

Board Effectiveness Statement 2024-25

The Board of Governors aligns its practices with the Committee of University Chairs (CUC) Higher Education Code of Governance. An external advisory review of governance, focusing on alignment with this Code, was conducted by PricewaterhouseCoopers in 2022, with no issues raised.

Board effectiveness is monitored by the Governance & Nominations Committee, which meets three times per year. The Board Effectiveness Review Process is agreed by the Committee annually, following consideration of the previous year's approach and outcomes.

Governors review and comment on the Board's effectiveness through an online self-assessment survey. The Chair of the Board extends an invitation to all Board members to meet on a 1:1 basis to discuss their survey responses and explore wider discussions on effectiveness. The Vice-Chancellor also invites Board members to meet annually, to explore further how their skills and areas of expertise align with the University's strategic direction.

Committees have the opportunity to review their effectiveness through discussion in meetings once a year, approving Committee Terms of Reference and reporting to the Governance & Nominations Committee on any recommendations and action plans.

Feedback from members of the Executive Leadership Team and the Director of Internal Audit on the effectiveness of the Board, Committees and Chair of the Board is invited annually.

The Chair of the Board reviews his effectiveness through a meeting with the Deputy Chairs to discuss his performance. A confidential report is subsequently drawn up by the Deputy Chairs and the findings are presented to the Governance & Nominations Committee for review. The Committee brings a recommendation to the Board confirming the suitability of the Chair to continue in post for the coming year.

Finally, the Vice-Chancellor's performance and the effectiveness of the institution as a whole are reviewed with the Chair of the Board annually as part of the University's Personal Development Review process and through monitoring of key objectives and KPIs. The Board of Governors delegates to the Remuneration Committee full powers to act on its behalf in

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matters relating to the terms and conditions of service and the emoluments of the holders of 'Senior Posts' as defined in the Articles of Association. The basis for assessing their performance and effectiveness is set out in the Senior Pay Policy; the work of the Remuneration Committee is reported via the Annual Remuneration Statement, which is published on the University's website.