

## **Governance & Management Self-Assessment**

Provider : The University of Buckingham  
Provider's UKPRN : 10007787  
Registered address : Yeomanry House, Hunter Street, Buckingham, MK18 1EG  
Contact : Mr Christopher Payne, Registrar & Chief Administrative Officer  
Date : July 2025

### Introduction

The University of Buckingham is an established provider of over 40 years' standing. Founded in 1976, the University was incorporated by *Royal Charter* (RC000730) on 11 February 1983 and is authorised to award taught and research degrees in perpetuity. The University is a Recognised Body under Statutory Instrument No. 573 (The Education (Recognised Bodies) (England) Order 2020).

The University is listed on the UK Register of Learning Providers (UKPRN 10007787) and is registered with both the Office for Students as an *Approved Provider* and the Charity Commission for England and Wales as a not-for profit Charity (Charity Number 1141691).

### The University's Governance and Management Arrangements

As articulated in its *Charter and Statutes*, the University has a bicameral constitution comprising the Council and the Senate. Whereas the Council is the governing body, and its members are Trustees of the University, the Senate is the governing academic authority, responsible for the setting and maintaining of threshold academic standards and for assuring and enhancing the quality of students' learning opportunities.

The Council of the University has responsibility for the stewardship of the University's assets; its members focus on strategic decision making and ensuring adherence to its charitable objectives whilst delegating day-to-day operational responsibilities to the Vice-Chancellor. It receives assurances that the University meets all legal and regulatory requirements imposed on it as a corporate body.

The powers of the Council are stipulated in the *Statutes* and include: the appointment of officers of the University, the establishment, on the recommendation of the Senate, of academic posts and the appointment of persons to said academic posts, the authorisation of salaries and conditions of tenure of University staff, the establishment, on the recommendation of the Senate, of the organs of academic administration, the governance and management of the University's finances and contractual arrangements and the establishment of such committees as are necessary to enable the Council to conduct its business efficiently and effectively.

The work of the Council is supported by several sub-committees, each of which operates in accordance with approved Terms of Reference: the Audit and Risk Committee (ARC), the Finance and Resources Committee (FRC), the Nominations and Governance Committee, and the Remuneration Committee.

The Senate of the University is its governing academic authority. The powers of the Senate are also stipulated in the *Statutes* and include: the regulation and control of all academic awards as well as the programming and teaching that facilitates students' admission to said academic awards, the management of the formalities associated with making academic awards and the regulation of University discipline. The Senate is responsible for overseeing the development of the University's academic portfolio (including all associated research, learning and teaching and assessment activities), for the admission of students and for all areas pertaining to academic delivery and support.

The work of the Senate is supported by several sub-committees, each of which operates in accordance with approved Terms of Reference: the University Assessment, Learning & Teaching Committee (UALTC), the University Research Committee (URC) and the Faculty Boards of Study. Boards of Study are supported by Assessment, Learning & Teaching and Research Committees.

The University's Inclusion and Honorary Awards and Appointments Committees operate as joint committees of both the Council and the Senate.

The work of the University's Committees is supported by a number of specialist deliberative steering and working groups that report, and make recommendations for approval, to the Council and/or the Senate and/or their delegated sub-committees on either a regular or ad-hoc basis as appropriate. Group memberships are diverse and incorporate academic and/or support staff from across the University.

The principal academic and administrative officer of the University is the Vice-Chancellor, who has a general responsibility to the Council for maintaining and promoting the efficiency and good order of the University and who is the Chair of the Senate. The Vice-Chancellor also chairs the Executive Group, comprising members of the University's senior management.

The Executive Group supports the Vice-Chancellor with the day-to-day management of the University's financial, academic, administrative, estates and personnel functions as well as with risk management. The Executive Group ensures that an appropriate level of consideration is given to strategic decisions, that there is accountability for said decisions and that there is effective leadership of, and communication with, University stakeholders.

### Self-Assessment of the University's Governance and Management Arrangements

The University updated its *Charter and Statutes* in 2021 (Royal Assent given 28 April). More recently, the University commissioned *Halpin* to undertake an external *Governance Effectiveness Review*. The final report of the *Governance Effectiveness Review* was completed in August 2023 following which the Council appointed a Steering Group to oversee and guide the implementation of the resultant action plan. The group has agreed a phased approach to delivery of the various improvements, most of which have already been implemented.

ARC provides much of the oversight of the University's corporate governance and risk management. This is through reports to ARC from senior management, the University's auditors, and from the University's risk management lead from whom a report is received at every meeting. The Council, in turn, considers the minutes of ARC as a

standing item. The Council receives updates on matters relating to Corporate Governance from the Vice- Chancellor and approves the *Terms of Reference* of its Committees on an annual basis.

The Council and its Committees ensure that the University complies with its statutory and regulatory responsibilities. The ARC, together with the Senate, provide much of the oversight of compliance with OfS' ongoing Conditions of Registration and related statutory duties including Prevent. FRC oversees compliance with the University's statutory obligations in relation to health and safety. The University's management accounts are considered by the FRC and Council on at least a quarterly basis.

The Council has ultimate responsibility for the University's system of internal control and for reviewing its effectiveness. The Council has delegated to the Vice- Chancellor the day-to-day responsibility for maintaining sound systems of internal control that support the policies, aims and objectives of the University whilst safeguarding the public funds and assets in accordance with responsibilities set out in the Office for Students' conditions of registration. ARC seeks assurance that this is the case. The Vice-Chancellor is also responsible for reporting to the Council any material weaknesses or breakdowns in internal control.

The system of internal control is an on-going process designed to identify the principal risks to the achievement of the University's plans, policies and objectives; to evaluate the extent of those risks; and to manage them efficiently, effectively, and economically. Such a system is designed to manage and mitigate rather than eliminate the risk of failure to achieve business objectives and can provide only reasonable and not absolute assurance against material misstatement or loss.

The Council takes reasonable steps to ensure:

- There are appropriate financial and management controls in place to safeguard the assets of the Group and University and prevent and detect fraud, with any concerns investigated thoroughly before the financial statements are signed off.
- The economical, efficient and effective management of the Group and University's resources and expenditure.
- Funds from whatever sources and administered by the University for designated purposes have been applied properly for those purposes and managed in accordance with applicable legislation.
- It is in receipt of regular reports and additional meetings are scheduled, where required, to discuss the issues arising from significant matters.

A process is in place for identifying, evaluating, and managing the significant risks facing the University, and ensuring the associated procedures have been in place and operational throughout the year, notably through the regular review and updating of the University's Risk Register. The Risk Register details strategic and recurrent risks and covers governance, management, quality of service, reputational, operational, compliance as well as financial risks together with the range of mitigating controls in place and the early warning indicators for each risk. The Risk Register is under continuous review by senior management, the oversight of which is the responsibility of ARC.

The key elements of the University's system of risk assessment and internal control are as follows:

- Risk Management, which is led by the Registrar & Chief Administrative Officer, supported by senior managers, and reports into ARC.
- A medium and short-term financial planning process, supplemented by detailed annual income, expenditure, capital and cash flow budgets.
- Regular reviews of academic performance and monthly reviews of financial results involving variance reporting and updated of forecast outturns.
- Clearly defined requirements for approval and control of expenditure - with investment decisions involving capital or revenue expenditure being subject to review according to approval levels set by FRC.
- A framework and program of internal audit across the University's operations which is overseen by ARC.

The Council receives a standing update from the Chair of ARC (and copies of minutes of its meetings), and arrangements are in place to ensure regular reports are received from University management on their actions to manage risks in their areas of responsibility. Reviews by Council of the effectiveness of the system of internal control are informed by the reports of Council, committees and Officers of the University.

The Remuneration Committee normally meets biannually to consider remuneration matters relating to the Vice- Chancellor and members of senior staff. The Vice-Chancellor is not a member of the Remuneration Committee and attends for items of business other than those involving consideration of their own salary. The Remuneration Committee sets the salary of the Vice-Chancellor taking account of the nature of the role, the institution, performance, and in accordance with the Committee of University Chairs' Senior Staff Remuneration Framework to ensure transparent and fair decisions regarding remuneration. The Chair of Council undertakes an annual appraisal of the Vice-Chancellor's performance in the previous year, agreeing objectives for the next 12-month period. This takes place at the end of each calendar year.

<u>Public interest governance principles</u>	
<i>Standard public interest governance principles: applicable to all providers</i>	
<p><b>Academic freedom:</b> Academic staff at an English higher education provider have freedom within the law:</p> <ul style="list-style-type: none"> <li>• to question and test received wisdom; and</li> <li>• to put forward new ideas and controversial or unpopular opinions without placing themselves in jeopardy of losing their jobs or privileges they may have at the provider.</li> </ul>	<p>Ordinance 11.2 states that: <i>While the Council shall ensure that there is a clear distinction between governance and management, the Council shall also ensure that both governance and management share a mutual aim to continue to create and maintain an institution that is committed and conducive to providing a teaching, learning and research environment that allows for both academic freedom and freedom of speech within the law.</i></p>

<p><b>Accountability:</b> The provider operates openly, honestly, accountably and with integrity and demonstrates the values appropriate to be recognised as an English higher education provider.</p>	<p>Article 12 of the Charter states that: <i>There shall be a Council of the University (in this Our Charter - called 'the Council') which shall be the governing body of the University and shall promote the objects and interests of the University, in accordance with the legal framework from time to time applicable to the provision of higher education in England. It shall have the custody of the Common Seal and shall be responsible for the management and administration of the revenue and property of the University. Recognising the powers of the Senate as provided in this Our Charter and Statutes, the Council shall have general control over the conduct of the affairs of the University and shall have all such other powers and duties as may be conferred upon it by the Statutes.</i></p> <p>Article 13 of the Charter states that: <i>There shall be a Senate of the University (in this Our Charter - called 'the Senate') which shall be the governing academic authority of the University and shall, subject to the powers of the Council as provided in this, Our Charter and Statutes, be responsible for the academic work of the University, in teaching, research, scholarship and examining, and for the regulation and superintendence of the education and discipline of the students of the University.</i></p>
<p><b>Student engagement:</b> The governing body ensures that all students have opportunities to engage with the governance of the provider, and that this allows for a range of perspectives to have influence.</p>	<p>The University's students have multiple opportunities to engage in the assurance and enhancement of the learning opportunities made available to them, whether as representatives or on their own behalf. These opportunities include participation in the University's governing committees (with the Students' Union President a member of both the Council and the Senate <i>ex officio</i>), internal and external surveys, periodic review and external engagements.</p> <p>The Students' Union is also provided with a substantial annual budget by the University.</p>

<p><b>Academic governance:</b> The governing body receives and tests assurance that academic governance is adequate and effective through explicit protocols with the senate/academic board (or equivalent).</p>	<p>Article 12 of the Charter states that: <i>There shall be a Council of the University (in this Our Charter - called 'the Council') which shall be the governing body of the University and shall promote the objects and interests of the University, in accordance with the legal framework from time to time applicable to the provision of higher education in England. It shall have the custody of the Common Seal and shall be responsible for the management and administration of the revenue and property of the University. Recognising the powers of the Senate as provided in this Our Charter and Statutes, the Council shall have general control over the conduct of the affairs of the University and shall have all such other powers and duties as may be conferred upon it by the Statutes.</i></p> <p>Article 13 of the Charter states that: <i>There shall be a Senate of the University (in this Our Charter called 'the Senate') which shall be the governing academic authority of the University and shall, subject to the powers of the Council as provided in this, Our Charter and Statutes, be responsible for the academic work of the University, in teaching, research, scholarship and examining, and for the regulation and superintendence of the education and discipline of the students of the University.</i></p>
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<p><b>Risk management:</b> The provider operates comprehensive corporate risk management and control arrangements (including for academic risk) to ensure the sustainability of the provider's operations, and its ability to continue to comply with all of its conditions of registration.</p>	<p>Statute 12 states that: <i>(a) The Council shall appoint and remove an Auditor or Auditors, eligible to be statutory auditors under the current companies' legislation applicable in England. No person shall be appointed Auditor who is, or any one of whose partners is, a member of the Convocation, the Council or the staff of the University. (b) The Auditor or Auditors shall hold office for one year and shall be eligible for reappointment annually and shall receive such remuneration as may be determined by the Council. (c) The Auditor or Auditors shall have a right of access at all reasonable times to the books, records, accounts and vouchers of the University and shall be entitled to require from the Officers of the University such information and explanations as may be necessary for the performance of their duties. (d) If the office of Auditor or Auditors shall become vacant by death or resignation or any other cause before the expiration of their period of office the Council shall forthwith appoint an Auditor or Auditors in their place for the remainder of such period. (e) An Auditor shall resign in writing addressed to the Council. (f) The Auditor or Auditors shall make a report to the Council at least once in each year.</i></p> <p>The Audit and Risk Committee acts under delegated powers from Council and is responsible to Council for the oversight of financial audit and for reviewing and assuring the effectiveness of the University's internal control systems and risk management (including the <i>Risk Register</i>). It also provides institutional oversight of the University's statutory and regulatory compliance and is responsible for ensuring the University complies with the external regulatory framework that will be overseen by the Office for Students from 2018. Externally appointed Internal Auditors report to the Audit and Risk Committee.</p>
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<p><b>Value for money:</b> The governing body ensures that there are adequate and effective arrangements in place to provide transparency about value for money for students and (where a provider has access to the student support system or to grant funding) for taxpayers.</p>	<p>The Finance and Resources Committee, chaired by the Treasurer, is the committee of the Council responsible for approving policies for the effective management and control of the financial affairs of the University. It exercises, on behalf of the Council, delegated pursuant to Statute 16.3.</p> <p>The Executive Group's Terms of Reference empower it to advise the Vice-Chancellor by: monitoring income and expenditure against the University budget.</p> <p>The University's <i>Audited Accounts</i> are made available to all stakeholders via the website and are subject to detailed scrutiny at ARC as well as Council.</p>
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<p><b>Freedom of speech:</b> The governing body takes such steps as are reasonably practicable to ensure that freedom of speech within the law is secured within the provider.</p>	<p>Ordinance 11.2 states that: <i>While the Council shall ensure that there is a clear distinction between governance and management, the Council shall also ensure that both governance and management share a mutual aim to continue to create and maintain an institution that is committed and conducive to providing a teaching, learning and research environment that allows for both academic freedom and freedom of speech within the law.</i></p>
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<p><b>Governing body:</b> The size, composition, diversity, skills mix, and terms of office of the governing body is appropriate for the nature, scale and complexity of the provider.</p>	<p>Statute 15 states that: <i>The Council is the governing body of the University. Each Council Member is also a Charity Trustee, and has a number of legal duties and responsibilities under charity law. In accordance with the proportionate number of members prescribed in the Ordinances from time to time, the Council shall comprise the following members: (a) Ex-Officio Members: The Vice-Chancellor, Deputy/Pro Vice-Chancellors, and the President of the Students' Union. (b) Independent Members There shall be independent members who shall be appointed by the Council in accordance with the Ordinances. They shall be invited to serve for three years and normally be eligible for re-appointment for two further terms. (c) Elected Members (i) There shall be members of the Senate elected by that body from among its elected members. The term of office is three years coterminous with membership of Senate, with eligibility for re-election for, normally, no more than two further terms. (ii) There shall be a member of the administrative and support services staff to be elected from among their own number. The term of office shall be three years, with eligibility for re-election for, normally, no more than two further terms. (iii) There shall be a student nominated, and replaced from time to time, by the Students' Union, in accordance with its procedures. The term of office shall be one year or until the student ceases to be a student of the University, whichever is earlier. (iv) There shall be an alumnus nominated, and replaced from time to time, by Convocation, in accordance with its procedures. The term of office shall be three years, with eligibility for reappointment for, normally, no more than two further terms.</i></p>
<p><b>Fit and proper:</b> Members of the governing body, those with senior management responsibilities, and individuals exercising control or significant influence over the provider, are fit and proper persons.</p>	<p>Members of the Council and the Executive Group complete an annual Declaration of Interests and Fit and Proper Person form. The returns are subject to detailed due diligence checks and members are obligated to declare anything significant that arises post-appointment. The University publishes online its registers of interest for members of the Council and the Executive.</p>

<p><i>Additional public interest governance principle: providers authorised with degree awarding powers</i></p>	
<p><b>Records:</b> Where degree awarding powers are solely contained in the provider’s governing documents, and no order either under section 76 of the Further and Higher Education Act 1992, or under the Higher Education and Research Act 2017 exists, the provisions setting out those powers must be retained and may not be altered without the consent of the Office for Students.</p>	<p>The University holds a copy of the original Charter and Statutes from 1983; as well as the formal amendment documents from the Privy Council dated 2017, 2019 and 2021. These documents are all stored in a secure location. Electronic versions are made available for public use.</p> <p>Articles 3 and 4 (a-d) of the Charter establish the University’s awarding powers, as follows: 3. <i>The objects of the University shall be to advance learning and knowledge by teaching and research, and to enable students to obtain the advantages of University education.</i> 4. <i>The University shall be a teaching, research and examining body and, subject to the provisions of this Our Charter and Statutes, shall have the following powers: (a) To prescribe the requirements for Matriculation and the conditions under which persons shall be admitted to the University or to any particular course of study therein; (b) To grant and confer under conditions laid down in its Statutes or Regulations Degrees, Diplomas, Certificates and other academic distinctions to and on persons who shall have pursued a course of study approved by the University and passed the examinations or other tests prescribed by the University provided that there shall be at least one external examiner approved and appointed by the Senate, for the Degree of Bachelor and also for the examinations prescribed for any higher Degree; (c) To confer Honorary Degrees and other distinctions on approved persons, provided that all Honorary Degrees and other distinctions so conferred shall be conferred and held subject to any provisions which are or may be made in reference thereto by the Statutes.</i></p>

*Additional public interest governance principles: providers in receipt of financial support*

**Independent members of the governing body:** There must be at least one external member of the governing body who is independent of the provider, and whose term of office is normally limited to a maximum of three terms of three years or two terms of four years. For providers with large governing bodies, or more complex legal forms, additional independent members may be appropriate.

Statute 15 (b) states that: *There shall be independent members who shall be appointed by the Council in accordance with the Ordinances. They shall be invited to serve for three years and normally be eligible for re-appointment for two further terms.*

*Ordinance 8.4 states that: There shall be independent members nominated by the Nominations and Governance Committee who shall be appointed by the Council and shall form a majority of the overall membership of the Council. Independent members are external to, and not employed and/or contracted by, the University.*

*Ordinance 8.2 stipulates the overall size of Council as not less than 15 and not more than 25 members.*

<p><b>Regularity, propriety and value for money:</b> The governing body ensures that there are adequate and effective arrangements in place to ensure public funds are managed appropriately, in line with the conditions of grant and the principles of regularity, propriety and value for money, and to protect the interests of taxpayers and other stakeholders. This also applies to any funds passed to another entity for the provision of facilities or learning and teaching, or for research to be undertaken.</p>	<p>Article 4(p-v) of the Charter states that the Council shall exercise sufficient controls to ensure that the University's objects can be carried out: (p) <i>To demand and receive fees and other payments;</i> (q) <i>To take such steps as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the University, and to raise money in such other manner as the University may deem fit;</i> (r) <i>To maintain, manage, deal with, dispose of and invest all the property, money, assets and rights of the University and to enter into engagements and to accept obligations and liabilities in all respects without restriction whatsoever and in the same manner as an individual may manage his or her own affairs;</i> (s) <i>To act as trustees or managers for any property, legacy, endowment, bequest or gift for purposes in furtherance of the work and welfare of the University, and to invest any funds representing the same, if not immediately required on such security as the University may deem fit;</i> (t) <i>To provide for reward or otherwise such goods and services for Members of the University and their families, guests and servants as may be deemed expedient and consistent with the objects of the University as a place of education and learning;</i> (u) <i>To enter into any agreement for the incorporation in the University of any other institution and for taking over its rights, property and liabilities and for any other purpose not repugnant to this Our Charter;</i> (v) <i>To do all such other acts and things whether incidental to the powers aforesaid or not as may be requisite in order to further the objects of the University as a place of education and of learning and of research.</i></p>
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