Governance Code of Conduct

To assist it in fulfilling its role, the Governing Body has adopted a Code of Conduct which takes account of the specific role of Governors at Birkbeck and of principles of good practice in governance identified for the HE sector nationally.

Role of the Governing Body

1. The Governing Body has responsibility for overseeing the College’s activities, determining its future direction and promoting the fulfilment of its mission, the advancement of its values and the potential of all its learners. Governors collectively are responsible for

   • ensuring compliance with the statutes, standing orders and regulations;
   • regulating the College and its framework of governance;
   • considering the College’s strategic direction and long-term sustainability;
   • supervising the financial management of the College;
   • taking all final decisions on strategic matters and issues of fundamental concern to the College.

2. Governors conduct themselves in accordance with the accepted standards of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

3. The Governing Body meets at least four times a year. Governors attend regularly and participate actively.

4. Governors have adopted a Statement of Primary Responsibilities setting out the responsibilities reserved for their collective exercise and the responsibilities delegated by them to Committees and sub-committees. The Statement includes provisions for:

   • approval of Birkbeck’s mission, strategy and long term business plans;
   • approval of Key Performance Indicators;
   • approval of annual budgets;
   • appointment of the Master and arrangements for monitoring his or her performance;
   • systems of control and accountability, including financial and operational controls and risk assessment; and procedures for handling internal grievances and managing conflicts of interest;
   • Monitoring of Birkbeck’s performance against approved plans and KPIs.
The Statement of Primary Responsibilities is made widely available on the College website and reported annually to the Governing Body.

Governors exercise their responsibilities in the interests of the College as a whole rather than as a representative of any constituency. A register of interests of Governors is updated annually and made publicly available.

The Chair of Governors is responsible for the leadership of the Governors, and is ultimately responsible for their effectiveness. He or she ensures that Governors are active in promoting Birkbeck’s connections with its stakeholders, including students, staff, employers, communities, other educational organizations; and local and national bodies and authorities.

The Master, as chief academic and administrative officer, is responsible for advising Governors on strategic direction and for the management of the College. He or she is the accountable officer in respect of the use of Funding Council funds. The Master is appointed by and accountable to the Governors and has powers and duties entrusted to him or her by the Governors. The Governing Body makes clear, and regularly reviews, the powers and duties entrusted to the Master, having regard also to those conferred directly by the Charter.

Structure and Processes

A balance of skills and experience is maintained among individual Governors, for example from financial, social, cultural, legal, community, commercial, business and educational perspectives, sufficient to enable the Governing Body to meet its primary responsibilities and to ensure stakeholder confidence.

There are 21 Governors, the majority of whom are external and independent of the institution.

Appointments of lay Governors are managed by the Nominations Committee, which is chaired by the Chair of Governors. The Nominations Committee maintains written criteria for the selection of suitable candidates. When selecting a new Chair of Governors, a full job specification will be produced, including an assessment of the time commitment expected, recognising the need for availability at unexpected times.

The Chair ensures that new Governors receive a full induction on appointment, that opportunities for further development for all Governors are provided regularly in accordance with their individual needs, and that appropriate financial provision is made for such support.

The Clerk to the Governors is responsible for ensuring compliance with College procedures and for ensuring that papers are supplied in a timely manner, with information in a form and of a quality appropriate to enable the Governing Body to discharge its duties. All Governors have access to the advice and services of the Clerk; and the appointment and removal of the Clerk is reserved for the collective decision of the Governors.
The proceedings of the Governing Body are conducted in as open a manner as possible. Information and papers are circulated widely unless data protection and information legislation, the wider interests of the College, contractual obligations or the public interest demands otherwise.

Effectiveness and Performance Reviews

Governors will keep their effectiveness under review. Not less than every five years they will undertake a formal and rigorous evaluation of their own effectiveness and that of their committees; and revise structure or processes accordingly. Effectiveness will be measured both against the Statement of Primary Responsibilities and compliance with this Code and the Committee of University Chairs’ Higher Education Code of Governance. Governors expect the Academic Board to undertake similar regular reviews of itself and its committees.

In reviewing the performance of the Governing Body, Governors will reflect on the performance of the College as a whole in meeting agreed strategic objectives and Key Performance Indicators (KPIs). Where possible, Birkbeck’s performance will be benchmarked against the KPIs of other comparable institutions.

The results of effectiveness reviews and the College’s annual performance against KPIs, where available, will be published on the College website.