoint a deputy for a specific meeting:

2.2.1 the University Librarian and Chief Operating Officer may only appoint a deputy from their own direct reports;

2.2.2 an Officer of the Students' Union who is a member under paragraph 2.1.10 may appoint a deputy from the Officers of the Students' Union or the Students' Union Council members nominated for this purpose by the President of the Students' Union;

2.2.3 the University Secretary must be notified in advance by the member of Senate that they have nominated a deputy for the specific meeting.

2.3 Fifteen members of the Senate, including not fewer than eleven members of the senior academic staff (Professors and Heads of School), shall form a quorum.

2.4 The Senate shall, in addition to the members in 2.1 above, co-opt such members as may be necessary to ensure that:

2.4.1 the senior members of the academic staff (Heads of School and Professors) shall constitute the majority of the Senate;

2.4.2 Chairs of Senate committees not otherwise in the membership of the Senate are ex-officio members.

2.5 The University Secretary attends as Secretary to the Senate.

3. Validity of Decisions of the Senate

3.1 Decisions taken at a meeting of the Senate shall not be invalidated because of:

3.1.1 a procedural defect of which the Senate is unaware at the time, provided that the defect, once identified, is at the earliest reasonable opportunity brought to the attention of the Senate and the Senate is asked to consider whether the decision should stand;

3.1.2 a technical defect in the appointment of a Senate Member of which the Senate is unaware at the time;

3.1.3 a technical defect in the giving of notice of which the Senate is unaware at the time;

3.1.4 a vacancy in the membership of the Senate.

4. Delegation of Powers of the Senate

4.1 Subject to Regulation II: (4), powers of the Senate shall be delegated in accordance with Regulation III: Scheme of Council Delegation.

Regulation X:
The Faculties

1. Faculties of the University

1.1 The Faculties of the University shall be those of Arts and Humanities; Science; Health; Engineering; and Social Sciences.

2. Powers of the Faculties

2.1 Subject to review by the Senate and to the Statutes and Regulations of the University each Faculty shall:

2.1.1 make recommendations to the Senate regarding the award of Degrees, Fellowships, Prizes and other distinctions and examination results;

2.1.2 in accordance with Regulations made by the Senate review the progress or fitness to practise of students registered in the Faculty and shall have the power in accordance with those Regulations to suspend or exclude any such student from further attendance at lectures, classes and examinations in the Faculty or take such other action as may be prescribed by those Regulations;

2.1.3 in accordance with Regulations made by the Senate consider academic appeals submitted by students registered in the Faculty;

2.1.4 be responsible for programmes of study or research falling within the province of the Faculty and for the academic quality and standards of the teaching, supervision and assessment of students registered in the Faculty;

2.1.5 report to the Senate on Regulations as to programmes of study or research, examinations or other requirements for Degrees, Diplomas, Certificates and other distinctions and as to the award and tenure of Fellowships, Scholarships and Prizes; *and*

2.1.6 undertake any business as delegated by the Senate, as set out in the Scheme of Delegation, and provide assurance on use of delegations through agreed routes.

2.2 Such other matters as shall be committed to any Faculty by the Senate shall be transacted by that Faculty.

3. Delegation of the Powers of the Faculties

3.1 Subject to Regulation II: (4), the powers of the Faculties shall be delegated in accordance with Regulation III: The Scheme of Delegation.

	Power delegated	**Body whose power is delegated**	**Officer or committee to whom the power shall be delegated**
3.1.1	The power to recommend to the Senate upon the award of first Degrees, Diplomas and Certificates, undergraduate Prizes and other distinctions and examination results within the Faculty, without the need to report on action taken or seek the confirmation of the Faculty.	The Faculty	The Vice-President & Head of Faculty, Faculty Director of Education or designate authorised by the Faculty
3.1.2	The power to recommend to the Senate upon the award of higher Degrees, Diplomas, Certificates and Prizes within the Faculty, without the need to report on action taken or seek the confirmation of the Faculty.	The Faculty	The Vice-President & Head of Faculty, Faculty Director of Education, Faculty Director of Research and Innovation or designate authorised by the Faculty
3.1.3	The power to recommend to the Senate upon Regulations relating to programmes of study or research, examinations or other requirements for Degrees, Diplomas, Certificates and other distinctions and upon Regulations relating to Fellowships, Scholarships and Prizes within the Faculty, without the need to report on action taken or seek the confirmation of the Faculty.	The Faculty	The Vice-President & Head of Faculty, Faculty Director of Education, Faculty Director of Research and Innovation or designate authorised by the Faculty
3.1.4	The power, in accordance with Regulations made by the Senate, to review the progress of students registered in the Faculty and to suspend or exclude any such student from further attendance at lectures, classes and examinations in the Faculty or to take such other action as may be prescribed by those Regulations, without the need to report on action taken or seek the confirmation of the Faculty.	The Faculty	The Student Review Committee of the Faculty in which the student concerned is registered

Regulation XI:
The Conferment and Withdrawal of Degrees

1. Congregations and Conferment of Degrees

1.1 Congregations of the whole University for the conferring of Degrees or other purposes shall be presided over by the Chancellor or in their absence by the President & Vice-Chancellor or in the absence of both by a Pro-Chancellor or the Provost & Deputy Vice-Chancellor or a Vice-President.

1.2 Unless otherwise determined by Regulation, all Degrees shall be conferred at a congregation of members of the University to be held for that purpose, at such time and place as the Council may determine, but at least once a year; and Degrees, other than Honorary Degrees, may be conferred upon persons in absentia on conditions approved by the Senate.

1.3 Honorary Degrees shall be conferred after approval by a Joint Committee of the Senate and the Council.

2. Withdrawal of Degrees and Distinctions

2.1 The Senate may on good cause shown withdraw any Degree (other than an Honorary Degree), Diploma, Certificate, Associateship, or Distinction which has been awarded to or conferred upon any person.

2.2 The Council may on good cause shown and after report from the Senate withdraw an honorary degree conferred upon any person.

Regulation XII:
The Execution of Contracts and Deeds

1. Contracts and Deeds

1.1 The University may execute two types of legal agreement: deeds and contracts. There are fundamental distinctions between these in law; essentially a deed will be used in some transactions because there is a specific statutory requirement for it (e.g. certain land transactions) or because it is regarded as affording more enforceability as to the terms of the agreement. A contract will be used as the basis for all other agreements.

2. Execution as a Deed

2.1 In general, the circumstances that the University may come across where a deed is **required** include:

2.1.1 conveyances of land, or of any interest in land and certain mortgages;

2.1.2 leases of land for terms over three years;

2.1.3 assents, legal charges of land and transferring title to property; *and*

2.1.4 the grant of powers of attorney.

2.2 A deed may be **preferred** where:

2.2.1 there is doubt about whether there is adequate consideration under the agreement; (i.e. the lack or low value of any payment by one party in exchange for a benefit from the other, for example where a guarantee is given by a third party);

2.2.2 the parties to a contract wish to take advantage of an extended period to bring an action for breach of contract (12 years under a deed as opposed to six years under a contract); and

2.2.3 a contract is subsequently varied or otherwise amended and it is not clear whether all the parties are providing fresh consideration.

2.3 It is **conventional** to use a deed where:

2.3.1 a vendor covenants with a purchaser to indemnify it against certain tax liabilities;

2.3.2 there is an assignment of intellectual property;

2.3.3 there is a release of a security; and

2.3.4 a guarantee is given to a bank for amounts previously advanced.

2.4 Where there is any doubt as to whether an agreement should be executed as a deed, legal advice should be sought. If there is doubt then the preferred position would be to execute the agreement as a deed to ensure that the terms are fully enforceable.

3. Procedure for the Execution of Deeds by the University

3.1 In the event that it is determined that an agreement is required or preferred to be executed by the University as a deed, an application shall be made to the Finance Department in the format prescribed from time to time by the Finance Department (and which shall be made available on request), such format to always include the requirement to provide evidence of the approval (whether by the Council or under its delegated authority as may be provided in the Scheme of Delegation or separate delegation) of:

3.1.1 the overall project of which the agreement to be executed as a deed forms a part; *and*

3.1.2 the terms of the agreement itself with such evidence to include details of the date of the approval and by whom.

3.2 The University shall enter into an agreement by deed by affixing the Seal in the presence of:

3.2.1 any member of Council; *and*

3.2.2 any one of the following:

(a) the President & Vice-Chancellor;
(b) the Provost & Deputy Vice-Chancellor;
(c) a Vice-President;
(d) an Authorised Financial Officer.

"Authorised Financial Officer" is defined as the Chief Financial Officer, Financial Controller, Associate Director of Financial Planning & Performance, Commercial Director or interim authorised designate.

3.3 The agreement must declare on the face of it that it is a deed and include the following execution clause to execute it as a deed:

EXECUTED AS A DEED BY AFFIXING)
THE COMMON SEAL of)
THE UNIVERSITY OF SHEFFIELD)
in the presence of:

Member of Council

[Title of officer]

4. Execution under Hand/Execution of Agreements

4.1 The Seal does not need to be used every time the University wishes to enter into a legal agreement. The authority of staff to enter into agreements for and on behalf of the University is prescribed in the University's Financial Regulations.

4.2 There is, however, nothing to preclude the application of the Seal to such agreements and the mere inclusion of the Seal will not render the agreement a deed.