

SCHEME OF DELEGATION AND DECISION MAKING AUTHORITIES

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Introduction

1. DURATION OF VALIDITY

This Scheme of Delegation took effect from 9 October 2019 and outlines the current scope of final and delegated responsibilities until determined otherwise. A light touch review of the Scheme will be undertaken by the Council on an annual basis, with an in-depth review undertaken every five years.

2. PURPOSE

To identify the responsibilities and delegated authorities for making key decisions in the name of, or on behalf of, the University of Warwick.

3. COVERAGE

Particular emphasis is placed on the powers reserved to and delegated from the Council, the ultimate decision making body of the University. Reference is also made to responsibilities for key decisions stipulated in the University's [Charter and Statutes](#), [Ordinances](#), [Regulations](#) and published [Policy](#). Other key decision making authorities, which are not formally recorded in the Governing Instruments or related to the responsibilities of the Council, are outlined in this Scheme. Whilst this Scheme of Delegation cannot be exhaustive, it does provide a frame of reference to inform decision making in other areas.

4. REPORTING ARRANGEMENTS

It should be assumed that all significant matters (see Annex 2) are reported to the Council, unless otherwise explicitly stated. Whilst this Scheme identifies that certain powers are delegated to specific committees or office-holders, any committee or office-holder may decide that a particular issue needs to be ratified by a higher level of authority. In the event of uncertainty as to whom a decision or process should be delegated, a guiding principle is to 'delegate upwards'. For example, the responsibilities of the Finance Director can be undertaken by the Group Finance Director. Where powers are reserved to individuals, it should be assumed that a nominated deputy or alternate may exercise the same power in the absence of the post-holder.

Scheme of Delegation

NO.	ISSUE	GOVERNANCE OVERSIGHT (Body responsible for oversight)	RESERVED POWER AND/OR FINAL AUTHORITY (Body/individual responsible for final approval within designated limits)	RECOMMENDATION AND PREVIOUS AUTHORITY/SIGN OFF (Body/individual responsible for recommending approval, or for prior sign-off, in whole or in part within designated limits)	CONTEXT, PROCESS & DELIVERY	£ LIMITS	SOURCES
1.	GOVERNANCE, MANAGEMENT & CONTROL						
1.1	Amendments to Charter	Privy Council	Privy Council	Council	Council may not delegate responsibility.		- Article 13 - Statute 6
1.2	New, amended or repealed Statutes	Privy Council	Privy Council	Council	Council may not delegate responsibility. Senate to recommend on Statutes regarding academic endeavour.		- Article 10 - Statute 6
1.3	New, amended or repealed Ordinances	Council	Council	Senate	Senate must be consulted on Ordinances regarding academic endeavour.		- Statute 6 - Ordinance 4.4
1.4	New, amended or repealed Regulations	Council	Senate		Senate manages University Regulations. Council has power to disallow/delay any Regulation.		- Ordinance 4.4 - Ordinance 5.1
1.5	Custody and use of the Seal	Council	Council	Secretary to Council	Application of seal authenticated by signature of two Council members. Seal and signature process managed by Secretary to Council.		- Ordinance 4.4 - Ordinance 13 - Code of Practice on Corporate Governance
1.6	Execution of the responsibilities of the Chancellor	Council	Chancellor	Pro-Chancellor	A Pro-Chancellor can perform all functions of Chancellor in their absence or during a vacancy in office.		- Article 5

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1.7	Execution of the responsibilities of the Vice-Chancellor	Council	Vice-Chancellor	Provost Pro-Vice-Chancellors	Provost and Pro-Vice-Chancellors can perform functions of the Vice-Chancellor as they may delegate, or, if the Vice-Chancellor should be incapacitated, the Council may delegate.		- Article 5
1.8	Execution of the responsibilities of the Council	Council	Council	Finance & General Purposes Committee	Council has delegated authority to the FGPC to: - Deal with any day-to-day matters not within the province of any other Committee of the Council. - Deal with matters of importance requiring urgent decisions, which would normally be referred to the Council, on the agreement of the Chair of Council and Vice-Chancellor.		- Code of Practice on Corporate Governance - Committee Terms of Reference
1.9	Execution of the responsibilities of the Finance & General Purposes Committee	Council	Finance & General Purposes Committee	Authorised Sub-Group	An authorised sub-group comprising: Chair of Council; Treasurer; Vice-Chancellor; Provost; Registrar; and Group Finance Director can act on behalf of FGPC on any urgent items of business that cannot be considered at a meeting or by correspondence. (note: FGPC authorised by Council to deal with important/urgent matters (see 1.8)) Sub-group decisions must be reported to next meeting of FGPC.		- Code of Practice on Corporate Governance - Committee Terms of Reference - Council minutes 41(b)(i)/14-15 and 16(c)(iii)/15-16

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1.10	Investigation of activities within the remit of Audit & Risk Committee	Council	Council	Audit & Risk Committee	Council has authorised A&RC to investigate activities within its Terms of Reference and seek information it requires from any employee.		<ul style="list-style-type: none"> - Code of Practice on Corporate Governance - Committee Terms of Reference
1.11	Legal and professional advice for the Audit & Risk Committee	Council	Council	Audit & Risk Committee	Council has authorised A&RC to obtain legal/professional advice as necessary. If costs exceed £100k then approval is required by FGPC.	<£100k	<ul style="list-style-type: none"> - Code of Practice on Corporate Governance - Committee Terms of Reference
1.12	Control and accountability	Council	Vice-Chancellor		<p>The Vice-Chancellor is the Accountable Officer (Office for Students (OfS)).</p> <p>In the event of a prolonged absence or sudden departure, the Council must identify an Interim Accountable Officer and notify the OfS.</p> <p>Issues related to control and accountability are scrutinised by A&RC.</p>		<ul style="list-style-type: none"> - OfS Terms and Conditions of Funding - Code of Practice on Corporate Governance
1.13	Approval of OfS Annual Accountability Returns	Council	Council	Audit & Risk Committee	<p>Returns and approval limits set out in annual correspondence by the OfS.</p> <p>A&RC approve returns related to internal and external auditors.</p>		<ul style="list-style-type: none"> - OfS Terms and Conditions of Funding

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				Finance & General Purposes Committee	FGPC oversees preparation of the annual Financial Statements (see 5.4), which form part of the OfS Accountability Return.		- Committee Terms of Reference
				Accountable Officer	Accountable Officer usually approves an assurance return.		
1.14	Approval of the Scheme of Delegation	Council	Council	Secretary to Council	Light touch annual review undertaken by Council. In-depth review, co-ordinated by the Secretary to Council, undertaken every five years. Secretary to Council to recommend approval to Council in liaison with UEB if designated limit increases are below £50k.	<£50k	- Code of Practice on Corporate Governance
				Group Finance Director	Group Finance Director to recommend approval to Council in liaison with UEB if designated limit increases are above £50k.	>£50k	
1.15	Conflicts of Interests	Council	Council	Secretary to Council	Secretary to Council maintains register of interests for Council members/attendees and independent members of sub-committees.		- Code of Practice on Corporate Governance - Financial Procedure 1
				Chairs of Committees	Members of committees disclose conflicts of interest to the Chair at the start of each committee meeting.		

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				Heads of Department/Centre/Activity	Staff required to disclose conflicts of interests to Head of Department/Centre/Activity, who maintains a departmental register. Personal relationships can additionally be disclosed to the Director of the People Group and the Academic Registrar (for student queries) in accordance with the Personal Conflicts of Interest Policy.		- Personal Conflicts of Interest Policy
			Senior Staff	Heads of Department/Centre/Activity to disclose conflicts of interest to Vice-Chancellor, Provost, Registrar, Group Finance Director or Commercial Director as appropriate. Provost, Registrar, Group Finance Director and Commercial Director to disclose conflicts to Vice-Chancellor. Vice-Chancellor to disclose conflicts to the Chair of Council.			
			Director of Research & Impact Services	Director of Research Impact Services to be notified of conflicts of interest related to research.			

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1.16	Whistleblowing	Council	Council	Audit & Risk Committee	Whistleblowing disclosures to be made to the Head of Department/Centre/Activity or Personal Tutor (for students) in first instance. Where this is not possible disclosure to the Secretary to Council. If disclosure relates to the Secretary to Council then Registrar to be contacted.		- Whistleblowing Policy and Procedure
1.17	Gifts received in the name of the University	Council	Council	Director of Development	Director of Development reviews gifts (and refunds of gifts) received in the name of the University up to £100k.	<£100k	- Policy on the Solicitation and Acceptance of Gifts - Financial Procedure 9 - Committee Terms of Reference
				Fundraising Ethics Committee	Gifts (and refunds of gifts) received in the name of the University, above £100k, referred to FEC.	>£100k	
				Finance & General Purposes Committee	FGPC monitors performance/use of donated funds/endowments.		
1.18	Gifts received in the name of individuals	University Executive Board	Head of Department/Centre/Activity		Accepting a gift can create a conflict of interest (see 1.15). One off gifts, less than £50, are generally acceptable but must be disclosed to the Head of Department/Centre/Activity, who maintains a departmental register.	<£50	- Financial Procedure 1

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1.19	Intellectual property	Council	Council	Finance & General Purposes Committee	Senior Legal Counsel manages day-to-day IP issues. FGPC oversees policies/procedures related exploitation of the University's IP. Senate should be consulted on IP matters related to academic staff and students.		<ul style="list-style-type: none"> - Regulation 28 - Committee Terms of Reference
1.20	Recommendations to Council and Senate on any matter relating to the University	Council Senate	Assembly		<p>Assembly comprises:</p> <ul style="list-style-type: none"> - All staff employed on academic, research only and teaching only terms and conditions from the date of their appointment. - Staff employed on levels 1 – 9 terms and conditions from the date of their appointment. <p>Although not a decision making body, the Assembly can make recommendations to Council and Senate on any University matter.</p>		<ul style="list-style-type: none"> - Committee Terms of Reference
2.	STRATEGY & POLICY DEVELOPMENT						
2.1	Approval of the University vision, mission, Strategy and associated plans	Council	Council	University Executive Board	<p>University Strategy monitored and implemented by UEB on advisement of the Strategic Priorities Oversight Committee.</p> <p>Senate contribution regarding academic strategic priorities.</p>		<ul style="list-style-type: none"> - University Strategy - Code of Practice on Corporate Governance - Committee Terms of Reference

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2.2	Setting and reviewing of transformational KPIs	Council	Council	University Executive Board	Initially developed by Director of Strategy aligned to University Strategy. Detailed performance measures contained in sub-strategies (e.g. Research / Education Strategy). Relevant University Committees consulted on KPIs relating to their Terms of Reference.		<ul style="list-style-type: none"> - University Strategy - Annual report to Council on progress against KPIs - Committee Terms of Reference
2.3	Approval of the Risk Management Framework and associated policies and procedures	Council	Council	Audit & Risk Committee	Head of Risk and Resilience develops/maintains risk management processes. Operational Risk Management Group oversees operationalisation of risk management processes. Senate maintains oversight of all academic risks. UEB oversees Strategic Risk Register. A&RC assure Council that appropriate risk management processes are in place.		<ul style="list-style-type: none"> - Risk Management Policy - Strategic Risk Register - Risk Appetite Statements
2.4	Compliance with GDPR	Council	Council	Audit & Risk Committee University Executive Board	Information & Data Director is the Data Protection Officer for the University. Heads of Department/Centre/Activity responsible for operational compliance within their area.		<ul style="list-style-type: none"> - GDPR - Information Management Policies - Committee Terms of Reference

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					Information & Data Compliance Group resolves challenges associated to implementation/ maintenance of GDPR, and provides assurance to UEB and A&RC.		
2.5	Approval of all staff and student related policies	Council	Council	Steering Committee	<p>Council has delegated authority to Steering Committee to approve all staff and student related policies.</p> <p>Senate consulted on policies that have an academic impact.</p> <p>If there is significant financial impact then approval from FGPC is required.</p>		<ul style="list-style-type: none"> - Code of Practice on Corporate Governance - Committee Terms of Reference
2.6	Approval of Health & Safety policies and procedures	Council	Council	Vice-Chancellor	<p>Council has delegated oversight of H&S matters to Vice-Chancellor. Facilitated through Steering Committee, on advisement of H&S Executive Committee.</p> <p>H&S policies approved in accordance with 2.5.</p>		<ul style="list-style-type: none"> - Code of Practice on Corporate Governance - Health & Safety Policies - Committee Terms of Reference

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2.7	Approval of Equality & Diversity policies and procedures	Council Senate	Council Senate	Social Inclusion Committee	Council must promote E&D throughout the institution. Social Inclusion Committee advises Council, Senate and other bodies on all matters related to E&D. E&D policies approved in accordance with 2.5.		- CUC HE Code of Governance - Equality & Diversity Policies - Committee Terms of Reference
2.8	Approval of policies and procedures related to corporate governance compliance	Council	Council	Secretary to Council			- CUC HE Code of Governance - Code of Practice on Corporate Governance
3.	APPOINTMENTS & STAFFING						
3.1	Appointment of Chancellor	Council Senate	Council Senate		Chancellor appointed in a joint session of Council and Senate.		- Article 5 - Ordinance 3.1
3.2	Appointment of Pro-Chancellors	Council	Council		Chair and Vice-Chair of Council appointed to the office of Pro-Chancellor, unless Council determines otherwise.		- Article 5 - Ordinance 3.3

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3.3	Appointment of Chair and Vice-Chair of Council	Council	Council		Council appoints Chair and Vice-Chair from amongst its independent members in line with Nominations Committee procedures.		<ul style="list-style-type: none"> - Statute 5 - Ordinance 4.3 - Code of Practice on Corporate Governance - Nominations Committee procedures
3.4	Appointment of Treasurer	Council	Council		Council appoints Treasurer from amongst its independent members.		<ul style="list-style-type: none"> - Article 5 - Ordinance 3.6 - Ordinance 4.4 - Code of Practice on Corporate Governance
3.5	Appointment of independent members to the Council	Council	Council	Nominations Committee	Nominations Committee has delegated oversight of recruitment process for independent members.		<ul style="list-style-type: none"> - Ordinance 4.1 - Committee Terms of Reference - Procedure for independent member recruitment -

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3.6	Appointment of individuals external to the University to membership of the Council sub-committees	Council	Council	Nominations Committee	Nominations Committee has delegated oversight of recruitment process for external members.		- Ordinance 4.1 - Committee Terms of Reference
3.7	Appointment of academic representatives of the Council	Senate	Senate		Senate appoints up to four of its members to represent views of the Senate on Council.		- Statute 5 - Ordinance 5.1
3.8	Appointment of professional services staff representative of the Council	Council	Council	Nominations Committee	Professional services staff eligible to vote on appointment of professional services representative on Council. Voting process managed by Council secretariat.		- Ordinance 4.1 - Committee Terms of Reference
3.9	Appointment of Vice-Chancellor	Council	Council		Council consults with Senate on appointment of Vice-Chancellor.		- Article 5 - Statute 3 - Statute 6 - Statute 11 - Ordinance 3.2 - Ordinance 4.4
3.10	Appointment of Provost	Council	Council	Vice-Chancellor (supported by Search Committee of the Senate)	Vice-Chancellor recommends appointment of Provost to Council. Search Committee of the Senate advises Vice-Chancellor. Council consults Senate on appointment of Provost.		- Article 5 - Ordinance 4.4 - Ordinance 3.4

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3.11	Appointment of Pro-Vice-Chancellors	Council	Council	Vice-Chancellor	Vice-Chancellor recommends number of Pro-Vice-Chancellors to be appointed.		<ul style="list-style-type: none"> - Article 5 - Statute 5 - Ordinance 3.5 - Ordinance 4.4
				Appointment Committee for Pro-Vice-Chancellors	Appointment Committee recommends candidates to be appointed.		
3.12	Appointment of Secretary to Council	Council	Council		Standard recruitment process.		<ul style="list-style-type: none"> - Statute 5 - Ordinance 4
3.13	Appointment of Academic Heads of Department	Committee on the Appointment of Head of Department	Committee on the Appointment of Head of Department	Departments	<p>Vice-Chancellor establishes Committee on the Appointment of Head of Department as required.</p> <p>Departments recommend candidates to committee.</p> <p>Note: Heads of Department for Professional Service areas are appointed by a standard recruitment process.</p>		<ul style="list-style-type: none"> - Ordinance 7.2
3.14	Establishment of academic posts	Council	Council	Senate	<p>Senate recommends to Council on the establishment of the following posts:</p> <ul style="list-style-type: none"> - Professors - Readers - Librarian of the University - Senior Lecturers - Lecturers 		<ul style="list-style-type: none"> - Ordinance 4.4 - Ordinance 5.1 - Regulation 4 - Code of Practice on Corporate Governance

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				Academic Resourcing Committee	<p>- Other persons of academic staff not provided for elsewhere in Statute</p> <hr/> <p>Council has delegated responsibility to ARC for establishment of academic posts (excluding those managed by Senate above) subject to not exceeding the resources allocated in the University Financial Plan.</p> <p>As part of the annual review process, the ASC:</p> <ul style="list-style-type: none"> - Conducts annual reviews of academic staff in all grades below the level of Professor) - Confirms the appointment of academic staff to Associate Professor on satisfactory completion of the period of probation - Approves promotion to Reader - Approves promotion to Teaching Fellow and Senior Teaching Fellow - Approves promotion to Associate Professor – teaching focussed or research focussed - Approves promotion to Research Fellow and Senior Research Fellow <p>Decisions taken by the ASC reported to Senate.</p>		- Committee Terms of Reference

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3.15	Approve all matters affecting the appointment, duties and conditions of service of academic staff	Council	Council	Senate			- Statute 11 - Ordinance 4.4 - Ordinance 5.1 - Committee Terms of Reference
3.16	Determination of salaries and performance related pay for the Senior Management Team	Council	Council	Remuneration Committee	RemCo currently determines salaries for: <ul style="list-style-type: none"> - Vice-Chancellor - Provost - Registrar - Pro-Vice-Chancellors - Vice-Presidents - Group Finance Director - Commercial Director - Chairs of Faculty - Chair of WMG - Executive Dean of WBS - Executive Dean of WMS - Director of the People Group - Secretary to Council 		- Framework for Senior Remuneration - Committee Terms of Reference
3.17	Approval of the Framework for Senior Remuneration	Council	Council	Remuneration Committee	RemCo reviews the Framework for Senior Remuneration on an annual basis, and recommends to Council.		- Framework for Senior Remuneration

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3.18	Determination of salaries and performance related pay for senior professional/professorial staff outside published salary scale	University Executive Board (Remuneration)	University Executive Board (Remuneration)				- Framework for Senior Remuneration
3.19	Recruitment, training, promotion, resignation, dismissal and retirement of all professional services staff	Council	Council	Vice-Chancellor Registrar Group Finance Director Commercial Director Secretary to Council			- Code of Practice on Corporate Governance
3.20	Pension arrangements for all employees	Council	Council	Finance & General Purposes Committee	Council is 'employer' in relation to pension arrangements for employees. Acting for the University in relation to the University Pension Scheme is delegated to UEB, on advisement of Director of HR, Finance Director and Pensions Manager. FGPC advises Council on pension matters as appropriate. Director of HR manages day-to-day superannuation matters.		- Financial Procedure 17 - Committee Terms of Reference

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3.21	Dismissal and redundancy of academic staff, including the Vice-Chancellor	Council	Council	Academic Freedom Review Committee	University has procedure to determine whether academic freedom has been infringed in cases of dismissal of academic staff, managed by Academic Freedom Review Committee.		- Statute 11 - Ordinance 11
3.22	Determination of severance pay for staff members	Council	Council	Remuneration Committee	RemCo determines severance pay for staff whose salary exceeds £100k.	>£100k	- Framework for Senior Remuneration - Code of Practice on Corporate Governance - Committee Terms of Reference
				Human Resources	Severance pay for staff whose salary is below £100k is managed by Human Resources. If severance exceeds staff member's annual salary then it is referred to the Chair of Council for approval.	<£100k	
3.23	Legal cases involving employment matters or the good name of the University	Council	Council	Vice-Chancellor / Treasurer	Such legal cases raised with Registrar, who refers to Vice-Chancellor and/or Treasurer as appropriate.		- Financial Procedure 17 - Committee Terms of Reference
				Chair of Council	Legal cases involving Registrar, Vice-Chancellor or members of Senate or Council referred to Chair of Council who may consult with appropriate committees.		
				Finance & General Purposes Committee	FGPC oversees instigation/negotiation of legal proceedings in pursuance of management and protection of good name of the University.		

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3.24	Granting of Honorary Degrees	Council Senate	Council Senate	Honorary Degrees Committee	Senate has delegated authority for approval of nominations for honorary degrees and joint honorary degrees to HDC.		- Article 4 - Ordinance 5.1 - Ordinance 9
3.25	Revocation of Honorary Degrees	Council Senate	Vice-Chancellor (in capacity as Chair of Senate)	Honorary Degrees Committee	Cases for revoking an honorary degree submitted to the Secretary to Council to forward to HDC as appropriate. HDC recommends to Vice-Chancellor, who approves/rejects on behalf of Senate. All revocations are reported to Council and Senate.		- Process for Revocation of Honorary Degrees
3.26	Granting of title of Emeritus Professor	Senate	Senate				- Ordinance 5.1 - Committee Terms of Reference
3.27	Appointment of External Auditors	Council	Council	Audit & Risk Committee			- OfS Audit Code of Practice - Statute 4 - Ordinance 12 - Committee Terms of Reference

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4.	ACADEMIC & STUDENT MATTERS						
4.1	Overall welfare of students	Council	Council	Senate	Council ultimately responsible for welfare of students. Recommendations from the Senate must be taken into account.		- Ordinance 4.4 - Ordinance 5.1 - Committee Terms of Reference
4.2	Academic oversight	Senate	Senate	Senate Sub-Committees	Senate is supreme academic authority subject to the powers of the Council enshrined in the Charter, Statutes and Ordinances. Senate approves new major academic policies, and significant changes to existing policies, and establishes the academic conventions on what a student has to pass to progress or be awarded a qualification.		- Article 7 - Statute 8
4.3	Approval of the Education Strategy	Council	Council	Senate	Education Committee responsible for development/oversight of the Education Strategy.		- University Strategy - Committee Terms of Reference
4.4	Approval of Student Recruitment Strategy	Senate	Academic Resourcing Committee	Student Recruitment Strategy Steering Group			- Committee Terms of Reference - Student Recruitment Strategy

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4.5	Discipline of students	Senate	Senate	<p>Authorised Officers</p> <hr/> <p>Discipline Committee</p>	<p>Senate has authorised University Officers to deal with minor offences:</p> <ul style="list-style-type: none"> - Registrar - Academic Registrar - Director of Wellbeing & Safeguarding - Head of Campus Security - Librarian (only in relation to matters concerning the Library) - Senior Wardens - Director of IT Services (only in relation to computing facilities) - Heads of Departments <p>Definition and non-financial penalties outlined in General Student Misconduct Process, Sexual Misconduct Process and Sanctions Framework.</p>	<p>For certain drugs offences a fine not exceeding £250</p> <p>A fine not exceeding £150</p> <p>Sanctions Framework</p> <hr/> <p>Sanctions framework ranging from a reprimand to expulsion</p>	<ul style="list-style-type: none"> - Regulation 23 - Regulation 27 - General Student Misconduct Process, Sexual Misconduct Process and Sanctions Framework

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4.6	Student complaints	Senate	Senate	<p>Academic School, Department or Service Area</p> <p>Heads of Department/Centre/Activity</p> <p>Provost</p> <p>Student Complaints Resolution Procedure Panel</p>	<p>Stage 1 - complaints are resolved at a frontline/local level.</p> <p>Stage 2 – complaints managed by Central Student Complaints and Academic Casework Team. Heads of Department ultimately accountable for the outcome of stage 2 complaints.</p> <p>A complainant who is dissatisfied with the outcome of stage 2 may request a stage 3 review. Provost (or a nominee) determines whether a case can be considered at stage 3.</p> <p>If there are sufficient grounds for a complaint at stage 3, a panel approved by Provost and chaired by a Pro-Vice-Chancellor, Vice-President, Deputy Pro-Vice-Chancellor or authorised nominee of Registrar will be constituted.</p>		- Student Complaints Resolution Procedure
4.7	Establishment and disestablishment of Academic Bodies, including naming or renaming of Academic Faculties and Departments	Council	Council	Senate	<p>Faculties established on recommendation of Senate.</p> <p>Departments established on the recommendation of Senate in consultation with Faculty Boards.</p>		<ul style="list-style-type: none"> - Ordinance 5.1 - Ordinance 7 - Committee Terms of Reference

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4.8	Establishment of Degrees	Council	Council	Senate	Council establishes degrees on recommendations of Senate. Managed via Ordinance 8, which lists degrees/diplomas/certificates the University confers.		- Ordinance 4.4 - Ordinance 5.1 - Ordinance 8 - Committee Terms of Reference
4.9	Granting and revocation of degrees and other academic distinctions to persons who have pursued a course of study and passed relevant examinations	Senate	Senate	Faculty Boards	Excludes granting of Honorary Degrees (refer to 3.25).		- Ordinance 5.1 - Ordinance 7.1 - Committee Terms of Reference
4.10	Approval of pass lists	Senate	Senate	Sub-Group of Senate	Senate has delegated authority to a Sub-Group for approval of pass lists for undergraduate and postgraduate awards, on the recommendation of Boards of Examiners.		- Committee Terms of Reference
4.11	Design and approval of new courses / amendments to existing courses	Senate	Senate	Course Proposal Scrutiny Panel	Senate has delegated authority to Course Proposal Scrutiny Panel regarding approval of all new course (excluding non-credit bearing courses, short courses and CPD, which are managed at departmental level) and amendments to existing programmes.		- Academic Quality & Standards Committee course approval process (paper S.68/14-15) - Course Approval Online System

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					<p>Proposals developed at departmental level and submitted to Education Policy & Quality via the course approval online system (launched May 2019). New courses and major amendments referred to academic / financial scrutiny panel and then submitted to Course Proposal Scrutiny Panel for approval.</p> <p>Decisions of Course Proposal Scrutiny Panel reported to Senate via Academic Quality & Standards Committee.</p>		- Committee Terms of Reference
4.12	Approval of withdrawal or suspension of programmes	Senate	Senate	Course Proposal Scrutiny Panel Partnerships Committee	<p>Requests for discontinuation submitted to the Course Proposal Scrutiny Panel for consideration. Requests involving a partner organisation require approval from Partnerships Committee.</p> <p>On approval, department notified by the Education Policy & Quality Team. Strategic Planning and Analytics also notified to update Student Record System (SITS).</p>		- Discontinuation of Courses Policy and Procedure
4.13	Establishment of fellowships, studentships, scholarships and prizes	Council	Council	Steering Committee	Council has delegated responsibility to Steering Committee for establishment of prizes, subject to recommendations of Senate.		<ul style="list-style-type: none"> - Code of Practice on Corporate Governance - Committee Terms of Reference

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4.14	Approval of collaborative provision / academic partnerships	Senate	Senate	Partnerships Committee Academic Quality & Standards Committee	Proposals for collaborative provision / academic partnerships considered by an outline panel. If panel do not support proposal it is referred to Steering Committee. If proposal is low /medium risk and no new course is required it is approved by Partnerships Committee. If proposal is high risk it is approved by Academic Quality & Standards Committee. All decisions taken reported to Senate.		- Committee Terms of Reference
4.15	Approval of degree apprenticeships	Senate	Senate	Partnership Committee Course Proposal Scrutiny Panel	Proposals developed departmentally via Degree Education Committees. Degree Apprenticeship Course Approvals Panel then considers proposals and recommends to Course Proposal Scrutiny Panel and to the Partnerships Committee for approval.		- Committee Terms of Reference
4.16	Appointment of internal examiners / Boards of Examiners	Senate	Senate	Heads of Department/Centre/Activity	Senate has delegated authority to Heads of Department/Centre/Activity to approve exam boards for programmes within their area.		- Ordinance 5.1 - Regulation 9 - Committee Terms of Reference

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4.17	Appointment of external examiners	Senate	Senate	Senate Sub-Group Board of Graduate Studies	Senate has delegated authority to a sub-group of Senate for appointment of undergraduate and postgraduate teaching external examiner appointments, and to the Board of Graduate Studies for postgraduate research arrangements.		- Ordinance 5.1 - Regulation 9 - Committee Terms of Reference
5.	BUDGETARY & FINANCIAL MATTERS						
5.1	Appointment of University Bankers	Council	Council	Finance & General Purposes Committee	FGPC has delegated authority to the Vice-Chancellor and Group Finance Director to authorise opening of new banking facilities.		- Financial Procedure 23 - Committee Terms of Reference
5.2	Operation of University bank accounts	Council	Council	Finance & General Purposes Committee	Mandates for operation of bank accounts approved by FGPC. Bank payments – authority to make payments is set out in FP15 (and in accordance with bank mandates - see also 5.11). Bank deposits – authority to place deposits is set out in FP23 (and in accordance with bank mandates – see also 5.11). Group Finance Director/Finance Director responsible for day-to-day banking arrangements.		- Financial Procedure 1 - Financial Procedure 23 - Committee Terms of Reference - Bank Mandates

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5.3	Approval of the University annual budget and Financial Plan	Council	Council	Finance & General Purposes Committee	Council may not delegate responsibility. Financial Plan Sub-Committee scrutinises financial planning round under oversight of FGPC. This forms the basis of annual budget and Financial Plan which Council approves.		<ul style="list-style-type: none"> - CUC Higher Education Code of Governance - Committee Terms of Reference
5.4	Approval of financial forecast submissions to the OfS	Council	Council	Finance & General Purposes Committee	Forms part of OfS Annual Accountability Return (see 1.13).		<ul style="list-style-type: none"> - OfS Terms and Conditions of Funding - Committee Terms of Reference
5.5	Approval of the Financial Statements	Council	Council	Finance & General Purposes Committee Audit & Risk Committee	Council may not delegate responsibility. Forms part of OfS Annual Accountability Return (see 1.13). FGPC oversees preparation of Financial Statements. A&RC considers elements of Financial Statements with external auditors.		<ul style="list-style-type: none"> - OfS Terms and Conditions of Funding - Committee Terms of Reference
5.6	Distribution and allocation of resources for academic and non-academic purposes, in accordance with the University Financial Plan	Council	Council	Finance & General Purposes Committee	FGPC has general oversight of funds which may be allocated to other Committees (notably ARC, CCSG Steering Committee, and PSG Steering Committee) as part of financial planning process. When services/activities materially change from as stated in Financial Plan then UEB is consulted.		<ul style="list-style-type: none"> - Code of Practice on Corporate Governance - Committee Terms of Reference

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5.9	Approval of Treasury Management Policy	Council	Council	Finance & General Purposes Committee	Investment Sub-Committee recommends Treasury Management Policy to FPGC. UEB (Finance) monitors investment income against budget. Group Finance Director presents annual report to FGPC on treasury management.		<ul style="list-style-type: none"> - Financial Procedure 23 - Treasury Management Policy - Committee Terms of Reference
5.10	Appointment of professional Treasury Management Advisers	Council	Council	Finance & General Purposes Committee	Professional Treasury Management Advisers appointed by FGPC on advisement of Investment Sub-Committee.		<ul style="list-style-type: none"> - Financial Procedure 23
5.11	Investment of funds in accordance with the approved Treasury Management Policy	Council	Finance & General Purposes Committee	Authorised Signatories	Authorisation for investment of funds in line with the Treasury Management Policy is governed by the bank mandates for payments and deposits (see 5.2).		<ul style="list-style-type: none"> - Financial Procedure 15 - Financial Procedure 23 - Treasury Management Policy - Bank Mandates
5.12	Approval of borrowing	Council	Council	Finance & General Purposes Committee	Material changes in financial commitments reported to OfS.		<ul style="list-style-type: none"> - OfS Terms and Conditions of Funding - Financial Regulation G

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					Group Finance Director responsible for short-term borrowing to meet day-to-day shortfalls within limits approved by Finance & General Purposes Committee.		- Committee Terms of Reference
5.13	Approval of accounting policies	Council	Council	Finance & General Purposes Committee	Changes in accounting policy usually approved in context of the annual Financial Statements (see 5.4).		- Committee Terms of Reference
5.14	Approval of the University's Financial Regulations and Procedures	Council	Council	Finance & General Purposes Committee	Financial Regulations and Procedures maintained and updated by the Group Finance Director.		- Financial Regulations - Financial Procedures - Committee Terms of Reference
5.15	Approval of, and alterations to, tuition fees and other academic fees, and associated fees policies	Council	Council	Steering Committee	<p>Council has delegated responsibility for approval of tuition fees for accredited courses to Steering Committee, on the recommendation of Fees Working Group, as per FP7.</p> <p>Delegation is limited to the approval of fees within the context of the financial planning assumptions approved by FGPC on behalf of Council.</p> <p>Non-accredited courses are approved in line with FP11.</p>		- Ordinance 4.4 - Financial Procedure 7 - Financial Procedure 11. - Code of Practice on Corporate Governance - Committee Terms of Reference

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5.16	Write off of bad debt related to tuition fees	Council	Council	Finance & General Purposes Committee		>£20k	- Financial Procedure 7
				Group Finance Director		<£20k	
				Academic Registrar/Deputy Academic Registrar		<£7.5k	
				Head of Student Finance		<£1k	
				Student Finance Manager		<£500	
				Credit Controllers in Student Finance Office		<£100	
5.17	Write off of non-student bad debt	Council	Council	Finance & General Purposes Committee		>£20k	- Financial Procedure 8
				Group Finance Director		<£20k	
				Finance Director /Financial Controller / Deputy Finance Director		<£1k	
				Accounts Receivable Supervisor		<£50	
				Credit Controller in Accounts Receivable Office		<£20	

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5.18	Approval of accommodation rates	Council	Finance & General Purposes Committee	Working Party on Student Rents Warwick Accommodation Strategic Planning Group	Working Party on Student Rents works with Students' Union to recommend a schedule of rents and let lengths for on campus accommodation to FGPC. Nomination Agreements for off-campus housing considered by Warwick Accommodation Strategic Planning Group and recommended to the FGPC. Delegation is limited to the approval of student rents within the context of the financial planning assumptions.		- Committee Terms of Reference
5.19	Approval of administration charges associated to late payment of residential charges or academic fees	Council	Finance & General Purposes Committee	Group Finance Director	FGPC has delegated authority to Group Finance Director, to approve amount of administration fee to be charged when payment of a residential charge or academic fee is not made within 21 days of its due date.		- Code of Practice on Corporate Governance. - Regulation 45
5.20	Approval for student payments to be deferred / paid in instalments	Council	Finance & General Purposes Committee	Student Finance Office	Senior Finance Officer (Credit Control), Student Finance Manager or Head of Student Finance & Student Funding agrees student payments related to annual fees, residential charges and other debt to be deferred and/or made in instalments in cases of hardship.		- Regulation 45

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					Where payment arrangements cannot be agreed or are broken, cases referred to the Annual Fees (Special Cases) Sub-Committee or Non-study Related Fees (Special Cases) Sub-Committee.		
5.21	Insurance (level and scope)	Council	Finance & General Purposes Committee	Finance & General Purposes Committee	Day-to-day insurance matters and annual renewal process managed by Insurance Services Director. Approval for final insurance renewal terms often delegated from FGPC to Finance Director, subject to approval of material changes being delegated to Chair of FGPC and Group Finance Director.		<ul style="list-style-type: none"> - Financial Regulation 1 - Annual Insurance Report to FGPC
5.21	Approval of external statutory audit fee	Council	Council	Audit & Risk Committee	Group Finance Director negotiates annual audit fee and recommends to A&RC. A&RC consults Council if proposed fee represents a significant increase to the fee included in the agreed contract with the auditors, which is tendered on a regular basis.		<ul style="list-style-type: none"> - OfS Audit Code of Practice - Financial Procedure 2 - Committee Terms of Reference
5.22	Approval to engage external auditors for non-audit services	Council	Council	Audit & Risk Committee	Authority to engage external auditors for non-audit services is delegated to the Group Finance Director. Chair of A&RC approval must be sought for assignments over £20k and Vice-Chancellor approval for assignments over £50k. Procurement must comply with FP15.		<ul style="list-style-type: none"> - OfS Audit Code of Practice - Financial Procedure 2 - Financial Procedure 15

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							- Committee Terms of Reference
5.23	Approval of income-generating non-research contracts	University Executive Board	Authorised signatories		<p>Principal authorised signatories for income-generating non-research contracts are:</p> <ul style="list-style-type: none"> - Registrar - Group Finance Director - Finance Director <p>Vice-Chancellor and Provost are also authorised signatories.</p> <p>Major activities/ developments/ventures require full business case to be submitted to the Finance Office and then to the relevant University Committee.</p> <p>Contracts which require University seal must be authenticated by two members of the Council (see 1.5).</p>		- Financial Procedure 11
5.24	Procurement of goods and services	University Executive Board (Finance)	Heads of Department/Centre/Activity		<p>Heads responsible for purchases within their Department/Centre/Activity. Responsibilities may be delegated to nominated individuals in consultation with the Finance Office.</p> <p>Finance Office keeps a record of this delegation of authority.</p>		- Financial Procedure 15

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			Procurement and Insurance Office		Purchases over £35k require competitive tendering process, facilitated by the Procurement and Insurance Office. Supplier contracts arising from tender processes are by Finance Director.	>£35k	
			Authorised Finance personnel		Purchase orders in excess of £50k require approval by one of the following: <ul style="list-style-type: none"> - Group Finance Director - Finance Director - Deputy Finance Director - Head of Procurement and Insurance Office 	>£50k	
6.	RELATED ENTITIES						
6.1	Approve the structure, establishment and winding up of all University trading entities	Council	Finance & General Purposes Committee	Finance & General Purposes Committee	All University's subsidiaries abide by requirements of the Companies Act 2006. If a special resolution is passed, then the signatory for the University is the Nominated Officer for each subsidiary.		<ul style="list-style-type: none"> - Companies Act 2006 - Financial Procedure 12 - Committee Terms of Reference
6.2	Approve relevant appointments to the Boards of the University's trading entities	Council	Finance & General Purposes Committee	Finance & General Purposes Committee	FGPC appoints representatives of the University and independent members on to the subsidiary boards.		<ul style="list-style-type: none"> - Financial Procedure 12 - Committee Terms of Reference

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					Representatives of other shareholders are appointed by the relevant shareholder.		- Articles of Association
6.3	Approve Governance and Services Agreements between the University and its related entities	Council	Finance & General Purposes Committee	Finance & General Purposes Committee	Governance and Services Agreements considered by the Nominated Officer and recommended to FGPC.		- Financial Procedure 12 - Committee Terms of Reference - Governance and Services Agreements
6.4	Approve the Financial Statements of the University's wholly owned subsidiary companies and other entities	Council	Finance & General Purposes Committee	Financial & General Purposes Committee	Financial Statements of partially owned subsidiaries approved by relevant subsidiary board. Wholly owned subsidiaries are considered by subsidiary board and recommended to FGPC.		- Financial Procedure 12 - Committee Terms of Reference - Governance and Services Agreements
7.	CAPITAL PROGRAMME						
7.1	Approval of the Capital Plan	Council	Council	Finance & General Purposes Committee University Estate Committee	Financial Plan Sub-Committee recommends Capital Plan to FGPC, who recommend to Council for approval. University Estate Committee consulted on site, appearance and value for money of capital projects.		- Financial Procedure 18 - Committee Terms of Reference

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7.2	Procurement, management and delivery of minor projects	Estates Senior Leadership Team (in line with Estates Office Project Procedures)	Estates Senior Leadership Team	Estates Office		Projects up to £500k and deemed low risk classified as minor projects	- Financial Procedure 18
7.3	Procurement, management and delivery of general infrastructure projects	Council	University Estate Committee	Estates Office Public Realm and Infrastructure Capital Programme Board	Projects related to general infrastructure managed by Estates Office within approved budget, approved by UEC. Public Realm and Infrastructure Capital Programme Board scrutinises public realm and infrastructure projects and assures Capital Space & Amenities Group and UEC.		- Financial Procedure 18
7.4	<i>Approval of major capital projects – TBC</i>						
8.	ESTATES						
8.1	Approval of the Estate Strategy	Council	Council	University Estate Committee			- Committee Terms of Reference

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8.2	Provision and maintenance of buildings, premises and grounds	Council	Council	University Estates Committee Director of Estates	Council has delegated authority for provision and maintenance of buildings to UEC and Director of Estates.		<ul style="list-style-type: none"> - Financial Regulation H - Code of Practice on Corporate Governance - Committee Terms of Reference
8.3	Naming of University buildings	Council	Council	University Estate Committee	<p>Naming of University buildings approved by UEC, on recommendation of Vice-Chancellor after consultation with relevant parties (notably Steering Committee and Capital Space & Amenities Group).</p> <p>Where staff have option to vote on naming of a building, process administered by Capital Space & Amenities Group.</p> <p>Proposals to name a building in recognition of a donor submitted to Directors of Engagement Group and Development. Special Committee on Donor Naming, managed by Development Office, then constituted reporting to Steering Committee.</p> <p>Guideline of at least 30% donation of net current value or construction costs to consider naming a building in honour of donor.</p>		<ul style="list-style-type: none"> - Donor Naming Policy - Committee Terms of Reference

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8.4	Acquisition of freehold and leasehold property	Council	Council	University Estate Committee	Subject to: - Release of funding by FGPC. - Consent of Council if acquisition exceeds £1m or significant departure from approved Capital Plan.		- Financial Regulation H - Committee Terms of Reference
8.5	Disposal of freehold and leasehold property	Council	Council Finance & General Purposes Committee	University Estate Committee	Subject to approval of FGPC and Council. If transaction exceeds £5m approval also required from relevant banks.		- Financial Regulation H - Committee Terms of Reference
8.6	Campus environmental sustainability	Council	Council	University Estate Committee	Campus Space & Amenities Group monitors compliance with Environmental Policy and performance against environmental targets, reporting to UEC.		- Environmental Policy - Committee Terms of Reference
9.	IT						
9.1	Approval of the University's IT Strategy	Council	Finance & General Purposes Committee	Finance & General Purposes Committee	Developed by Director of IT Services. FGPC oversees the IT Strategy and progress of major IT projects.		- Committee Terms of Reference

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9.2	Approval of the Information Security Framework and associated policies and procedures	Council	Council	Audit & Risk Committee University Executive Board	Risk & Resilience and Legal Services Teams ensure maintain Information Security Framework. Information & Data Compliance Group assures A&RC and UEB on data management and privacy issues.		<ul style="list-style-type: none"> - Information Security Framework - Committee Terms of Reference
10.	MARKETING & COMMUNICATIONS						
10.1	Approval of Marketing Strategy	University Executive Board	University Executive Board	Engagement Group Senior Leadership Team			<ul style="list-style-type: none"> - Committee Terms of Reference
10.2	Approval and use of University logos	University Executive Board	Engagement Group Senior Leadership Team	Brand Manager			<ul style="list-style-type: none"> - University brand webpages - Engagement Group processes and procedures
10.3	Authorisation of media releases	University Executive Board	Director of Press and Media Relations	Senior Press and Media Relations Manager			<ul style="list-style-type: none"> - Engagement Group processes and procedures
10.4	Approval of filming agreements/advertising and promotions/PR/digital agency contracts	University Executive Board	Director of Marketing and Communications	Associate Director (Communications) Head of Campus and Commercial Services Marketing			<ul style="list-style-type: none"> - Engagement Group processes and procedures

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				Head of Marketing Services			
10.5	Approval of University's external homepage	University Executive Board	Associate Director (Communications)	Director of Marketing & Communications Head of Marketing Services Head of Digital Marketing Content Manager (Digital)	In absence of Associate Director (Communications) homepage can be signed off by: - Director of Marketing & Communications - Head of Marketing Services - Head of Digital Marketing - Content Manager (Digital)		- University Homepage Editorial Policy
11.	INTERNATIONAL						
11.1	Approval of International Strategy	Council	Council	University Executive Board	International Strategy Groups oversees development of International Strategy and reports to UEB, as appropriate.		- Committee Terms of Reference
11.2	Approval of Agency Agreements including fee rates	Academic Resourcing Committee	Academic Resourcing Committee	Student Recruitment Strategy Steering Group	Student Recruitment Strategy Steering Group responsible for all policy related to overseas recruitment agents and offices.		- Committee Terms of Reference
11.4	Approval of international collaborations	Council Senate	Council Senate	Research Committee Partnerships Committee	Collaborations related to Education facilitated by Partnerships Committee (see 4.13). Collaborations related to Research facilitated by Research Committee.		- Committee Terms of Reference - Financial Procedure 11 - Financial Procedure 14

NO.	ISSUE	GOVERNANCE OVERSIGHT (Body responsible for oversight)	RESERVED POWER AND/OR FINAL AUTHORITY (Body/individual responsible for final approval within designated limits)	RECOMMENDATION AND PREVIOUS AUTHORITY/SIGN OFF (Body/individual responsible for recommending approval, or for prior sign-off, in whole or in part within designated limits)	CONTEXT, PROCESS & DELIVERY	£ LIMITS	SOURCES
					Income-generating contracts must go through processes outlined in financial procedure 11 (non-research) and financial procedure 14 (research) as appropriate.		
12.	RESEARCH						
12.1	Research Strategy	Council	Council	Senate	Research Committee oversees development of the Research Strategy.		- University Strategy - Committee Terms of Reference
12.2	Research integrity	Council Senate	Council Senate	Research Governance & Ethics Committee	Research Integrity Statement approved by Council on annual basis and published on University website.		- Research Code of Practice - Concordat to Support Research Integrity - Financial Procedure 14 - Committee Terms of Reference
12.3	Research ethical approval	Council Senate	Council Senate	Research Governance & Ethics Committee	Research Governance & Ethics Committee and its sub-committees ensure appropriate ethical review of research. University licensed with Human Tissue Authority to use human samples for research.		- Human Tissue Act 2004 - Ethical Scrutiny Framework - Financial Procedure 14

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					Specific ethical approval obtained from NHS or Overseas Ethics Committee, or University's Biomedical Research Ethics Sub-Committee when human samples utilised.		- Committee Terms of Reference
12.4	Human Tissue Authority	Council Senate	Council Senate	Registrar	University licensed with Human Tissue Authority to use human samples for research. Specific ethical approval obtained from NHS or Overseas Ethics Committee, or University's Biomedical & Scientific Research Ethics Committee when human samples utilised.		- Committee Terms of Reference
12.5	Approval of research governance policies	Council Senate	Council Senate	Research Governance & Ethics Committee	Research Governance & Ethics Committee recommends to Council and Senate on policies related to research governance, consulting Research Committee (and other committees as required).		- Committee Terms of Reference
12.6	Research misconduct	Council Senate	Council Senate	Registrar	Registrar is designated Research Integrity Officer.		- Code of Practice for the Investigation of Research Misconduct
12.7	Research grant and contract pre-award approval	Council	Council Senate	Authorised Officers	Following Authorised Officers authorised to sign off grant proposals, research contracts and acceptance of research awards:		- Financial Procedure 14

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					<p>Vice-Chancellor; Provost; Registrar; Group Finance Director; Finance Director; Deputy Finance Directors</p> <p>Director of Research & Impact Services; Deputy Director of Research & Impact Services; Assistant Director (Research Support, Grants and Contracts).</p> <p>Research Support Managers</p> <p>Research Development Managers</p> <p>Where a Department/Centre/Activity charges less than Full Economic Cost, case must be submitted to Director of Research & Impact Services who will consult with the Provost and Group Finance Director.</p>	<p>No limit</p> <p><£1.5m</p> <p><£100k Grant application<£500k</p> <p>Grant application<£500k</p>	
12.8	Research contract and grant post-award claims	Council Senate	Council Senate	Research Finance Office	Post award process managed by Research Finance Office in consultation with Principal Investigator.		- Financial Procedure 14

NO.	ISSUE	GOVERNANCE OVERSIGHT (Body responsible for oversight)	RESERVED POWER AND/OR FINAL AUTHORITY (Body/individual responsible for final approval within designated limits)	RECOMMENDATION AND PREVIOUS AUTHORITY/SIGN OFF (Body/individual responsible for recommending approval, or for prior sign-off, in whole or in part within designated limits)	CONTEXT, PROCESS & DELIVERY	£ LIMITS	SOURCES
12.9	Research Excellence Framework (REF)	Council Senate	REF Executive Steering Group (REF-ESG)	REF Submission Steering Group (REF-SSG)	R&IS provide secretarial and governance duties for REF-ESG and REF-SSG in line with the University's REF2021 Code of Practice		- REF2021 Code of Practice
13.	STUDENTS' UNION						
13.1	Assurance of Students' Union governance	Council	Council		Code of Practice (pursuant to the Education Act) issued by Council, with the agreement of Students' Union. Students' Union demonstrate compliance to Council on annual basis.		- Education Act - Ordinance 10
13.2	Approval of Memorandum and Articles of Association	Council	Council		Memorandum and Articles of Association subject to review by Council at intervals of not more than five years.		- Education Act - Ordinance 10
13.3	Approval of Students' Union Accounts	Council	Council	Finance & General Purposes Committee			- Ordinance 10 - Committee Terms of Reference
13.4	Student complaints	Senate	Senate	Student Complaints Resolution Procedure	Complaints which exhaust Students' Union Complaints Policy referred to University's Student Complaints Resolution Procedure (see 4.5).		- Ordinance 10 - Students' Union Complaints Policy - Student Complaints Resolution Procedure

Annex 1: Chair's Action Guidelines

In general, items of business should be submitted to all members of the Committee and considered at formal meetings of the Committee.

However, the Chair of a Committee is authorised to act on behalf of the Committee to deal with certain items of business which require a formal decision before the next available meeting of the Committee. Examples of where Chair's action should be used are when:

- A strict deadline must be met;
- Action is required to fulfil an explicit and minuted Committee decision; and
- Minor amendments have been made to a proposal previously approved by the Committee.

The decision of the Chair must be confirmed in writing.

All instances of Chair's action must be reported to the next meeting of the Committee and recorded in the minutes.

If any matter is expected to be of significant interest or the subject of significant debate (defined at the discretion of the Chair), then members of the Committee must be consulted before any decision is taken or an extraordinary meeting of the Committee will be scheduled.

Annex 2: Significant Transaction Definition

In line with the Committee of University Chairs (CUC) Higher Education Code of Governance, the governing body (i.e. the University Council) has a responsibility for all decisions that might have a significant reputational or financial implication.

In most instances, Higher Education legislations allows its institutions to define what constitutes a significant transaction. The aim of the Scheme is to outline the circumstances when approval of the governing body is required, however, this is not exhaustive. Therefore a general definition of a significant transaction is outlined below.

Significant transactions are big decisions. Often the environment for their consideration is particularly febrile, perhaps carrying a heightened sense of urgency and apparent high stakes in supporting or rejecting the proposal. The financial repercussions, reputational effects and impacts on relevant stakeholders can be particularly great.

All significant transactions must be reported to the Council. If there is any ambiguity as to whether an item of business is significant please contact the Secretary to Council (universitycouncil@warwick.ac.uk).