

REGULATION II:

The Council

1. Composition of Council

1.1 As provided for within Section 3 of the Statutes of the University, the Members of the Council shall be as follows:

- Class (1): the Pro-Chancellors, the President & Vice-Chancellor, and the Treasurer.
- Class (2): not fewer than two and not more than three Senior Academic Officers. For the purpose of this and subsequent Regulations, Senior Academic Officer means the Provost & Deputy Vice-Chancellor and Vice-Presidents.
- Class (3): not fewer than seven and not more than eight persons who shall be neither Staff nor Students.
- Class (4): three Members of the Senate, of whom not more than two may be Professors.
- Class (5): one Member of the Professional Staff.
- Class (6): the President of the Students' Union.

2. Appointment or Election of Members of Council

2.1 Subject to the Statutes:

- 2.1.1 the Senior Academic Officers in Class (2) shall be appointed by the Council on the recommendation of the President & Vice-Chancellor;
- 2.1.2 the Members in Class (3) shall be appointed by the Council on the recommendation of its Nominations Committee, which shall ensure that at least one of those holding appointment in Class (3) is a graduate of the University;
- 2.1.3 the Members in Class (4) shall be elected by and from the Senate; *and*
- 2.1.4 the Member in Class (5) shall be elected by and from the Professional Staff in Grades 1 to 7.

2.2 Any vacancies existing at the final Council meeting of the University Year, or to arise at the end of the University Year, in the office of Chair of the Council, Pro-Chancellor or Treasurer or among the Class (3) Members of the Council shall be filled. The Council's Nominations Committee will bring forward recommendations for Class (3) appointments to the Council. Any vacancies in the Class (4) or Class (5) membership shall be filled by election.

3. Tenure of Members of Council

3.1 Members of Council shall, in respect of their respective class of appointment, have the following periods of tenure as Members of Council:

- 3.1.1 Members of Class (2) shall hold office for one University Year and shall be eligible for re-appointment, provided that a Member may not serve more than five consecutive periods of office;
- 3.1.2 a person who has held office as a Member of Class (2) and who has ceased by reason of length of service to be eligible for re-appointment shall after an interval of one University Year again become eligible for appointment in that Class;
- 3.1.3 Members of Classes (3), (4) and (5) shall hold office for three University Years and subject to the Regulations may not serve for more than three consecutive periods of office;
- 3.1.4 a non-professional Member of Class (4) shall vacate office on appointment as a Professor if that appointment increases the number of Professors who are Class 4 Members beyond two;
- 3.1.5 a person who has held office as a Member of Class (3), (4) or (5) and who has ceased by reason of length of service to be eligible for re-election or re-appointment shall after an interval of three University Years again become eligible for election or appointment in that Class; *and*
- 3.1.6 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. Members

elected or appointed to casual vacancies shall retire at the time when the person whom they respectively succeed should have retired.

- 3.2 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.

4. Removal and Resignation of Members of Council

- 4.1 Members of Council may resign by letter addressed to the University Secretary.
- 4.2 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.
- 4.3 A person who is proposed to be removed from office as a Member of Council in accordance with paragraph 4.2 shall be given a reasonable opportunity of being heard by the Council prior to the decision to remove being taken.
- 4.4 A Member of Council's term of office as such automatically terminates if they:
- 4.4.1 are disqualified under the Charities Act from acting as a charity trustee;
 - 4.4.2 are incapable, whether mentally or physically, of managing his/her own affairs; *or*
 - 4.4.3 are absent without prior notification to the Chair from three consecutive meetings of Council.

5. Attendance at Meetings of Council

- 5.1 Persons accompanying Members of Council will not be permitted to attend meetings of Council other than:
- 5.1.1 the Member of Class (6) may be accompanied at meetings of the Council by another Officer of the Students' Union appointed by the President of the Union;
 - 5.1.2 Members of Class (6) are Members of Council in respect of all business of the Council except matters concerning the admission, progress and academic assessment of individual Students and the powers of the Senate as listed under Regulation IX paragraphs (1.1.1) and (1.1.2); *and*
 - 5.1.3 persons who are not Members of the Council may be permitted to attend meetings of the Council subject to the prior agreement of the Chair of the Council.

6. Quorum for Meetings of Council

- 6.1 To form the quorum for meetings of Council, seven Members of the Council of whom not more than three may be Members of the Staff of the University must be present.

7. 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:

- 7.1 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;
- 7.2 make Regulations governing all matters except those relating to the powers of Senate as set out in Regulation IX and the duties of powers of Faculties;
- 7.3 appoint and remove the Chancellor and Pro-Chancellors;
- 7.4 appoint and remove the Chair of Council and the Treasurer;
- 7.5 appoint and remove the President & Vice-Chancellor, Provost & Deputy Vice-Chancellor, Vice-Presidents, University Secretary, Heads of Departments and other 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 Officers and employees of the University;
- 7.6 consider, adjudicate upon and if thought fit redress any grievances of the Officers, Staff or Students of the University;
- 7.7 review the learning, teaching and academic standards of the University;
- 7.8 promote and make provision for research within the University and to require reports from time to time on such research;

- 7.9 review, refer back, control, amend or disallow any act of the Senate and give directions to the Senate;
- 7.10 provide for the welfare of the Students;
- 7.11 review at intervals of not less than five years the constitution of the Students' Union;
- 7.12 govern, manage and regulate all of the University's financial activities which includes:
 - 7.12.1 investing any monies belonging to the University;
 - 7.12.2 selling, buying, exchanging, leasing and accepting leases of real and personal property on behalf of the University;
 - 7.12.3 providing the buildings, premises, furniture and equipment and other means needed for carrying on the work of the University;
 - 7.12.4 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;
 - 7.12.5 refinancing, replacing or reorganising any capital, finance or credit previously raised or obtained by the University;
 - 7.12.6 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;
 - 7.12.7 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;
 - 7.12.8 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;
 - 7.12.9 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;
 - 7.12.10 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 £260,000,000.
- 7.13 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;
- 7.14 acquire any part of another institution or body or to merge the University with any other higher education institution;
- 7.15 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;
- 7.16 select a Seal, Arms and Mace for the University and have the sole custody of the Seal;
- 7.17 approve the dissolution of the University and apply to surrender the Royal Charter; *and*
- 7.18 undertake any act incidental to the operation of the above powers or to achieving the charitable objects of the University.

8. Functions of Council

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

- 8.1 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;
- 8.2 delegate authority 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;
- 8.3 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;
- 8.4 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;
- 8.5 establish processes to monitor and evaluate the performance and effectiveness of the Council itself;
- 8.6 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;
- 8.7 safeguard the reputation and values of the University;
- 8.8 take such steps as are reasonably practicable to ensure that freedom of speech within the law is secured within the University;
- 8.9 promote equality and diversity throughout the University, including in relation to its own operation;
- 8.10 appoint the President & Vice-Chancellor as chief executive, and to put in place suitable arrangements for monitoring his/her performance;
- 8.11 appoint the University Secretary, who shall by virtue of holding that office be the secretary to the Council and Senate;
- 8.12 be the employing authority for all Staff in the University and to be responsible for establishing a human resources strategy;
- 8.13 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;
- 8.14 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;
- 8.15 make such provision as it thinks fit for the general welfare of Students, in consultation with the Senate;
- 8.16 act as trustee for any property, legacy, endowment, bequest or gift in support of the charitable objectives of the University; *and*
- 8.17 ensure that the University's Charter and Statutes are followed at all times and that appropriate advice is available to enable this to happen.

9. Matters Reserved for Decision by Council

- 9.1 The following matters are reserved to Council for decision, subject to advice, as appropriate, from Senate, the President & Vice-Chancellor or other Members of his/her executive board, or other committees and may not be delegated.
- 9.2 Constitutional matters:
 - 9.2.1 amendments to the Charter and Statutes subject to the approval of the Privy Council;
 - 9.2.2 establishment or abolition of Faculties and Departments, and approval of their titles;
 - 9.2.3 other major changes in the University's organisational and committee structure; *and*

- 9.2.4 establishment of and amendments to a Scheme of Delegation in respect of the powers of the Council.
- 9.3 Mission and strategy:
 - 9.3.1 approval and amendment of the University's mission, vision and identity; *and*
 - 9.3.2 approval of the University's strategic plan and any other key strategies related to the plan.
- 9.4 Financial matters:
 - 9.4.1 approval of the University's financial forecasts and annual budget;
 - 9.4.2 approval of the University's annual audited accounts;
 - 9.4.3 appointment of the University's auditors;
 - 9.4.4 approval of other financial matters as defined in the Scheme of Delegation.
- 9.5 Statutory compliance:
 - 9.5.1 approval of statements and policies complying with statutory requirements, for example, the Equality Duty and the University's Health and Safety Policy.
- 9.6 Appointment/removal of Officers and Members of Council: the Chancellor; Pro-Chancellors; Treasurer; President & Vice-Chancellor; Provost & Deputy Vice-Chancellor; Vice-Presidents; University Secretary; and Class (3) Members of the Council.
- 9.7 Audit and monitoring:
 - 9.7.1 monitoring and evaluating the performance of the University against approved plans and key performance indicators;
 - 9.7.2 considering an annual report from the Audit Committee;
 - 9.7.3 approving the University's internal control and risk management procedures and Corporate Risk Register; *and*
 - 9.7.4 monitoring the effectiveness of Council.
- 9.8 Other institutions:
 - 9.8.1 granting the designation "affiliated to the University of Sheffield" to other institutions on the recommendation of Senate; and
 - 9.8.2 approval of mergers with other institutions.

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 consult with the Senate by means of the membership of a Joint Committee of the Council and the Senate;
 - 10.1.2 when appointing a University Secretary, the Council shall consult with the Senate by means of the membership of the relevant appointment panel;
 - 10.1.3 when delegating the powers of the Senate, the Council shall do so only on the advice of the Senate;
 - 10.1.4 when delegating the powers of any Faculty, the Council shall do so only on the advice of the Senate after consultation by the Senate with the Faculty concerned; *and*
 - 10.1.5 when amending the Charter and making or amending Statutes the Council shall, in respect of matters relevant to the powers of the Senate, do so only after report from the Senate, and in respect of this and all other matters shall communicate to the Senate the principle of every such proposal in advance of the meeting of the Council at which the business is to be considered.

11. Delegation of Powers

- 11.1 Subject to paragraph 9 above and the Scheme of Delegation set out in Regulation III, the Council may delegate its powers in accordance with Section 4 of the Statutes.
- 11.2 In accordance with HEFCE requirements and Committee of University Chairs guidance, the Council shall have the following sub-committees:
 - 11.2.1 The Audit Committee
The Audit Committee shall comprise:

four lay Members of the Council, appointed by the Council; *and*
up to four co-opted Members, appointed by the Council.

The duties of the Audit Committee shall be:

- (a) To advise the governing body on the appointment of the external auditors, the audit fee, the provision of any non-audit services by the external auditors and any questions of resignation or dismissal of the external auditors.
- (b) To discuss if necessary with the external auditors, before the audit begins, the nature and scope of the audit.
- (c) To discuss with the external auditors problems and reservations arising from the interim and final audits, including a review of the management letter incorporating management responses, and any other internal matters the external auditors may wish to discuss (in the absence of management where necessary).
- (d) To consider and advise the governing body on the appointment and terms of engagement of the internal audit service (and the head of internal audit, if applicable), the audit fee, the provision of any non-audit services by the internal auditors and any questions of dismissal or resignation of the internal auditors.
- (e) To review the internal auditors' audit risk assessment and strategy; to consider major findings of internal audit investigations and management's response; and to promote co-ordination between the internal and external auditors. The Committee will ensure that the resources made available for internal audit are sufficient to meet the institution's needs (or make a recommendation to the governing body as appropriate).
- (f) To keep under review the effectiveness of the risk management, control and governance arrangements, and in particular to review the external auditors' management letter, the internal auditors' annual report, and management responses.
- (g) To monitor the implementation of agreed audit-based recommendations, from whatever source.
- (h) To ensure that all significant losses have been properly investigated and that the internal and external auditors, and where appropriate the HEFCE accounting officer, have been informed.
- (i) To oversee the institution's policy on fraud and irregularity, including being notified of any action taken under that policy.
- (j) To satisfy itself that satisfactory arrangements are in place to promote economy, efficiency and effectiveness and for the management and quality assurance of data submitted to HESA, HEFCE, the Student Loans Company and other funding bodies.
- (k) To satisfy itself that an effective framework is in place to manage the quality of learning and teaching and to maintain academic standards.
- (l) To receive any relevant reports from the National Audit Office (and its equivalent in Scotland, Wales and Northern Ireland), the funding councils and other organisations.
- (m) To monitor annually the performance and effectiveness of external and internal auditors, including any matters affecting their objectivity, and to make recommendations to the governing body concerning their reappointment, where appropriate.
- (n) To consider elements of the annual financial statements in the presence of the external auditors, including the auditors' formal opinion, the statement of members' responsibilities and the statement of internal control, in accordance with HEFCE's Accounts Directions.
- (o) In the event of the merger or dissolution of the institution, to ensure that the necessary actions are completed, including arranging for a final set of financial statements to be completed and signed.

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

11.2.2 The Council Nominations Committee

The Council Nominations Committee shall comprise:

- the Chair of the Council;
- one other Pro-Chancellor nominated for this purpose by the Chair of the Council;
- the President & Vice-Chancellor;
- one Senior Academic Officer nominated for this purpose by the President & Vice-Chancellor; *and*
- two Members, who shall normally be Members of the Council, appointed annually by the Council.

The duties of the Council Nominations Committee shall be:

- (a) To bring forward recommendations to the Council of persons for appointment to Class (3) of the Council in accordance with Section 3 of the Statutes and Regulation II, and in so doing, ensuring appropriate alumni representation on Council, with at least one Class (3) Member being a graduate of the University.
- (b) To bring forward recommendations to the Council of persons for appointment as Officers in accordance with Regulation VI: (2-4).
- (c) To bring forward recommendations to the Council for the appointment of persons to represent the Council on Committees of the Council, the Senate and their sub-committees.
- (d) To approve recommendations for the appointment of directors to serve on the boards of University subsidiaries.
- (e) To promote equality and diversity in respect of the appointments falling within its remit.

Quorum: four Members of the Committee, of whom not more than one may be a Member of Staff of the University.

11.2.3 The Senior Remuneration Committee

The Senior Remuneration Committee shall comprise:

- the Chair of the Council;
- the Pro-Chancellors;
- the Treasurer;
- the Chair of the Human Resources Committee; *and*
- one Member of the Council, appointed by the Council.

The duties of the Senior Remuneration Committee shall be:

- (a) To determine on appointment and review from time to time, in their absence, the remuneration and benefits of the President & Vice-Chancellor.
- (b) To determine on appointment and review from time to time annually in their absence, after receiving advice from the President & Vice-Chancellor, the remuneration and benefits of the Members of the University Executive Board.
- (c) To periodically receive information on the remuneration and composition of Professorial and Professorial equivalent Staff as determined by the Committee.
- (d) To determine and review from time to time the overall parameters for settlement and early retirement arrangements for all Staff.
- (e) To regularly review the numbers and costs of financial settlements and early retirement costs for all Staff.
- (f) To delegate to any two of the following, as appropriate, the approval of financial settlements and early retirement charges, within the overall agreed parameters: the President & Vice-Chancellor, Chief Operating Officer,

Director of HR, Provost & Deputy Vice-Chancellor and one of the Vice-Presidents. Any exceptions to be agreed by at least two Members of the Senior Remuneration Committee, being fully cognisant of the facts of the situation.

- (g) In its consideration of all forms of payment, reward and severance to Staff within its remit, to consider the interests of the institution and to have regard for the public interest and the safeguarding of public funds.

Quorum: three Members of the Committee.

11.3 For the time being, the Council shall additionally have the following sub-committees:

- 11.3.1 The Equality, Diversity and Inclusion Committee;
- 11.3.2 The Estates Committee
- 11.3.3 The Finance Committee;
- 11.3.4 The Health and Safety Committee;
- 11.3.5 The Honorary Degrees Committee (a joint committee of the Senate and the Council);
- 11.3.6 The Human Resources Committee.

12. Committees' Delegation of Powers

- 12.1 The Council and Senate may 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.
- 12.2 Subject to the following provisions of this paragraph the Council may by Regulation revocably delegate to any Officer, Member of the Staff or Committee any power exercisable under these Statutes by the Council, the Senate and the Faculties and may provide that the actions taken in the discharge of the delegated powers shall not require confirmation by the body whose powers are delegated.
- 12.2.1 The Council may delegate the powers of the Senate only on the advice of the Senate and may delegate the powers of any Faculty only on the advice of the Senate after consultation by the Senate with the Faculty concerned.
 - 12.2.2 This paragraph shall not apply in respect of any of the powers of the Council under Section 4 sub-section 4 of the Statutes.
 - 12.2.3 This paragraph shall not apply in respect of any of the powers of the Senate under Regulation IX paragraph (1.1.7).
 - 12.2.4 Where there is delegation to a Committee of the following powers, there shall not be any Student Member of the Committee:
 - (a) any of the powers of the Senate and the Faculties regarding the award of Degrees, Fellowships, Prizes and other distinctions and examination results;
and
 - (b) 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.
 - 12.2.5 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.
- 12.3 The Council may make Regulations for the proceedings of all Committees but subject to such Regulations every Committee may regulate its own procedure, times and places of Meeting.

REGULATION III

Scheme of Council Delegation

<i>Powers of Council (Regulation II (7))</i>	<i>Activity</i>	<i>Delegated authority</i>	<i>Further delegation?</i>	<i>Delegation limits and context</i>	
Subject to the Charter and Statutes, the Council shall in addition to all other powers vested in it have, without limitation, the power to:					
7.1	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;	Amendments to the Charter and Statutes	None	n/a	
7.2	make Regulations governing all matters except those relating to the powers of Senate and the duties and powers of Faculties as set out in Regulation I;	Making Regulations other than those within the control of Senate	None, other than Financial Regulations, for which authority is delegated to Finance Committee (see 7.12)	n/a	Context: see Regulation I (Responsibility for Creation and Amendment of Regulations)
7.3	appoint and remove the Chancellor and Pro-Chancellors;	Appointment/ removal of the Chancellor and Pro-Chancellors	None	n/a	Context: see Regulation VI (The Officers of the University)
7.4	appoint and remove the Chair of Council and the Treasurer;	Appointment/ removal of the Chair of Council and the Treasurer	None	n/a	Context: see Regulation VI (The Officers of the University)
7.5	appoint and remove the President & Vice-Chancellor, University Secretary, Provost & Deputy Vice-Chancellor, Vice-Presidents, Heads of Departments and other 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 pensions of the Officers and employees of the University;	Appointment/ removal of the President & Vice-Chancellor	None	n/a	Context: see Regulations VI (The Officers of the University) and VII (The Dismissal and Removal from Office of the President & Vice-Chancellor)
		Appointment/ removal of the University Secretary	None	n/a	Context: see Regulation VI (The Officers of the University)
		Appointment/ removal of the Provost & Deputy-Vice-Chancellor and Vice-Presidents	None	n/a	Context: See Regulation VI (The Officers of the University)
		Authorisation and reporting to Council of any severance payments for Senior Staff post holders (as defined in the OfS Accounts Direction)	Senior Remuneration Committee	No	Context: See CUC Senior Staff Remuneration Code

Scheme of Council Delegation

	Appointment of Heads of Academic Departments	President & Vice-Chancellor	No	
	Appointment of Professors and equivalent level staff	President & Vice-Chancellor	No	
	Appointment of all other employees of the University and issue of contracts of employment	Director of HR	No	
	Approval of conferment of the title of Reader and promotions to Personal Chair	University Reward and Recognition Panel	No	
	Approval of recommendations for the regrading/promotion of all other employees	Director of HR	Vice-President & Head of Faculty or, in respect of AMRC staff, the Executive Dean of the AMRC	
	Termination of employment contracts and dismissal of employees	Director of HR	No	
	Authorisation of any payments associated with ill-health and early retirements	Director of HR	No	Senior Staff fall within the remit of the Senior Remuneration Committee
	Reaching settlements, including statutory, contractual and non-contractual payments, in line with employment legislation and approved internal procedures	Director of HR	No	Senior Staff fall within the remit of the Senior Remuneration Committee
	Issuing of agreements for services with contractors/workers	Director of HR	No	
	Requesting criminal activity reports from the Disclosure and Barring Service for relevant post holders in line with approved procedures	Director of HR	No	

Scheme of Council Delegation

		Negotiation and agreement of collective terms and conditions of employment	Director of HR and Human Resources Committee	No	
		Negotiation and agreement of individual contracts of employment	Director of HR	No	
		Conferment of appointments for staff following successful probationary period	Director of HR following approved recommendation of Vice-President & Head of Faculty	No	
		Conferment of visiting, honorary, emeritus and other academic titles on non-employees in line with agreed procedures	Director of HR following approved recommendation of Vice-President & Head of Faculty	No	
7.6	consider, adjudicate upon and if thought fit redress any grievances of the Officers, staff or students of the University;	Hearing of concerns raised by aggrieved staff in accordance with the University of Sheffield Grievance Policy and Procedure	Director of HR	No	Context: see Grievance Policy and Procedure
		Consideration of protected disclosures made in the public interest: investigation and hearing of related matters	Director of HR	No	Context: see Public Interest Disclosure Policy
		Consider matters of research misconduct: investigation and determining of matters of research misconduct	Director of HR	No	Context: see Policy and Procedures for investigating and responding to allegations of research misconduct
		Grievances submitted by students or graduates of the University: (a) decision as to whether or not a substantive case exists (b) review of grievance, if held to be substantive	a) a Vice-President other than that of the student's or graduate's Faculty (b) Case Review Panel	No	Context: see Student Complaints Procedure

Scheme of Council Delegation

7.7	review the learning, teaching and academic standards of the University;	Overall responsibility, subject to the Charter and Statutes and to Regulation III 7.9 below, for learning, teaching and academic standards	Senate	Yes	Further delegation to Learning and Teaching Committee and its sub-committees
7.8	promote and make provision for research within the University and to require reports from time to time on such research;	Overall responsibility, subject to the Charter and Statutes and to Regulation III 7.9 below, for research	Senate	Yes	Further delegation to Research and Innovation Committee and its sub-committee and to Research Ethics Committee
7.9	review, refer back, control, amend or disallow any act of the Senate and give directions to the Senate;	Exercise of Council's ultimate authority as the University's governing body	None	n/a	
7.10	provide for the welfare of the students;	Provision of services to support the welfare of students	The President & Vice-Chancellor	Yes	Further delegation to the Director of Academic Services
7.11	review at intervals of not less than five years the constitution of the Students' Union;	Review of Students' Union constitution	None	n/a	n/a
7.12	govern manage and regulate all of the University's financial activities;	Approval of University's financial statements, financial forecasts and annual budget	None	n/a	Audit Committee and Finance Committee advise Council on various aspects
		Novel and/or contentious issues	None – potential strategic policy matter for Council decision	n/a	Advised by Finance Committee where appropriate
		Creation and amendment to the University's financial strategy	None – strategic policy matter for Council decision	n/a	Advised by Finance Committee
		Appointment of Bankers	None – strategic policy matter for Council decision	n/a	Advised by Finance Committee
		Banking activities such as bank signatories	Finance Committee	Yes	Activities and authority levels detailed within the Financial Regulations
		Creation and amendment to the Financial Regulations. Amendments to the Supplementary	Finance Committee	No	Council receives retrospective reporting on changes from Finance Committee

Scheme of Council Delegation

		Information Appendices or Financial Advice Notes (where specifically indicated)			Changes to supplementary information and financial advice notes detailed within the Financial Regulations
		Other amendments to the Supplementary Information Appendices of Financial Advice Notes which support the Financial Regulations	Finance Committee	Yes	Detailed within the Financial Regulations
		Commercialisation of Intellectual Property	Finance Committee	Yes	Detailed within the Financial Regulations
		Agreement of tuition fees where the University has discretion to determine the fee levels	The President & Vice-Chancellor, advised by UEB	Yes (UEB Sub-Group for Student Numbers and Fees)	Detailed within the Financial Regulations (SIA 9)
		Agreement of student accommodation fees	Finance Committee	Yes	Detailed within the Financial Regulations
7.12.1	invest any monies belonging to the University;	Investment of funds and the management of endowments	Finance Committee	Yes	Detailed within the Financial Regulations Council receives retrospective reporting on activities through Finance Committee
7.12.2	sell buy exchange lease and accept leases of real and personal property on behalf of the University;	Leases of land and property			Details to be confirmed. However, approval will mirror tiered approach adopted for Capital Project approval (see 7.12.3)
		Leases of equipment	Follows capital project approvals route where significant equipment lease Finance Committee for other items	Yes	Details to be confirmed. However, approval will mirror tiered approach adopted for Capital Project approval (see 7.12.3)
7.12.3	provide the buildings premises furniture and apparatus and other means needed for carrying on the work of the University;	Purchase, refurbishment, development of land, property and equipment	>£5m: no delegation £1m to £5m: Finance Committee (Council on request and for information)	n/a No	Council is advised by Finance Committee Council receives retrospective reporting from Finance Committee

Scheme of Council Delegation

			£250k to £1m: Finance Committee	Yes	The President & Vice-Chancellor, advised by UEB and Estates and Capital Sub-Group
			£50k to £250k: Finance Committee	Yes	Two signatories: Chief Financial Officer or an Authorised Financial Officer and one of the Provost & Deputy Vice-Chancellor or Director of Estates & Facilities Management
		Purchase, refurbishment, development of land and property Offline approval route in exceptional circumstances	Council and Finance Committee Chair approval	No	Initial approval through Estates Capital Sub-Group and University Executive Board. Business cases provided to the next meetings for formal notification of approval route taken
		Acquisition of management information systems	Follows capital projects approvals route		
		Sale of land and property	Finance Committee	Yes	Detailed within the Financial Regulations Council receives retrospective reporting from Finance Committee
		Disposal of Furniture and Equipment (other than for recycling or scrap)	Finance Committee	Yes	Detailed within the Financial Regulations
7.12.4	borrow or raise 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;	Ability to borrow money and give security: (a) Amendments to the internal borrowing limit (b) Authority to borrow up to the internal borrowing limit	(a) Council (b) Finance Committee	(a) No (b) Yes	(b) Council receives retrospective reporting from Finance Committee
7.12.5	refinance, replace or reorganise any capital, finance or credit previously raised or obtained by the University;	See borrowing ability above	See borrowing ability at 7.12.4 above		See borrowing ability above
7.12.6	guarantee, support or secure (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, by any person or undertaking (whether incorporated or unincorporated) in relation	As indicated in the Regulation	Finance Committee	No	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

Scheme of Council Delegation

	to any transaction whatsoever;				
7.12.7	create or grant a mortgage, charge, pledge, lien or encumbrance of any kind over, or enter into any type of transaction (including accepting options) in relation to, all or any of the undertaking, property or assets of the University (present and future);	As indicated in the Regulation	Finance Committee	No	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
7.12.8	provide 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;	As indicated in the Regulation	Finance Committee	No	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
7.12.9	enter 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;	As indicated in the Regulation	Finance Committee	No	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
7.12.10	enter 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 an 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; or (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 £260,000,000;	As indicated in the Regulation	Finance Committee	Yes	Detailed within the Financial Regulations Council receives retrospective reporting from Finance Committee concerning treasury management
7.13	carry on any of the University's activities by or through any body corporate or unincorporated, 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	University companies: creation, investment, alteration, disposal of rights held by the University	Finance Committee	Yes	Council receives retrospective reporting from Finance Committee Council approval may be sought for creation of a major subsidiary Covered within Policy document for the Creation, Disposal and Governance of

Scheme of Council Delegation

	with such body corporate or unincorporated;				University Companies – Appendix E to Financial Regulations. Policy approved by Finance Committee
7.14	acquire any part of another institution or body or to merge the University with any other higher education institution;	Approval of mergers and acquisitions	None	n/a	
7.15	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;	Contracts for the supply of goods and services to third parties	Finance Committee	Yes	Detailed within the Financial Regulations Where a contract is material in terms of financial value, term or the nature of the activity, approval may be sought from Finance Committee and/or Council
		Contracts for the purchase of goods and services from third parties (non-capital)	Finance Committee	Yes	Detailed within the Financial Regulations Where a contract is material in terms of financial value, term or the nature of the activity, approval may be sought from Finance Committee and/or Council
		Executing documents by deed	Any member of Council and one of: The President & Vice-Chancellor; the Provost & Deputy Vice-Chancellor, a Vice-President; an Authorised Financial Officer	No	Context: see Regulation XIII for the procedure for executing deeds Council receives retrospective reporting on its application
		Major funding applications and acceptance of research grants	The President & Vice-Chancellor	Yes	Detailed within the Financial Regulations (Regulation 10.3 and SIA 10)
		Decisions relating to non-financial commitments (eg confidentiality agreements, material transfer agreements, not-for-money research contracts)	The President & Vice-Chancellor	Yes	Further delegation to the Vice-President for Research & Innovation, in accordance with principles and process detailed in the Financial Regulations
		Entering into major strategic alliances at institutional level	None	n/a	
		Memoranda of Agreement	The President & Vice-Chancellor	Yes	Further delegation to the Director, Sheffield International and (if

Scheme of Council Delegation

					financial implications) the Authorised Financial Officer
		Memoranda of Understanding	The President & Vice-Chancellor	Yes	Further delegation to the Director, Global Engagement
7.16	select a Seal, Arms and Mace for the University and have the sole custody of the Seal;	Selection of Seal, Arms and Mace Custody of Seal	None Chief Financial Officer	n/a No	
7.17	approve the dissolution of the University and apply to surrender the Royal Charter.	Dissolution of the University	None	n/a	n/a

REGULATION IV:

The Auditor

1. The Auditor shall hold office for up to five years and shall receive such remuneration as may be determined by the Council.

REGULATION V:
The Members of the University

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

1. The Chancellor

- 1.1. The Chancellor shall be appointed by the Council and shall be installed at a Congregation of the whole University.
- 1.2. The Chancellor shall hold office for a period of five years from the date of installation but the Council may extend the Chancellor's tenure of office for one further period of not more than five years.
- 1.3. The Chancellor may resign by letter addressed to the University Secretary and may be removed for good cause by the Visitor at the instance of the Council.

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. 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.
- 2.3. 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.
- 2.4. The Chair of Council may be removed by the Council.

3. The Pro-Chancellors

- 3.1. Pro-Chancellors other than the Chair of the Council shall be appointed by the Council.
- 3.2. 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.
- 3.3. A Pro-Chancellor may be removed by the Council.

4. The Treasurer

- 4.1. The Treasurer shall be appointed by the Council.
- 4.2. 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.
- 4.3. 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.
- 4.4. The Treasurer may be removed by the Council.

5. The President & Vice-Chancellor

- 5.1. The President & Vice-Chancellor shall be appointed by the Council after recommendation by a Joint Committee of the Council and the Senate.
- 5.2. 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.
- 5.3. 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.
- 5.4. 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 Council 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.
- 6.3. The duties of the Provost & Deputy Vice-Chancellor shall be:
 - (a) 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;
 - (b) to assist the President & Vice-Chancellor in such matters as may be specified by the President & Vice-Chancellor;

- (c) 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 Council.

7. The Vice-Presidents

7.1 Vice-Presidents shall be appointed by the Council 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.

7.3 The duties of a Vice-President shall be:

- (a) 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;
- (b) to assist the President & Vice-Chancellor in such matters as may be specified by the President & Vice-Chancellor;
- (c) 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 Council.

8. The University Secretary

8.1 The University Secretary shall be appointed by the Council 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.

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.

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 him/herself 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 his/her 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 him/herself 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 him/her 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:

Staff Definitions

1. As provided for in the Statutes:
 - 1.1 **“Staff”** means all persons employed by the University.
 - 1.2 **“Academic Staff”** means:
 - 1.2.1 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;
 - 1.2.2 such other senior Members of Staff as may be determined by Council from time to time.
 - 1.3 **“Research Staff”** means any employee employed by the University to engage directly in, or carry out research.
 - 1.4 **“Teaching Staff”** means any employee employed by the University to engage directly in, or carry out teaching and learning.
2. **“Professional Staff”** means any employee 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.

REGULATION IX:

The Senate

1. Powers of the Senate

- 1.1 The Senate shall have the following powers:
 - 1.1.1 To award Degrees, Fellowships, Scholarships, Prizes and other Distinctions and to confirm examination results.
 - 1.1.2 To review, confirm, amend or disallow any decision of a Faculty concerning the progress and fitness to practise of a student.
 - 1.1.3 To regulate subject to the Charter and Statutes the admission of persons to courses of the University.
 - 1.1.4 To make after report from the Faculties concerned all Regulations for giving effect to the Statutes relating to courses of study.
 - 1.1.5 To make Regulations for the discipline of the students of the University and to suspend or expel any student when thought necessary.
 - 1.1.6 To make Regulations as to the review by the Faculties of the progress and fitness to practise of students.
 - 1.1.7 To report to the Council on Statutes or proposed changes to the Charter and Statutes.
 - 1.1.8 To formulate and modify or revise schemes for the organisation of Faculties of the University and for determining the province of each Faculty and also to report to the Council as to the expediency of the establishment at any time of other Faculties or as to the expediency of the abolition combination or sub-division of any Faculties.
 - 1.1.9 To fix (subject to any conditions made by the Founders which are accepted by the Council) the times and mode and conditions of competitions for Fellowships, Scholarships, Prizes and other Distinctions.
 - 1.1.10 To report on any other matter referred to or delegated to it by the Council.
 - 1.1.11 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 and the Vice-Presidents.
 - 2.1.3 The Principal of City College (International Faculty).
 - 2.1.4 The Deputy Vice-Presidents for Education and Research and Innovation.
 - 2.1.5 The following Faculty Officers:
 - the Directors of Learning and Teaching;
 - the Directors of Research and Innovation.
 - 2.1.6 The following cross-cutting Directors:
 - the Directors of Learning and Teaching;
 - the Directors of Research and Innovation.
 - 2.1.7 The Heads or acting Heads of the following Departments:
 - Animal and Plant Sciences, Archaeology, Architecture, Automatic Control and Systems Engineering, Biomedical Science, Business Administration and Economics (International Faculty), Chemistry, Chemical and Biological Engineering, Civil and Structural Engineering, Clinical Dentistry, Computer Science, Computer Science (International Faculty), East Asian Studies, Economics, Education, Electronic and Electrical Engineering, English, English Studies (International Faculty), Executive Education Centre (International Faculty), Geography, Health and Related Research, History, Human Communication Sciences, Infection, Immunity and Cardiovascular Disease, Information School, Journalism Studies, Landscape Architecture, Languages and Cultures, Law, Lifelong Learning, Management, Materials Science and Engineering, Mathematics and Statistics, Mechanical Engineering, Medical

- School, Molecular Biology and Biotechnology, Music, Neuroscience, Nursing and Midwifery, Oncology and Metabolism, Philosophy, Physics and Astronomy, Politics, Psychology, Psychology (International Faculty), Sheffield Methods Institute, Sociological Studies and Urban Studies and Planning.
- 2.1.8 The Vice-Principals of the International Faculty.
 - 2.1.9 The Director of Library Services and University Librarian.
 - 2.1.10 Representatives elected by and from the Academic, Teaching, Research and Professional Staff of the University in Grades 8 and above. The number of such representatives shall be equal to the number of members under paragraphs 2.1.1 to 2.1.7 above. Such representatives shall hold office for three years.
 - 2.1.11 Not more than fifteen student members comprising the President, the Education Officer, the International Students' Officer, the Welfare Officer and the Women's Officer of the Students' Union, and two postgraduate students, one mature student and one student from each Faculty nominated by the Students' Union.
 - 2.1.12 Not more than six Chairs of Committees who are not otherwise members of the Senate, such Chairs to be co-opted by the Senate. Members under this category shall serve for one University year and shall be eligible to serve for further such periods.
- 2.2 The Senate shall, in addition to the members in 2.1 above, co-opt such members as may be necessary to ensure that the senior members of the academic staff shall constitute the majority of the Senate. The senior members of the academic staff are defined for this purpose as being the President & Vice-Chancellor, the Provost & Deputy Vice-Chancellor, the Vice-Presidents, the Principal of City College, the Vice-Principals of the International Faculty, Faculty and cross-cutting Directors of Learning and Teaching, Faculty and cross-cutting Directors of Research and Innovation, Professors and Heads of Department. Such co-opted members shall serve for a period not exceeding one University year and be eligible to serve for further such periods.
- 2.3 Members appointed under paragraph 2.1.11 shall be members only in respect of the powers of the Senate under paragraphs 1.1.4 to 1.1.11.
- 2.4 A member appointed under paragraph 2.1.7, 2.1.9, or an Officer of the Students' Union appointed under 2.1.11 who is unable to attend a meeting of the Senate may, subject to the following conditions, appoint a deputy for that meeting:
- 2.4.1 a Head or acting Head of Department may only appoint a member of the academic staff of the Department concerned;
 - 2.4.2 the Director of Library Services and University Librarian may only appoint the Associate Director of the Library;
 - 2.4.3 an Officer of the Students' Union who is a member under paragraph 2.1.11 may only appoint a member of the Students' Union Council nominated for this purpose by the President of the Students' Union.
- 2.5 Twenty members of the Senate, including not fewer than eleven members of the senior academic staff as defined in paragraph 2.2 above, shall form a quorum.
- 2.6 In these Regulations "Head of Department" means the Head or Chair of the relevant Department, and "Department" includes, where appropriate, Centre, Division, School or Unit.

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: (12), powers of the Senate shall be delegated as follows:

	<i>Power delegated</i>	<i>Body whose power is delegated</i>	<i>Officer or committee to whom the power shall be delegated</i>
4.1.1	The power to co-opt such members as may be necessary to ensure that the senior members of the academic staff, as defined by Regulation, shall constitute the majority of the Senate.	Senate	The President & Vice-Chancellor
4.1.2	The power to approve recommendations of the Faculties concerning the reports of examiners and the award of Degrees, diplomas and certificates and of the Faculties, Committees or assessors concerning the award of Fellowships, Prizes, medals and other awards.	Senate	The President & Vice-Chancellor
4.1.3	The power to impose fines and other penalties as set out in the Library Regulations.	Council and Senate	The Librarian
4.1.4	The power to review, amend or disallow any decision of a Faculty Student Review Committee concerning the progress of a student.	Senate	Appeals Committee of Senate
4.1.5	The power in accordance with the Discipline Regulations to suspend or expel any student when thought necessary or take such other action as the Discipline Regulations shall provide.	Senate	Discipline Committee or Disciplinary Appeals Committee of the Senate
4.1.6	The power to make all Regulations for giving effect to the Statutes of the University relating to programmes of study, Fellowships, Scholarships, Prizes and other Distinctions.	Senate	The President & Vice-Chancellor or a Vice-President other than one responsible for a Faculty
4.1.7	The power to withdraw any Degree (other than an Honorary or Ex-Officio Degree) Diploma Certificate Associateship or Distinction which has been awarded or conferred upon any person.	Senate	The President & Vice-Chancellor

REGULATION X:

The Faculties

1. Faculties of the University

- 1.1 The Faculties of the University shall be those of Arts and Humanities; Science; Medicine, Dentistry and Health; Engineering; Social Sciences; and City College, Thessaloniki.
- 1.2 City College, Thessaloniki, is an International Faculty of the University.
- 1.3 The University may designate another institution as an International Faculty.

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; *and*
 - 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.
- 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: (12), powers of the Faculties shall be delegated as follows:

	<i>Power delegated</i>	<i>Body whose power is delegated</i>	<i>Officer or committee to whom the power shall be delegated</i>
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 Learning and Teaching 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 Learning and Teaching, Faculty Director of Research and Innovation or designate authorised by the Faculty

The Faculties

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 Learning and Teaching, 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
3.1.5	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 International Faculty	The Principal, any Vice-Principal or designate authorised by City College
3.1.6	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 International Faculty	The Principal, any Vice-Principal or designate authorised by City College
3.1.7	The power to recommend to the Senate upon Regulations relating to programmes of study, 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 International Faculty	The Principal, any Vice-Principal or designate authorised by City College

The Faculties

3.1.8	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 International Faculty	The Student Review Committee of City College
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REGULATION XI:

Extra-Faculty Learning and Teaching Committee¹

1. There shall be an Extra-Faculty Learning and Teaching Committee, which shall for the purposes of Regulation X: 2 be deemed to be a Faculty.
2. The Extra-Faculty Learning and Teaching Committee shall, subject to review by the Senate and to the Statutes and Regulations of the University, exercise, in relation to Degrees, Diplomas, Certificates and Prizes falling within its province and to students pursuing programmes of study or research leading to the award of such Degrees, Diplomas and Certificates, such powers as may be conferred by Regulation.
3. Such matters as shall be committed to the Extra-Faculty Learning and Teaching Committee by the Senate shall be transacted by that Committee.
4. Subject to Regulation II: (12), powers of the Extra-Faculty Learning and Teaching Committee shall be delegated as follows:

	<i>Power delegated</i>	<i>Officer to whom the power shall be delegated</i>
4.1	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 province of the Committee, without the need to report on action taken or seek the confirmation of the Committee.	The Chair of the Committee or designate authorised by the Committee
4.2	The power to recommend to the Senate upon the award of higher Degrees, Diplomas, Certificates and Prizes within the province of the Committee, without the need to report on action taken or seek the confirmation of the Committee.	The Chair of the Committee or designate authorised by the Committee
4.3	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 province of the Committee, without the need to report on action taken or seek the confirmation of the Committee.	The Chair of the Committee or designate authorised by the Committee
4.4	The power, in accordance with Regulations made by the Senate, to review the progress of students registered for programmes within the remit of the Committee and to suspend or exclude any such student from further attendance at lectures, classes and examinations within the province of the Committee 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 Committee.	The Chair of the Committee or designate authorised by the Committee

¹ Formerly 'The Board of Extra-Faculty Provision'.

REGULATION XII:

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 his absence by the President & Vice-Chancellor or in the absence of both by 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 XIII:

The Execution of Contracts and Deeds

Preamble

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 3 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 6 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, Deputy Director of Finance, Assistant Directors of Finance, 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.