

Guidance to support the induction and development of governors and Boards in Wales

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Advance HE

This guide has been written to provide a supporting document for institutions in the induction and development of new governors or for anyone wanting to understand more about the key elements of being a governor and the governance landscape of higher education.

It is divided into key sections referencing Advance HE resources as well as a number of external documents and websites. It can be printed off and added to an induction pack or shared as a PDF as required.

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1. Designing an effective induction and development approach for governors and the Board

This guidance contains practical ideas and tips for governance professionals supporting the Board to construct an effective and positive ‘induction and development’ experience, as well as content that may be directly useful for governors as part of their induction. To begin, it is worth stepping back for a moment to think about what the fundamental purpose of good induction is. At its heart it is designed to enable new governors to fully join the board and the institution, to equip them to make the best contribution they can, and ultimately to go on to complete their term of office.

Currently, most induction processes are ‘upfront’ at the beginning of a term of office and primarily focus on equipping governors with the knowledge they need to understand the institution, its mission and strategy, its operations and finances, and its place in the region and in the sector as a whole, so they can effectively understand and interrogate their board and committee papers. This approach to induction typically also involves some opportunities to meet colleagues and members of the executive and senior staff across the university.

Of course, both of these activities (knowledge acquisition and meeting people) go some way to meeting the dual objectives of enabling the new governor to join the group, and equipping them to make a contribution. But is it enough?

Fully joining – and staying on - the board means developing a strong sense of belonging and purpose. This relies on a complex set of social and cultural processes that actively need nurturing. These help people read and embrace the culture of the ‘team’ they are becoming a part of, and provide the foundations for new governors to feel included, valued for themselves, and warmly invited to make their best contribution. This is true for all governors but is particularly true for people from backgrounds typically unrepresented on boards, especially if they are joining a relatively heterogeneous group different from themselves. The first few weeks and months are critical for creating the best environment for new governors to get off on the right foot. But induction should not end there, simply because the learning does not and there is much more to experience. Many governors report not feeling ‘up to speed’ until at least a year into their term when a cycle of business has likely completed.

An ‘induction and development’ process over a period of time therefore, that has some scope for personalisation around the specific needs and interests of the individual, really serves new governors well. While there are useful set pieces of induction documents, briefings and training that can be offered to all governors, early conversations about individual needs and interests can help the new governor drive their own induction process, as well as contributing significantly to the acquisition of social capital and that deeper sense of belonging. Importantly, a process of induction and development over a longer period can offer much more flexibility and reflective learning. It can also serve to clarify questions for, and re-engage, current members thereby further fostering a sense of team and shared purpose.

We offer this guidance drawing on our insight and experience across the sector to help you consider induction and development as a holistic set of activity which benefits the whole Board. Investment will pay off in so many ways: high levels of commitment to the university and its strategy; fully contributing board members making the best use of expertise; and feeling able to contribute, challenge, bring their full selves and experience to the table; stronger collective accountability; and, developing a pipeline of governors who can take on more responsibilities and fill key roles in due course.

The table below offers prompts to consider how best to design an approach that meets these aims. It is also worth noting the [Advance HE Board Diversity and Inclusion Toolkit](#) which invites you to consider how best to prepare and support a more diverse, inclusive board membership and culture.

Board induction and development: design approach

Phase	Inputs	Outcomes
Initial: post-appointment and first month in role	Knowledge and Information: — Role description, statement of GB member responsibilities and any other statement of accountability in role, (noting may need to approach differently for apprentices, staff and student members) — Links to external information sources (eg <i>Universities Wales</i>, <i>WonkHE</i>, <i>THE</i>, <i>Advance HE</i>) — Governor handbook eg Greenwich, — HEI documents, briefings, on line videos and materials (Advance HE online map of information and resources to follow) — Advance HE Governor Development Programme including Induction for new governors, student governors and staff governors — Guidance to support student governors in Wales (Advance HE, 2022) — Country specific requirements	- Understands role and responsibilities (as described) - Aware of strategy, priorities, key risks and issues etc - Developing understanding of institution and sector context
	People and institutional familiarisation: — 1:1 meetings with Chair and Secretary/Clerk — Identify mentor/s – fellow governor, executives, students — Identify shadowing opportunities — Allocate a committee and other responsibilities as appropriate, eg lead or advisory role according to expertise, representative role with key external stakeholders — Other personalisation depending on starting point	- Building relationships and networks. - Familiarisation with ways of working. - Opportunities to use skills and experience – feel valued and sense of contributing.

Phase	Inputs	Outcomes
First 6 months in role	Board culture and ways of working: — Review with Chair/SIG at 3 months and 6 months (offer and invite feedback) — Consider further external support ie Advance HE Governor Development Programme — Set up pre-meetings with mentor/buddy for each Council/Board and committee meeting if desired (may be of particular use for student/staff members) — Ideally attend strategy or other event and opportunities for stakeholder engagement	Developing understanding of role in practice Clearer on expectations (practical, eg attendance in person/remote, and board dynamic, eg contributions to discussions) Building network and relationships Developing confidence to challenge and test
6 – 12 months	Practice and Accountability — Contributes to reviews of effectiveness of committees etc — Annual review with Chair/alternate, able to reflect on own performance and effectiveness and receive feedback — Additional development/support as needed to gain full understanding of role	Understands gaps/areas for development in role Effective relationships with GB members and VC/Exec – developing trust and resilience Able to test assurance and enact assurance role Able to add value through contributions – bringing perspectives, experience, knowledge to governance of institution Accepts accountability
Ongoing	Performance and maintaining awareness — Annual reviews — Performance feedback for VC/Exec (360) — Attends and contributes to 1-2 development events annually	Effective in role and adds value to institutional governance
Towards end of first term	Succession/progression — Identify members' desires for continuation or progression ie to Chair/Chair of Committee, through discussion with Secretary or Chair — Consider shadowing or other development n.b. Advance HE GDP Leading the Board for new or aspiring Chairs — Identify lessons learned from term	Secured ongoing commitment and development Reflections on experience impact upon practice
Collective Board development – ongoing	<i>Individual needs feed into Board development analysis and support engaged/commissioned where useful:</i> — Equality, diversity and inclusion training (i.e. unconscious bias, legal roles) — Understanding EDI matters in HE for effective assurance — Benchmarking effectiveness in HE — Academic assurance — Key policy or strategic developments i.e. digital, regulation, international, wellbeing	<i>Continuing professional development and supporting the effective, collective board to deliver assurance.</i>

The [Advance HE Governor Competencies Map](#) is an online map of resources and signposting for governors and governance professionals to use as part of induction and development.

2. What is governance?

Definition:

“The action or manner of governing an organisation”

According to the Cadbury report,

“Boards are responsible for the governance of their companies... The responsibilities of the Board include setting the company’s strategic aims, providing the leadership to put them into effect, supervising the management of the business and reporting to shareholders on their stewardship”.

In higher education, boards may be referred to as the Council, Board of Governors, Board of Directors and in Scotland, the Court.

According to the Institute on Governance,

“governance determines who has power, who makes decisions, how other players make their voice heard and how account is rendered”.

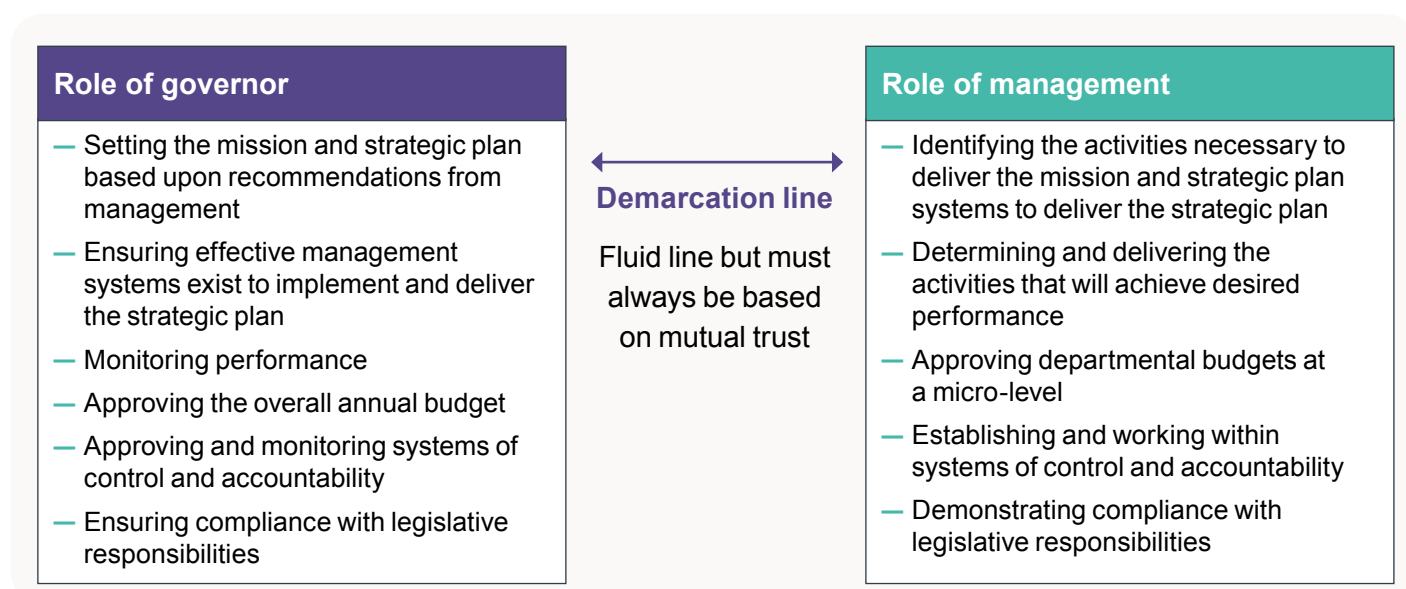
In a higher education context, the board/council sets the framework, tone and standards for governance within the organisation and the interface with the executive is crucial. Striking the right balance between governance and management is critical. We find that in the most effective examples of governance, governors and management are clear about their respective responsibilities – governors have strategic oversight of activities whilst management delivers and manages those activities.

“If management is about running the business, governance is about seeing that it is run properly”

Robert Tricker, Corporate Governance (1994)

“Governance is about steering, not rowing”

Professor Malcolm Gillies, University Governance: Questions for a New Era (2011)



Defining some key terms

- + **Governing body/Board of governors/Council** – different universities use different terms to refer to their supreme decision-making authority. In this guide we will largely refer to the ‘governing body’.
- + **Senate/Academic board** – the supreme academic body of the university with oversight from the governing body, which will agree the learning, teaching and research strategies of the university and undertake scrutiny on academic performance.
- + **Higher Education Funding Council for Wales (HEFCW)** – regulator and funder for higher education in Wales.
- + **Committee of University Chairs (CUC)** – the representative, membership body for university governing body chairs across the UK.
- + **Chairs of Universities in Wales (ChUW)** – the representative, membership body for university governing body chairs across Wales.
- + **Universities Wales (UW)** – the representative, membership body for the nine universities in Wales. Its board is made up of Welsh university vice-chancellors.
- + **Charity Commission** – registers and regulates charities across England and Wales to ensure the public can support charities with confidence.
- + **Senedd** – the Welsh Parliament. It makes the laws, agrees Welsh taxes and holds the Welsh Government to account.
- + **Tertiary education** – this covers all formal post-secondary education including universities, colleges and technical training institutes.

Governance in Wales

In July 2019, Universities Wales and the Chairs of Universities Wales commissioned Gillian Camm to undertake a review of governance of Welsh universities. With the support of a review group (which included chairs, vice-chancellors, governors and representatives from trades’ unions and students’ unions in Wales) the review sought to look at four main areas:

- 1 The composition of the governing body.
- 2 The process and quality of decision-making.
- 3 The relationship between the executive and the governing body.
- 4 The remuneration of chairs and governors.

The full [Camm Review](#) set out 21 recommendations for implementation across the sector, to which Welsh universities have been responding through individual action plans. These recommendations relate to a range of areas, including reducing governing body membership to 22 (if it was higher); remuneration committees aligning their work with the values of the university; nominations committees taking a wider view of diversity issues; establishing long-term viability reporting; and the development of a common annual report and comparable data-sets.

All institutions in Wales have signed up to the Camm Review and have committed to implementing the actions arising from the review.

The responsibilities of the governing body are set out in [HEFCWs Financial Management Code](#) and the terms and conditions of funding. Annex C of the Financial Management Code provides guidance that the governing body must take into account, along with a checklist for compliance with the Financial Management Code. The responsibilities of the governing body are included throughout the Financial Management Code, and pages 17-25 of the Code set out specific responsibilities for appointing and removing external and internal auditors. See also [HEFCW Governors Toolkit \(2017\)](#).

[The Tertiary Education and Research \(Wales\) Bill 2021](#)

In 2015 Welsh Government commissioned Professor Ellen Hazelkorn to review the oversight of post-compulsory education in Wales, with a 'special reference' to the future of HEFCW. Professor Hazelkorn sets out a number of challenges and recommendations for the tertiary education sector in her final report, *Towards 2030*.

In responding to the report, the then Welsh Government identified what it considers are its two 'primary recommendations':

- + Develop an overarching vision for the post-compulsory education and training (PCET) sector
- + Establish a new arm's-length body responsible for the oversight, strategic direction and leadership of the sector

The Bill takes forward the second of these recommendations by creating a new Welsh Government sponsored body called the Commission for Tertiary Education and Research (the Commission), and was passed into law in the summer of 2022. The powers of HEFCW and the Welsh Minsters will be consolidated and new powers created, all of which will be exercisable by the Commission so that it can regulate, oversee, and fund the whole tertiary education sector as one. HEFCW will be dissolved. This will mean that universities and colleges in Wales will be subject to a new regulatory regime from 2023.

The Welsh Government states that there are five things the TER Bill will help achieve:

1 Bringing post-16 education together

Wales will be the only UK nation to have colleges, universities, apprenticeships, sixth forms and adult education managed as a single system following the establishment of the new Commission for Tertiary Education and Research.

This will support learners to move seamlessly from compulsory education to post-compulsory education and training.

2 A commitment to lifelong learning

The Bill sets out a new duty for the commission to promote lifelong learning and a duty for the first time to fund “proper facilities” for further education for adults.

Lifelong learning will help us create a fairer society and a prosperous economy. The TER Bill offers an opportunity to give everyone the chance to develop or re-boot their career in adult life.

3 Making sure learners and students are heard

There is a new requirement on providers to ensure learners’ and students’ interests are represented and their well-being and welfare supported.

The Commission will ensure that post-16 education providers have procedures in place for investigating complaints by students.

4 More Welsh medium education

The Bill will improve opportunities to study at college or university bilingually and in Welsh.

Welsh belongs to us all, and its important people can study in the language they choose.

5 A clear purpose for post-16 education

This Bill sets in law the Welsh Government’s values and goals for a more accessible, higher quality and lifelong tertiary education system.

3. The governing body and sub committees

All university governing bodies will have a number of key sub committees, usually between three and eight. The number and arrangement of sub committees will vary from university to university, and will usually be set out in the articles or statutes for each university.

Every university will be expected to have sub committees covering the following:

Audit – the role of the audit committee is generally to consider regulation and compliance, and it will typically look at internal controls and risk management. To support this, it will usually receive reports from internal and external audit (these are specialists who will test systems and controls across a range of university activity). It is not common for students to be members of this committee due to the technical nature of much of the discussion, but it may be worth exploring opportunities for students to contribute to specific items where the student perspective is important.

Remuneration – oversee and agree the arrangements for senior pay at the university and regulatory declarations, including in the financial statements. Some remuneration committees will also take a wider view on the approach to pay and reward across the university as a whole.

Nominations – charged with recruiting new members to the governing body and populating sub committees, taking into account the diversity and skills mix of those currently involved and any gaps. It will often also consider the wider governance effectiveness of the university.

Finance – responsible for scrutinising and agreeing financial budgets and forecasts (which will then be signed off by the full governing body), as well as scrutinising financial returns to be submitted to HEFCW.

Universities may also have committees that cover the following: strategy, HR/people, estates/buildings, health and safety, honorary awards (some of these may report directly to the governing body, in other instances these may report to senior management or executive bodies).

Irrespective of how the committee structure is arranged in your university, the governing body as a whole is ultimately responsible for any major decisions. Usually, a university will have a schedule of delegations, meaning that some decisions are delegated to another group or a sub committee. But decisions of significance will be agreed or ratified by the full governing body. The membership of sub committees will also vary from university to university, and where students are involved will also vary. Because of this, some governors will have seen matters before they have reached the full governing body and others will not. It is expected that where matters impact the student experience, the student voice should be taken into account through student representatives and consideration of wider evidence and data. Student governors may want to pay particular attention to the business from committees where you may not be represented, and work with the clerk/secretary to help identify those issues.

4. The role of individual governors

The composition of the membership of a governing body is determined by the institution's constitutional arrangements, there will normally be a majority of independent or 'lay' (external) governors. In addition,

membership of the governing body also normally include 'internal' governors. These are typically the head of the institution (and in some institutions a small number of other senior post-holders), students (often the president of the students' union) and individuals who are members of the institution's academic and professional staff. Student and staff governors may be elected and therefore may feel they are directly representing a key constituency of the university, in contrast to most lay governors.

Individuals from outside the organisation are normally invited to become 'lay' members on the basis of their knowledge and expertise or the access they offer to specific networks or organisations, which are of value to the institution. Faith-founded institutions may have some reserved governor places for those representing the Church or other religious bodies.

When joining a governing body it is important that the individual understands their role and responsibilities, including the challenges faced by the institution they are joining. If the individual is unfamiliar with higher education, they face the immediate task of understanding how the sector works. By contrast new staff and student governors are likely to face different challenges. Governors should expect to face a learning curve, partly to acclimatise to the higher education landscape although institutions will provide an induction programme and the Clerk should be on hand to support you.

The amount of time required for a governor to effectively discharge their duties varies according to the institution.

Typically a governing body will meet four to six times a year, and there may in addition be days set aside to consider key issues facing the institution. Most

governors also serve on at least one of the governing body's committees (eg typically covering areas such as finance, audit and estates). The time commitment also stretches beyond meetings and usually governors would be expected to attend a handful of high profile university functions and occasionally support with other business such as interview panels or appeals etc.

5. Specific governor responsibilities

Governors are responsible for the institution's policies, strategic direction and general well-being, including an oversight of financial matters and its compliance with external regulations and requirements. The governing body's responsibilities are normally set out in a Statement of Primary Responsibilities.

Key areas of responsibility include:

- + Shaping and agreeing institutional strategy
- + Academic governance and quality
- + Compliance and regulation
- + Commercial operations
- + Internationalisation
- + Risk management
- + Student experience
- + Prevent
- + Strategy
- + Financial and other forms of institutional sustainability
- + Monitoring performance
- + Equality and diversity

It is expected that all members of the governing body should comply with the seven principles set out by the [Nolan Committee on standards in public life](#):

- selflessness
- integrity
- objectivity
- accountability
- openness
- honesty
- leadership

Building a relationship with the university clerk/secretary

All governors are encouraged to build a strong working relationship with the clerk or secretary to the governing body. Although the clerk/secretary may have other executive responsibilities in the university, they have a specific duty to support good governance and act as an impartial adviser to the governing body and individual governors. In that role, they will lead the induction and support for all new governors, and whenever a concern or issue may arise, they are usually a helpful first point of contact to offer advice and guidance.

6. The Code of HE Governance (CUC, 2020)

The Code is required reading for all governors as it is adopted by virtually all higher education institutions including in Wales. Issued by the Committee of University Chairs (CUC), its purpose is to identify the key values and practices on which the effective governance of UK HEIs is based, in order to help deliver institutional mission and success. It is a voluntary Code which institutions adopt on a 'comply or explain' basis. A self-assessment against the Code should be carried out regularly as part of reviewing governance effectiveness. The Code calls for an institution to commission an externally-facilitated review of effectiveness every three years.

The latest version of the CUC Higher Education Code was published in 2020:

CUC Higher Education Code of Governance (2020)

CUC has also issued a Code of Effective Practice for Audit Committees

[CUC-HE-Audit-Committees-Code-of-Practice-doc-FINAL-260520.pdf](https://www.universitychairs.ac.uk/wp-content/uploads/2020/05/CUC-HE-Audit-Committees-Code-of-Practice-doc-FINAL-260520.pdf) ([universitychairs.ac.uk](https://www.universitychairs.ac.uk))

And a Senior Staff Remuneration Code

CUC Higher Education Senior Staff Remuneration Code (2021)

Depending on their legal structure, some providers they may choose to benchmark their practice against other codes including the UK Corporate Code (issued by the Financial Reporting Council) or the Charity Code of Governance. Whether your governing adopts the CUC HE Code or another Code, familiarisation with the Code is crucial particularly for new governors.

7. Challenges for governors

The role of a governor is demanding and has a number of challenges, which can include:

- + **Commitment:** Serving on a board is a significant time commitment and requires much attention. Governors must participate in meetings, be willing to serve on committees and dedicate time to reviewing relevant materials and preparing thoughtful contributions to the discussion and deliberation process.
- + **Critical Challenge:** It is sometimes difficult to offer constructive criticism and challenge without seeming to be unsupportive of the Executive or seeming to prescribe solutions to particular issues and removing ownership from the Executive. This can sometimes restrict the nature of feedback and debate.
- + **Scrutiny of Board Committees:** A committee structure permits a better allocation of skills and responsibilities amongst governors and ensures that in-depth oversight and focus is brought to areas of particular concern. However, it can be difficult to avoid revisiting discussions and decisions at board level.
- + **Knowledge and Understanding of the University:** The University is a complex and multi-faceted organisation. As well as steering the University, an important role for governors is communicating key messages about the University and its achievements across the whole range of its activities to stakeholders and those in positions of influence.
- + **Equality, diversity and inclusion for staff and students**

As (usually) large organisations with diverse staff and student bodies, it is imperative that governors seek to ensure fair access and outcomes for all. Whether pay and progression matters for staff, or degree outcomes for students, recognizing the range of people and experiences, and acting on these, is vital.

8. Practical tips for governors

These tips are particularly relevant for new governors:

- 1 Don't be afraid to get to know your secretary or clerk to the board. They are usually your first port of call any question about deadlines, papers and the mechanics of decision making.
- 2 Don't be scared to ask the stupid question. If something doesn't make sense, you probably aren't the only one who doesn't know.
- 3 Remember all governors have the same rights, and the same responsibilities. You are a governor because you bring skills, experience and particularly perspectives to the work of the board. No one governor is more important than another.
- 4 Read the CUC Higher Education Code, the voluntary code of governance for the sector.
- 5 Don't be bamboozled by the higher education language and acronyms. The next section of this guide may also help!
- 6 Your secretary or clerk should inform you about training and development opportunities (either run internally, or by other organisations externally). A valuable chance to further your knowledge, and meet governors from other institutions.
- 7 Ask your Clerk to set up a meeting with the Chair one to one. A valuable opportunity to touch base and review your progress. Alternatively ask if one of the more experienced board members would agree to be a mentor.
- 8 Sign up for the Wonkhe free weekly email (there is also a paid for daily email). A handy overview of what's going on in the higher education sector. Your institution may also circulate a summary of news items involving the institution and broader policy.
- 9 Get to know the student and staff governors, a useful opportunity to hear from fellow governors who also have a direct perspective into the workings of the organisation.
- 10 Don't be scared to challenge the status quo. It can be easy to conform to the norms and practice of a higher education provider, but new ideas should be welcomed.
- 11 Try and balance the short, medium and long term. Governors have a responsibility for all three, and your input should try and put some emphasis across this.
- 12 Be conscious of your strengths and development areas. Don't feel confined to only speak where you have professional experience, although you may add more value in that arena.
- 13 Review performance. The best governors and boards, review individual and collective performance and continually look for ways to improve.
- 14 Challenge and support. Governors often see themselves as a critical friend.

- 15 Take up opportunities to attend university events where you can meet parents, students and staff in an informal setting. If staff raise queries with you or ask you to take on board their comments, it's usually helpful to seek advice from the Clerk on how these might be addressed as a first step, or the Chair if that's more appropriate.
- 16 Look for opportunities to add value and where appropriate, act as an ambassador for your institution.

9. The higher education policy landscape

Below is a rundown of key organisations across the UK higher education landscape:

[Advance HE](#) exists to advance practice for the benefit of students, staff and society with a focus on learning and teaching, leadership and governance and equality and diversity.

[Association of Colleges \(AoC\)](#) represents and promotes the interests of further education colleges and provides members with professional support services.

[Association of Heads of University Administrators \(AHUA\)](#) is the representative body for senior university managers in the UK and Ireland.

[Colegau Cymru](#) Colegau Cymru / Colleges Wales is the national organisation representing all 14 further education colleges and institutions in Wales.

[Colleges NI](#) is the membership body for Northern Ireland's six colleges of further and higher education.

[Committee of University Chairs \(CUC\)](#) represents Chairs of UK university governing bodies. In December 2014, CUC published the Higher Education Code of Governance.

[DfE NI](#) is the government department whose role it is to formulate policy and administer funding to the universities and colleges in Northern Ireland to support teaching and learning, research and related activities in the Northern Ireland higher education sector.

GuildHE is a representative body for Higher Education in the UK. It is a Company Limited by Guarantee and a Charity. It was founded in 1967 as the Standing Conference of Principals, registered as a company in 1992 and became GuildHE in 2006.

[Higher Education Funding Council for Wales \(HEFCW\)](#) regulates fee levels at universities, ensures a framework is in place for assessing the quality of higher education and scrutinises the performance of universities and other designated providers. (n.b. to be replaced in 2023 by the Commission for Tertiary Education and Research).

[Higher Education Statistics Agency \(HESA\)](#) is the official agency for the collection, analysis and dissemination of quantitative information about higher education in the United Kingdom.

[Independent Higher Education](#) is a representative body for independent and alternative providers, which aims to protect and enhance the flexibility of independent providers.

Jisc is a membership organisation, providing digital solutions for UK education and research.

[Office of the Independent Adjudicator](#) is the independent body responsible for the resolution of student complaints.

[Office for Students \(OfS\)](#) is the lead regulator of higher education in England.

[Quality Assurance Agency \(QAA\)](#) works across the UK to raise the standards and quality of higher education. The QAA, working with the sector, developed the Quality Code, and reviews higher education provision.

[UK Research and Innovation \(UKRI\)](#) is a new non- departmental public body in England which is being created to strengthen the strategic approach to future challenges and maximise value from government's investment of over £6billion per annum in research and innovation.

[UK Visas and Immigration \(UKVI\)](#) is a division of the Home Office responsible for the United Kingdom's visa system.

[Universities UK](#) is the representative organisation for the UK's Universities.

[Universities Scotland](#) is the representative body of Scotland's 19 HEIs.

[Universities Wales](#) represents the interests of universities in Wales, and is a National Council of Universities UK.

HEPI is the Higher Education Policy Institute and provides a wide range of topical research, briefings and policy debate for all interested in higher education.

10. Key terms for new governors

Academic Board/Senate

The role of the Academic Board is to approve academic policies, oversee the academic standards and quality of the academic activity, authorise awards of the institution, appoint external examiners and provide advice to the vice-chancellor on the strategic direction of the institutions academic activity. This board may have a different name, albeit the same function, in different institutions eg in further education colleges delivering higher education.

Academic Freedom

Protected under UK law which means that HEIs have a duty «to ensure that academic staff have freedom within the law to question and test received wisdom, and 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 their institutions».

Discover Uni

A database of all higher education courses and providers designed for applicants to help them make their choice. Includes official statistics on course level including student satisfaction, average earnings and employment percentages 15 months after graduation and retention rates.

Franchising from another provider

A 'franchise course' is a course subject to an agreement by one institution (usually a provider with degree awarding powers) that another organisation may deliver all or part of a programme approved and owned by the first institution. The franchising institution retains overall and ultimate control of the programme's content, delivery, assessment and quality assurance arrangements. This includes fee setting, data collection, quality assurance, and dealing with complaints. Generally, if an awarding provider is in a franchise relationship with a delivery provider, the students' academic relationship is with the awarding provider, and the same quality assurance arrangements will apply as for provision delivered by the awarding provider. A further education college may franchise its higher education programmes from more than one university.

Further Education College (FEC)

A further education college providing courses to students, which may include provision at higher education level.

Graduate Outcomes

A survey undertaken 15 months after graduation in the UK to capture the perspectives and employment metrics of graduates in employment or further study and the outcomes of the qualification they have undertaken with the provider

Quality reviews of higher education providers conducted by the QAA

The QAA carries out reviews using a variety of methods. The method used depends on a number of factors, including where a provider is based; whether they are a university, further education college or other type of provider; and the type of higher education qualifications that they offer.

Institutional Autonomy

Implies freedom from direct government control, and the success of UK higher education is often linked to such autonomy. The governing body is the legal personification of a higher education institution and is therefore crucial to autonomy.

The Longitudinal Education Outcomes (LEO)

Is a set of official statistics on employment and earnings outcomes of higher education graduates by degree subject studied and university attended.

National Student Survey

Gathers final year undergraduate students' opinions on the quality of their courses. The survey purpose is to contribute to public accountability, and help inform the choices of prospective students. Other surveys commonly used include the Student Academic Experience Survey (SAES) run by HEPI and Advance HE, as well as Postgraduate Taught Experience Survey (PTES) and Postgraduate Research Experience Survey (PRES) both run by Advance HE.

Quality Code

Was developed with the higher education sector, and is maintained and published on their behalf, by the Quality Assurance Agency (QAA). It sets out the expectations all providers of UK higher education are required to meet.

Teaching Excellence and Student Outcomes Framework (known as the TEF)

Aims to recognise and reward excellence in teaching and learning, and help inform prospective student choices within higher education. The outcomes (gold, silver, bronze) provide information to help prospective students choose where to study. The TEF is currently being revised, led by the Office for Students in England.

Validation.

Some higher education providers may not have the power to award degrees, but may wish to offer a course leading to an award from a provider which does. To do this they can enter into a 'validation arrangement' with that provider.

A validated course is described in the UK Quality Code for Higher Education as a module or programme which a degree-awarding body approves to contribute, or lead, to

one of their awards. Students on the course normally have a direct relationship with the provider delivering the course.

The course is owned by the institution delivering the course but the degree awarding body is ultimately responsible for the academic standards of any awards granted in its name, and for the quality of the learning programme.

Academic governance

Academic governance is the structure for the oversight of learning, teaching, quality and standards in the institution. There are three broad strands to academic governance:

- + **Internal.** The institutions own internal committees and bodies which monitor and oversee quality, standards and provision within the institution. Much of this will culminate with the academic board/Senate, which then in turn feeds into the council/board.
- + **External oversight of internal process.** There are a range of ways in which institutions are subject to external scrutiny of their internal processes such as external examiners and the professional, statutory and regulatory bodies.
- + **External.** The process of external scrutiny to institutional quality and standards, ultimately sits with the governing body.

There can sometimes be a tension between roles here – assurance is around systems and processes and not about deciding what is taught and researched.

In 2016, the funding bodies in England, Wales and Northern Ireland introduced new assurance requirements for governing bodies relating to the enhancement of the student experience and to academic standards.

Advance HE was commissioned to undertake a baselining exercise, which included a “deep dive” to better understand how 16 universities undertook their responsibilities in relation to academic governance. Further details on that project can be found here:

[Academic Governance in Higher Education | Advance HE \(advance-he.ac.uk\)](https://advance-he.ac.uk/academic-governance-in-higher-education)

11. Additional resources and links

To help support governors and council members in their role, there are a whole host of additional online resources, materials and briefing notes. Please see the following pages of our website:

[Effective Governance | Advance HE \(advance-he.ac.uk\)](#)

[What is Good Governance in Higher Education? | Advance HE \(advance-he.ac.uk\)](#)

[Academic Governance in Higher Education | Advance HE \(advance-he.ac.uk\)](#)

[The role of Governance in Equality in Higher Education | Advance HE \(advance-he.ac.uk\)](#)

[Board Recruitment and Diversity in Higher Education | Advance HE \(advance-he.ac.uk\)](#)

[New to Higher Education Governance | Advance HE \(advance-he.ac.uk\)](#)

[Supporting Governor, Chair and Clerk Development in Higher Education | Advance HE \(advance-he.ac.uk\)](#)

[Audit, Finance and Risk in Higher Education | Advance HE \(advance-he.ac.uk\)](#)

Governor development programme (GDP)

Advance HE runs a range of annual development events for governors, council members and board members of HEIs known collectively as the Governor Development Programme (GDP). Some of the events are tailored for governors drawn from a similar background (eg. Student governors or staff governors or Chairs) others are open events open to all. [Governor Development Programme \(GDP\) | Advance HE \(advance-he.ac.uk\)](#)

There is a specific event for governors and staff at Welsh Institutions:

[GDP: Wales | Advance HE \(advance-he.ac.uk\)](#)

Annual Governance Conference

We host an annual conference providing a unique opportunity for governors, executives and governance professionals to network and hear from policymakers and governance experts on a range of topical issues. [Governance Conference 2022 - Governing in the interests of students | Advance HE \(advance-he.ac.uk\)](#)

Board effectiveness

Reviewing board effectiveness is a key facet of good governance and actively required by the HE Code of Governance. Advance HE have a range of tools and support available for an institution going through a review of their own effectiveness, including access to a survey to benchmark your performance and effectiveness against other institutions: [Governance consultancy and enhancement services | Advance HE \(advance-he.ac.uk\)](#)

Additional guidance for student governors

It is expected that all members of the governing body should comply with the seven principles set out by the [Nolan Committee on standards in public life](#):

- selflessness
- integrity
- objectivity
- accountability
- openness
- honesty
- leadership.

Why are student governors important?

Student governors are important for a number of reasons:

You bring a legitimacy to proceedings because of your current or recent experience as a student. Your perspective is usually unique compared to others around the table – you have a skill set and experience because you understand the academic and research environment of the university. You will also often bring diverse characteristics which will typically complement other governors. The additional perspective student governors can bring helps to ensure that the governing body can make better decisions overall because of the breadth of perspectives which are brought to the table.

Although you bring a particular experience to the governing body, and usually you will also be an elected representative (often a sabbatical officer of the students' union), **your role as a governor is not to be a representative, but instead to act in the collective best interests of the university as a whole.**

Opportunities for student governors

Being a student governor provides opportunities to:

- + help steer the future of the university
- + to articulate 'on the ground' experience
- + find out what goes on at the top level and understand the workings of governance and interaction with management
- + help steer the future of the university
- + to articulate 'on the ground' experience
- + develop personally, improve confidence and obtain a different perspective on issues
- + meet people from a range of different backgrounds.

Challenges for student governors

Challenges for student governors include:

- + unfamiliarity with people, issues and procedures
- + lack of experience in key areas of governance responsibilities
- + understanding the technical complexity of some papers
- + confidence and credibility issues
- + concerns about day-to-day issues for students which may sometimes get in the way of strategic appreciation
- + having multiple hats – governor, student representative.

What are your rights and responsibilities?

All governors should be treated the same. Irrespective of how you have ended up on the governing body, **you have the same rights and the same responsibilities**. Decisions taken by the governing body are collective, this may mean that on occasion a governor will personally disagree, but it is expected that the governing body continues to operate on the basis of the collective decisions that are made. Individual governors who disagree with a specific decision can ask for their dissent to be recorded in the minutes.

Membership for sub committees will generally be populated with a cross-section of members of the governing body, drawing on particular skills and experience. Staff and student governors will not be members of all sub committees (usually they will not sit on the audit committee), the arrangements will differ by university, and generally allocations are decided by the nominations committee and approved by the full governing body.

Every governor, including student governors, should expect to be offered induction and training. Universities should organise a specific internal induction for any new governor (usually organised by the university clerk to the governing body or secretary) which will include an explanation of how governance arrangements work at your university, the key players (including meeting the chair of the governing body), hearing about the university strategy and key matters the governing body will likely be considering over the year ahead.

Nationally, governors are encouraged to participate in training and development to hear from external experts on topical issues facing university governors and a chance to meet with governors from other institutions to compare notes and practice. Every September, Advance HE runs a national development session aimed specifically at student governors to support you in your role.

You are entitled to ask questions (both at the meetings and before meetings) to challenge and support the decisions that are made.

If something is unclear, please ask. Ideally questions of clarification should be asked before the meeting and, in the first instance, the clerk will be the first point for clarification or support. However, feel free to approach the finance director if something is unclear in the accounts, or the IT director in a paper about IT etc.

If you feel you are struggling to contribute as you would like to, you should speak to the chair, the vice-chancellor or the university secretary/clerk (whoever you get on with best); each will be keen to support you to make a meaningful contribution.

The responsibilities of the governing body are set out in [HEFCWs Financial Management Code](#) and the terms and conditions of funding. Annex C of the Financial Management Code provides guidance that the governing body must take into account, along with a checklist for compliance with the Financial Management Code. The responsibilities of the governing body are included throughout the Financial Management Code, and pages 17-25 of the Code set out specific responsibilities for appointing and removing external and internal auditors.

Operating as a charity trustee

In addition to your responsibilities to the institution, you also formally hold the role of a charity trustee. This means you are responsible for complying with charity law, ensuring that it operates in line with the objects for which it was established.

The [Charity Commission](#) has helpful guidance for all charity trustees, including an overview of the six main duties of a charity trustee:

- ensure your charity is carrying out its purpose for public benefit
- comply with your charity's governing document and the law
- act in your charity's best interest
- manage your charity's resources responsibly
- act with reasonable care and skill
- ensure your charity is accountable.

The Camm Review of Higher Education Governance in Wales

In July 2019, Universities Wales and the Chairs of Universities Wales commissioned Gillian Camm to undertake a review of governance of Welsh universities. With the support of a review group (which included chairs, vice-chancellors, governors and representatives from trades' unions and students' unions in Wales) the review sought to look at four main areas:

- 1 The composition of the governing body.
- 2 The process and quality of decision-making.
- 3 The relationship between the executive and the governing body.
- 4 The remuneration of chairs and governors.

The full [Camm Review](#) set out 21 recommendations for implementation across the sector, to which Welsh universities have been responding through individual action plans. These recommendations relate to a range of areas, including reducing governing body membership to 22 (if it was higher); remuneration committees aligning their work with the values of the university; nominations committees taking a wider view of diversity issues; establishing long-term viability reporting; and the development of a common annual report and comparable data-sets.

All institutions in Wales have signed up to the Camm Review and have committed to implementing the actions arising from the review.

Some practical tips for student governors

Student governors make a crucial contribution to higher education governance. They are able to bring their contemporary experience of study to board scrutiny, they have an active stake in the success of the institution, and bring insights and perspective which can enrich and complement board discussions.

Most student governors are either students' union officers (often serving a sabbatical term between or immediately after study) or a senior student representative. Usually this will be the first board level appointment for most student representatives, and this means it can be a steep learning curve. With that in mind, it is important to receive a tailored induction.

Given the short tenure for student governors, building credibility over your term of office is important, and this can be done by informally seeking to build relationships with other governors and contributing to the board discussions constructively.

Other considerations specifically for student governors:

Wearing different hats

Whether a student governor is a students' union officer or a student representative, there will be times when their interests as a representative may not align perfectly with the institution. Ultimately, when a governor is at the board table they need to act in the overall interest of the organisation, and occasionally this can lead to conflicts of interest. This does not preclude student governors disagreeing with the eventual decision taken or having their dissent formally noted (including in the minutes of the meeting). In the majority of instances the interests of student governors do align with the decision taken by the governing body, but it's worth being prepared for times when they are not.

Should any governor feel unable to support the decision of a governing body, approaching the clerk would be helpful to consider how this might be best managed.

Not being pigeon-holed to student experience matters

All governors have the same rights and responsibilities. Sometimes it can be easy for student governors to be shepherded towards contributing on the items which explicitly deal with the student experience. Student governors will typically have an important contribution on these matters, but contributions on wider matters are, of course, welcome and indeed encouraged.

Navigating the full governance structure of the provider

Many student governors will have a great advantage compared to other governors because they will also be involved in other committees and the wider academic governance structures of the institution. This will often mean that student governors will see how a proposal is developed from its formative stages, and as it works its way through the various committee structure. For many issues, this will mean that student governors do not need to wait for an issue to reach the governing body before contributing or critiquing a proposal. Sometimes sharing how an item has been considered at other parts of the committee system can be illuminating for other governors.

Your predecessors said something different...

Given the turnover of student representatives from year to year, it will sometimes be the case that student governors may take a different stance to their predecessors. Just because other members may say this, it does not mean that a student governor should feel duty bound to follow a path taken by those who have gone before them. The central consideration for all student governors should be to take both the interests of the institution and its students into account.

Embracing the unfamiliar

For many student governors, there will be aspects of corporate governance which will be unfamiliar. This may relate to understanding areas such as pensions or finance. There is no expectation that student members should be experts in these areas, indeed a crucial element of good governance is that different members will bring particular strengths and expertise. Student governors bring expertise in their understanding of the student experience, which is a vital part of board scrutiny, but they can work with the clerk (or the secretariat and senior officers of the university) to secure a deeper understanding of areas with which they are less familiar.

Building relationships with other governors

Usually lay/independent members of the governing body will be particularly keen to build a relationship with student members. You have an invaluable and unique insight, which lay members should be interested to hear more about. Lay members will often have rich experience from their professional careers they can bring to the board. The best boards try to develop strong relationships between all its members, and student governors should be encouraged to build relationships with other governors.

Target for lobbying

Students, and indeed staff members, on governing bodies bring a valuable insight into aspects of institutional performance. The ability for student and staff members to have direct relationships with individual departments and parts of the provider is a strength. There are occasions when student (and staff) governors will be approached and lobbied about individual concerns. As a member of the governing body, there is a responsibility on all members to act in the corporate holistic interest of the organisation. To that end, governors will need to be mindful about ensuring that individual concerns are raised at the appropriate level within the governance structure of the institution. Once again, the clerk will be a helpful person to liaise with should a governor wish to discuss this further.

Rapid turnover

Because of the rapid turnover for student governors there is a particular pressure to hit the ground running. Student governors can't afford to wait three or four meetings to make a contribution, as that will be the bulk of your term of office. It places a particular pressure on having a thorough and personalised induction (which institutions will provide, as well as national opportunities through Advance HE and others). The ability to have a handover with your predecessor is important and encouraged, to speak specifically about their experience on the governing body (what were the big talking points, members who were sympathetic to the student experience, big challenges for the institution) are all legitimate topics to cover in the handover between outgoing and incoming student governors.

Consider tabling a report or paper at the board

All board members are entitled to suggest an agenda item for a meeting. As student governors you might wish to ask for an item, report or paper to be considered at a future meeting. Normally you would speak to the clerk or secretary in the first instance about the topic you would wish for the board to consider, and whether you would like to write a paper to accompany it. Some universities will also approach the students' union or student governors to table a paper or report too. If you want help with writing that paper, again the clerk or secretary would generally be your first port of a call.



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Advance HE helps HE and research be the best they can be.

We are a member-led, sector-owned charity that works with institutions and higher education across the world to improve higher education for staff, students and society. We are experts in higher education with a particular focus on enhancing teaching and learning, effective governance, leadership development and tackling inequalities through our equality, diversity and inclusion (EDI) work.

Our strategic goals to enhance confidence and trust in HE, address systemic inequalities and advance education to meet the evolving needs of students and society, support the work of our members and the HE sector. We deliver our support through professional development programmes and events, Fellowships, awards, student surveys and research, providing strategic change and consultancy services and through membership (including accreditation of teaching and learning, equality charters, knowledge and resources).

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