UNIVERSITY COLLEGE BIRMINGHAM

CORPORATION STANDING PROCEDURES

Background

The standing procedures do not replace or modify the responsibilities placed on the Corporation by the Instrument and Articles of Government (this would be impossible without the Office for Students or Secretary of State's prior approval) but are to be regarded as a collection of operational rules by which the Corporation has agreed to carry out certain of those responsibilities. Details of the decisions and the procedures are given below.

1. Size and Structure of the Corporation and its Committees

A) Corporation

Independent members	(11)
Teaching staff member	(1)
Student member	(1)
Co-opted member	(1)
Vice-Chancellor and Principal	(1)
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B) Committees

Audit
- 4 members

Finance and General Purposes
- 4 members (including Vice-Chancellor and Principal)

Student Services and Standards
- 4 members (including the student member and teaching staff member)

Remuneration and Nominations
- 4 members (including Corporation Chairman who should Chair the Committee)

Special
- 3 members (Corporation Chair, Deputy Chair, Vice-Chancellor and Principal, Teaching Staff Member and Student Member are ineligible to be members).

2. Length of term of office of Corporation Chairman and Deputy Chairman

Co-terminus with the current term of appointment of the officeholder.

3. Deputy Chairmanship

   The Deputy Chair will temporarily assume responsibility for Chairmanship of the Corporation in the event that the Chair is absent for a meeting. If for any reason, the Chair is unable, unwilling or becomes unfit to continue as Chair, the Deputy Chair will assume Chairmanship until the next scheduled Corporation meeting, at which point arrangements will be made to elect a new Chair.

4. Clerk to the Corporation

   As set out in the Instrument and Articles of Government, the Clerk shall be appointed directly by the Corporation and be accountable to the Corporation. The Clerk shall be responsible for advising the Corporation on procedural matters and ensuring compliance with the Instrument and Articles of Government, the Corporation Standing Procedures and the Statement of Primary Responsibilities, among other governance documentation. They shall act as the main point of correspondence for the Corporation and maintain accurate records of membership, attendance and official documents. Where required, the Clerk shall be responsible for procuring independent and external legal or professional advice for the Corporation.

5. Attendance at Committee meetings by Non-Committee Members

   (This policy was agreed by Corporation Minute 22/94. Although Committee minutes are not, therefore, separately published, they are generally circulated with Corporation agenda papers which in turn are available for public inspection).

   a) That as a matter of policy the attendance at committee meetings of any person who is not a committee member should be at the specific invitation of the majority of Corporation members.

   b) That the minutes and related papers of all committee meetings be not published.

6. Staff Membership of the Corporation

   In accordance with the Instrument and Articles of Government, the Staff Member of the Corporation shall be nominated by the Academic Board, with at least one member of the Academic Board submitting an initial nomination and a subsequent member confirming this nomination. The nomination shall then be passed to the Remuneration and Nominations Committee for formal ratification.

7. Application and Authorisation of the Corporation Seal

   It was determined by Corporation Minute number 56/19 that when the Corporation seal is applied to contracts or other official documents, it should be authenticated by the signature of the Corporation Chairman, the Deputy Chair of the Corporation, the Chair of the Finance and General Purposes Committee or the Chair of the Student

Services and Standards Committee together with the signature of any one other Corporation member.

8. Calendar of Corporation Meetings

   The Corporation agreed by Minute number 34/96 that the calendar of Corporation meetings for the succeeding academic year would be established at the Spring Term meeting of the Corporation.

9. Register of Members' Interests

   A register of members' interests should be maintained by the Clerk to the Corporation and members should send details to the Clerk of any changes to their circumstances so that the register can be amended accordingly.

10. Payment of Travelling and Subsistence Allowances of Members

    The payment of travel and subsistence allowances to members is governed by the terms of section 6.10 of the University's Financial Regulations. In relation to the payment of mileage allowances, it was agreed (via minute SR/3/00) when the content of the Governors' Handbook (including the Standing Procedures) was agreed that the mileage would be paid at the rate immediately below the level at which members would generate an income tax liability.

11. Conduct of Meetings, including Chairman's Action

    a) Quorum

       All meetings must be quorate before any business can be transacted. Furthermore, if, during the course of a meeting, the number of members present ceases to constitute a quorum, the meeting must be terminated forthwith.

       Quorum calculations must include current vacancies (i.e. any vacancies still count towards the calculation of the total membership). The quorum for the Corporation is 6 members, at least four of whom must be independent members.

       The quorum requirements for each committee have been set by the Corporation as follows: -

Finance & General Purposes	:Two members
Audit	:Two members
Student Services & Standards	:Two members
Remuneration & Nominations	:Three members, including the Chairman
Special	:Three members

    b) Agendas for meetings

       i) The agenda for Corporation meetings should be drawn up by the Corporation Secretary in consultation with the Chairman and Vice-Chancellor and Principal and sent out by the Corporation Secretary at least seven clear days in advance of the meeting.

ii) During the meeting, items on the agenda should normally be taken in the order in which they appear except that the order can be changed at the discretion of the Chairman, or an item may be taken out of order if agreed by members.

c) Minutes of meetings

i) The draft, unadopted minutes of the meeting shall, once agreed by the Chairman, be circulated to members by the Clerk to the Corporation. A copy of the unadopted minutes should also be kept by the Secretary with the copies of the approved minutes of previous meetings available for public inspection. Once the minutes have been approved by the Corporation and signed by the Chairman, a copy should be placed on file for public inspection in place of the previously unadopted minutes.

ii) At every Corporation meeting, the minutes of the previous meeting should normally be approved as a correct record, or amended as necessary and agreed by the members and signed by the Chairman.

d) Attendance of Senior Staff at meetings of the Corporation and Committees

i) Attendance of members of the Executive Management Team of the University at Corporation meetings will be determined by the Vice-Chancellor and Principal, the Clerk and the Chair.

ii) Requirements for the attendance of EMT members at particular Committee meetings will be on an 'as necessary' basis, determined by the relevant Chair and the Clerk.

e) Action of the Chairman between Corporation meetings

It may be necessary, from time-to-time, for the Chairman to take action on the Corporation's behalf on a delegable matter. This includes expenditure on capital works or on the approval of a commercial offer for a property. Any action taken by the Chairman in this respect should be reported to the next available Corporation meeting for confirmation. Specific authority has been delegated to the Chairman (under the Corporation's Overseas Travel Policy) for instances where approval of a proposed visit is needed at short notice, because the visit is scheduled to take place (or it is necessary to make the travel arrangement) in advance of the next available Corporation meeting.

f) Delegation of Investment Decisions and Capital Works Expenditure

The Corporation has specifically delegated responsibility for investment matters to the Finance and General Purposes Committee, including the authorisation of investment into capital works expenditure. This is contained in the Committee's

Terms of Reference. However, the Corporation (by Minute 15/96) also delegated authority specifically to the Chairman of the Finance and General Purposes Committee to change an investment in an emergency, subject to reporting any such action to the next available Corporation meeting.

g) Severance Payments

The Corporation agreed a Severance Policy at their meeting on 26 March 2003. This policy contains provision for the delegation of certain functions in relation to staff severance.

h) Expiry date of a member's appointment to a Committee.

The Corporation agreed (Minute 50/94) that the expiry date of a Committee member's appointment to the Committee shall be co-terminus with the expiry date for the member's appointment to the Corporation. If, he/she is subsequently reappointed to the Corporation he/she shall be eligible for reappointment to the Committee by the Corporation. In the case of a co-opted member of the Committee (if any), the term of appointment will expire at the date determined by the Corporation when the co-option to the Committee is made. A co-opted member shall be eligible for reappointment by the Corporation.

i) Tuition Fees

The Corporation considers the University's specific tuition fee levels on an annual basis but has, over the years, delegated certain general powers to the Vice-Chancellor and Principal. These cover: (a) the authority to charge a reduced fee for students where it is in the University's commercial interests so to do (Corporation minute 10/96) and (b) the authority to set the fees that should be charged for specific short and part-time FE courses (Corporation minute 14/98).

12. Academic Board

The size of the Academic Board and its membership structure is shown in paragraph 4(1) of the Articles of Government, clarified by the Corporation as follows:

- Vice-Chancellor and Principal (Chair)
- Senior Pro-Vice-Chancellor (Teaching, Learning and Digital)
- University Secretary and Registrar
- Executive Deans of School
- Executive Director of FE Quality Enhancement
- Director of HE Quality Enhancement
- Three Universal Teaching Staff Representatives
- One Universal Support Staff Representative
- An elected representative of the Guild of Students
- Two Universal Student Representatives.

The following committees of the Academic Board have been established:-

a) Validations and Approvals Committee
b) Academic Quality, Standards and Enhancement committee
c) Boards of Studies
d) Boards of Examiners
e) Assessment Re-appraisal Committee
f) Access, Participation and Equal Opportunities Committee
g) Academic Regulations Committee
h) Academic Titles Committee
i) Global Partnerships Advisory Group
j) Student Success
k) Apprenticeships Management Committee

This Version Approved by Corporation 5 November 2025.