

EXCEPTIONAL AND URGENT APPROVALS GROUP

TERMS OF REFERENCE

Purpose of the Group

The purpose of the Group is to consider the granting of exceptional approval for matters that due to their urgency should not be deferred to the next meeting of the Board of Governors and are not suitable for action under normal delegated authority (i.e. they carry significant financial or reputational risk).

Membership

The membership of the Group shall consist of the following core members:

Chair of the Board of Governors (Chair)
Deputy Chair of the Board of Governors
Committee Chairs
Vice-Chancellor

Other governors may be co-opted to participate in specific decisions or discussions either by prior decision of the Board of Governors or by invitation of the Chair.

Members of staff and third parties may be invited to attend meetings by agreement with the Chair.

Quorum

The quorum shall be four governors but must include either the Chair or Deputy Chair of the Board of Governors.

Terms of Reference

The Group is:

- (1) Empowered to grant exceptional approval for matters that due to their urgency should not be deferred to the next meeting of the Board of Governors. In granting such approvals, the Group must be satisfied that delaying a decision until the next meeting of the Board of Governors would be damaging to the University's best interests.
- (2) Empowered to call an extraordinary meeting of the Board of Governors if it deems this to be necessary to make any decision.
- (3) Not empowered to consider any matters that are explicitly reserved by paragraph 5.3 of the University's Articles of Government for consideration solely by the Board of Governors.

Authority to Call Meetings

The Board of Governors may ask the Group to consider specific decisions when it is known in advance that an exceptional and urgent approval will be required between Board meetings.

Any core member of the Group or the Clerk to the Board of Governors may call a meeting of the Group if they are asked to make or facilitate a decision that they deem to be unsuitable for action under normal delegated authority.

Conduct of Business

The Group may conduct its business via any communication method that is deemed suitable by the Chair.

Frequency of Meetings

The Group will meet as required.

Clerking

The Clerk to the Board of Governors will be responsible for the organisation of meetings, facilitating communication and for the provision of clerking services to the Group.

Records of Decisions

All decisions taken by the Group will be formally reported to the next meeting of the Board of Governors.

Formal minutes shall be taken of all meetings and made available to the Board of Governors. Decisions taken by the Group via alternative communication methods will also be recorded in writing and made available to the Board of Governors.

Amendments to the Terms of Reference

Amendments to the membership and terms of reference of the Group may be proposed by any governor at any time but shall only be formally approved by the Board of Governors.

Review of the Terms of Reference

The membership and terms of reference of the Group shall be formally reviewed on an annual basis by the Board of Governors.