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# Foreword

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The contribution of good governance to long-term organisational success

# Using the Code

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# Values

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At the heart of HE delivery across the UK are a set of core values which HE governance should be founded on:

Integrity:	transparency, accountability, honesty, freedom of speech and academic freedom
Sustainability:	4 Q D Q E L C H Q Y L U R Q P H Q W D O
Inclusivity:	H T X D C G L M U V D F W H V V L S D L O W W F L S D G W L R Q fair outcomes for all
Excellence:	DW U V D G W
Innovation and growth:	social, economic and cultural
Community	tytymmyt (h:)]TJ EMC /Spa

- promote excellence in learning, teaching and research, monitoring institutional and governing body performance;
- publish accurate and transparent information which is widely accessible;
- ensure arrangements are in place for meaningful engagement with nationally and globally.

It is important that, within institutions, the Executive, governing body and Secretary develop a shared understanding of these values and objectives and how they wish to apply the individual parts of the Code. Good governance is built on strong relationships, honest dialogue and mutual respect.

Good governance  
 the development of  
 processes, since it  
 is built on strong  
 relationships, honest  
 dialogue and mutual  
 respect.





## Section 2 The Code

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# Element 1

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## Element 2

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2.4

The governing body needs to understand the external environment and – along with the Executive – identify, understand and manage risk appetite and strategic risks and opportunities for the institution.

2.5

The governing body must actively seek and receive assurance that need to provide assurance on academic standards and the integrity risks (such as those involving partnerships and collaboration,







3.6

The governing body must take practical steps to ensure that the Students' Union or association operates in a fair, democratic,  
D F F R X Q V O E O R F L X V O M D L Q D Q Q H U

3.7

7K H R Y H U C E R G J H T X L D I W W



# Element 4 Inclusion and Diversity

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The governing body promotes a positive culture and diversity across the institution, including in the governing body's own operation and composition. Diversity in this context does not just mean protected characteristics – it includes a diversity of voice, attitude and experience. It is a means of ensuring that all voices are heard, challenged and, where practicable, followed by a course of corrective action that ensures fair outcomes for all.

4.1 + (–) legislation, and governing bodies are legally responsible for ensuring the institution's compliance. Legislation in this area does not





# Element 5

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The governing body ensures that governance structures  
and evaluating governance performance against this Code  
(and other Codes where an institution constitutional form



5.6

The governing body needs to focus on strategic risks and emerging  
R S S R U W X I Q U W L H Q W W L W Q V D R H Q R X J K [ L E L W R W \  
U H V S R W C K H T X L F D Q B • H F W L Y H O \

5.7

The governing body needs a suitable arrangement for the  
continuation of business in the absence of the Chair. Arrangements  
I R D ' H S X W K D E D \ E H F R G L Z H Q W L I Q H



# Element

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## Section 3 Appendices

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## Appendix 2

# Statement of Primary Responsibilities

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The principal responsibilities of the governing body should be set out in the body's Statement of Primary Responsibilities, which must be consistent with the institution's constitution. While there may be some variation, the principal responsibilities are likely to be as follows:

1. T

10. To appoint a Secretary to the governing body and to ensure that, if the person appointed has managerial responsibilities in the institution, there is an appropriate separation in the lines of accountability.

11. The Board shall be accountable for ensuring that an appropriate human resources strategy is established.

12. The Board shall ensure that proper books of account are kept, to approve the accounts and to ensure accountability for the institution's assets, property and estate.

# Glossary

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- *Clerk* is used interchangeably with *Secretary*.
- *External* members are all non-executive governing body members from outside the institution, irrespective of how they are appointed.
- *Governing body* which in some HEIs is called the Council, Court or Board of  
\* R Y H U Q R W \ D O V R W K % R D B G L U H F V R U T X L Y D O H Q W
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