

BRUNEL UNIVERSITY LONDON

Council Ordinance 5

5.1 FINANCE COMMITTEE

Membership

There shall be a Finance Committee of the Council with the following membership:

- Chair of Council, ex-officio or his/her nominated representative
- Deputy Chair of Council, ex-officio,
- The Vice-Chancellor and President, ex-officio
- At least one and no more than five other Independent members of Council [one as Chair/Chairman of the Committee];
- At least one and no more than four members of the senior staff of the University as appointed to Council in accordance with the Ordinances
- Chief Financial Officer

- The President of the Union of Brunel Students

Officers in attendance:

- Head of Projects and Policies
- Head of Management and Research Accounts
- The Secretary to Council shall be Secretary of the Finance Committee

Period of Office

The members of the Committee, other than the ex-officio members, shall serve for a period of not more than three years [renewable once for a period of three years].

Appointment of Chair

The Council shall appoint a Chair from among its members, other than those who are members of the staff or students of the University, who shall hold office for such periods as may be determined by the Council.

Meetings

The Committee shall meet at least three times a year.

Quorum

The Chair and four members of the Committee, of whom at least one [excluding the Chair] shall be an independent member of Council, shall constitute a quorum. In the absence of a quorum no business shall be transacted other than the adjournment of the meeting. At the adjourned meeting the business for which the original meeting was called may be completed in the absence of a quorum.

Procedure

The Committee shall regulate its own procedures for the conduct of its meetings.

POWERS, DUTIES & FUNCTIONS

Subject to the terms of the Charter and Statutes, the Committee shall have the following powers, duties and functions:

1. To regulate the finances, accounts and investments of the University.
2. To develop annually a financial strategy setting out the parameters to be taken into account in the development of the annual budget. This strategy shall be presented to Council for its approval.
3. To review the constituent elements of the annual consolidated budget of the University, including revenue, capital and cash flow forecasts, and make recommendations to Council as to its approval.
4. To authorise capital expenditures, loan-financed schemes, and investments in subsidiaries and associated companies, which are consistent with the approved annual budget; those which are not consistent, but have the support of the Committee, should be referred to Council for final approval.
5. To review periodically the effectiveness of the process of formulation, appraisal and management of capital projects.
6. To review interim reports of actual and forecast outturns against the approved budgets, and to draw Council's attention to any materially significant variations in revenues, expenditures (including capital expenditures) and cash flows.
7. To approve the annual budgets of the University's trading activities, self-financing institutes and subsidiary companies and to monitor, as appropriate, the actual and projected outturns.
8. To review the consolidated annual financial statements of the University, including the accounting policies applied, the report of the external auditors and their Management Letter, and to inform Audit Committee whether there are any issues relevant to their consideration of the financial statements.
9. To control the use of the University's reserves.
10. To review periodically the performance of the various staff pension schemes to which the University contributes, assess the impact of surpluses or deficits in those schemes on future contributions, make appropriate representations to the managers of those schemes, and report any significant concerns to Council.
11. To approve detailed arrangements for effective financial control and to ensure that recommendations are made to Council on a timely basis to amend and update the Financial Regulations accordingly.
12. To review the audited annual accounts of the Union of Brunel Students and to maintain general oversight of its financial health.
13. To recommend to Council the appointment of the University's bankers, investment managers and financial advisors, but not the Auditor or Auditors specified in clause 12 of the Statutes, whose appointment and remuneration shall be fixed by Council on the recommendation of the Audit Committee.

14. To establish as required, and receive reports from, specialist groups competent to advise the Committee on technical matters. Such groups may include persons that are not members of the Finance Committee.

15. To submit the minutes of its meetings to Council together with such other reports as may be appropriate or required.

5.2 AUDIT COMMITTEE

Membership

Membership should comprise of up to 6 persons with at least four being independent members of Council. Up to two persons may be co-opted members, all of whom shall be independent of the University. No employee of the University may be a member of Audit Committee.

The Chair of Council may not be a member of Audit Committee.

Period of Office

The members of the Committee, other than the Chair, shall serve for a term of three years renewable once. The Chair shall be appointed by Council, from the independent members of Council, for a period of up to four years [non-renewable].

Terms of Reference

1. To gain assurance that the University's risk management, internal control and governance arrangements are adequate and effective and, in this regard, to scrutinise representations made by management, internal auditors' opinions on areas they reviewed, the external auditors' management letter and such other sources of assurance as may be available.
2. To advise the Council on the appointment of external auditors, the audit fee, the provision of any non-audit services by the external auditors and any questions of resignation or dismissal of the external auditors.
3. To discuss if necessary with the external auditors, before the audit begins, the nature and scope of the audit.
4. To discuss with the external auditors problems and reservations arising from the interim and final audits, including a review of the management letter incorporating management responses, and any other matters the external auditors may wish to discuss (in the absence of Management where necessary).
5. To consider and advise Council on the appointment and terms of engagement of the internal audit service (and the head of internal audit, if applicable), the audit fee, the provision of any non-audit services by the internal auditors and any questions of resignation or dismissal of the internal auditors.
6. To review and approve the internal auditors' audit needs assessment and the audit plan; to consider major findings of internal audit recommendations and Management's response; and promote co-ordination between the internal and external auditors. The Committee will ensure that the resources made available for internal audit are sufficient to meet the University's needs (or make a recommendation to Council as appropriate).
7. To monitor the implementation of agreed audit-based recommendations, from whatever source.
8. To ensure that all significant losses, as a result of fraud or other irregularity, have been properly investigated and that the internal and external auditors, and where appropriate the Office for Students (OFS) or other funding body, have been informed.

9. To oversee the University's policy on fraud and irregularity, including being notified of any action taken under that policy.
10. To oversee the management and quality assurance processes of data submitted to HESA, OFS and other funding and statutory bodies.
11. To satisfy itself, based upon representations from Management and advice from the internal auditors, that satisfactory arrangements are in place to promote economy, efficiency and effectiveness and to monitor and evaluate the University's Value for Money strategy.
12. To receive any relevant reports from the National Audit Office, the OFS and other organisations.
13. To monitor annually the performance and effectiveness of external and internal auditors.
14. To consider the annual financial statements in the presence of the external auditor, including the external audit report and opinion, any relevant issue raised in the external auditors management letter, the corporate governance statements, including the statement of internal control and any other audit related matters. Appropriate reliance will be placed on the Finance Committee's review of the process of drawing up the accounts, accounting principles and their application, financial disclosures and accounts adjustments and financial strategy, planning and performance.
15. To ensure the proper use of public funds in accordance with the Financial Memorandum between the University and the OFS and [Research England](#), a council within [UK Research and Innovation](#), and in accordance with Funding Agreements between the University and:
 - i. The Training and Development Agency for Schools;
 - ii. The Student Loan Company;
 - iii. Other regulatory and funding bodies.
16. To review recommendations from the internal auditors in respect of the effectiveness of the process of formulation, appraisal and management of capital projects.
17. To review the consolidated annual financial statements of the University, the report of the external auditors and their Management Letter, and to make recommendations to Council as to the approval of such financial statements.

Authority

1. The Committee is authorised by Council to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee, and all employees are directed to co-operate with any request made by the committee.
2. The Committee is authorised by Council to obtain outside legal or other independent professional advice and to secure the attendance of non-members with relevant experience and expertise if it considers this necessary, normally in consultation with the designated officer and/or Chair of Council. However, it may not incur direct expenditure in this respect in excess of £10,000 per annum, without the prior approval of Council.

Quorum

Quoracy is 50% of the Committee's membership and must include at least two independent members of Council.

Frequency of Meetings

Meetings shall normally be held at least three times each financial year. The external auditors or internal auditors may request a meeting if they consider it necessary.

Attendance at Meetings

The Chief Operating Officer, the Chief Financial Officer (or equivalent) and representatives from the internal auditors and external auditors shall normally attend meetings where business relevant to them is to be discussed. However, at least once a year the Committee shall meet with the external and internal auditors without any Officers present.

Reporting procedures

The Committee will prepare an annual report for the University's financial year. The report will be addressed to Council and designated officer, summarising the activity for the year and any significant issues that have arisen up to the date of the report, which affect the opinion referred to below. It will give the committee's opinion on the adequacy and effectiveness of the University's risk management, control and governance arrangements and the arrangements for security economy, efficiency and effectiveness.

Clerking arrangements

The Secretary to the audit committee will be Secretary to Council, or other appropriate independent individual.

5.3 HEALTH AND SAFETY COMMITTEE

Title

The full title of the committee is the University Health and Safety Committee.

Reporting Line

The committee reports to the Vice-Chancellor and President; and to Council.

Purpose and Functions

The committee consists of representatives of University management, staff and the Student Union President. It has both an executive and a consultative role in fostering best practice and continuous improvement in the standards of health, safety and welfare of all campus users.

In its executive role, the committee is responsible to the Vice-Chancellor and President; and Council for:

1. To monitor and review the implementation of policies and procedures to facilitate the development and maintenance of safe systems of work and compliance with existing and impending legislation;
2. Agreeing appropriate objectives and timescales;
3. Fostering the organisation and the planning necessary for effective risk management, particularly in relation to new practices, substances and plan, and in relation to contractors' activities;
4. General oversight of implementation, with particular reference to risk management, health and safety training, and communications;
5. The examination of accident reports and recommendations; other internal health and safety reports; reports relating to comparable institutions and any reports from

enforcement authorities;

6. To promote involvement and active engagement with issues of health, safety and welfare by staff, students and visitors to the University;
7. To ensure adequate provision and promotion of health, safety and welfare education and training for staff and students;
8. The monitoring, audit and review of the overall efficacy of the health, safety and welfare management system as outlined in 1 – 7 above;
9. The submission of an annual report to Council.

In its consultative role, the committee is responsible to the Vice-Chancellor and President and Council for ensuring effective consultation on, and promoting staff and student involvement and participation in each of its functions.

Officers

The Committee is chaired by the Vice-Chancellor and President's nominee who appoints its Secretary.

The Committee itself elects a Deputy Chair from among its members – excluding those who are ex-officio or who are co-opted.

Membership

- The Vice-Chancellor and President's nominee (the Chair)
- One member of Brunel staff nominated by each of the following unions: UCU, GMB, Unite Union and Unison
- The President of the Union of Brunel Students
- One representative from each College
- The following ex-officio: Director of Estates; Deputy Director of Human Resources;
- Assistant Director of Commercial Services – Health, Safety and the Environment; and the Secretary to Council and University Secretary
- An independent member of Council or a co-opted member of the Audit Committee [for meetings when Health and Safety *Assurance* items are considered]
- An advisor who is not an employee of the University [for meetings when Health and Safety *Assurance* items are considered]
- The Committee may co-opt additional members for specified purposes at its own discretion.

Meetings

The Committee meets five times a year.

The agenda and associated papers should be sent to members one week in advance of each meeting and the draft minutes as soon as practicable after each meeting.

Powers

The Committee may appoint sub-committees or working groups for specified purposes at its

own discretion; and may invite other members of staff and/or students to serve on those sub-committees or groups.

The committee may require appropriate officers or qualified individuals to carry out inspections, analyse substances, and, within the limits of data protection and patient confidentiality, inspect paperwork and other records associated with university activities.

The committee may make recommendations to the Vice-Chancellor and President and Council on matters of health, safety or welfare, and may in particular recommend that specified plant or materials be prohibited from use or that specified activities be suspended, whether or not pending further investigation.

The committee may make arrangements for the training of its members.

The committee may call for reports from Colleges, departmental and specialist health and safety committees and may nominate members to attend those committees.

5.4 REMUNERATIONS COMMITTEE

1. PURPOSE

1.1. The Remuneration Committee's purpose is to apply rigour to and facilitate good governance in decision making regarding remuneration or significant one off payments, including offers of employment, exit or severance payments and allowances to the University's senior and highly paid staff¹. The Committee will have regard to the Committee of University Chairs (CUC) Senior Staff Remuneration Code in the governance and conduct of its business. The Committee also has a wider role which contributes to ensuring Brunel University London's sustainability and the protection of its reputation, which may include consideration of staff other than senior and highly paid staff.

2. CONSTITUTION

2.1. The Committee will be a permanent committee of Council and has no executive powers, other than those specifically delegated in these terms of reference. The terms of reference can only be amended with the approval of Council.

3. SECRETARY

3.1. The Secretary of the Committee is the Registrar and Secretary to Council, who will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to the issues.

4. COMMITTEE COMPOSITION

4.1. MEMBERSHIP

4.1.1. The Committee shall comprise:

- The Chair of Council
- The Deputy Chair
- Up to three, but not less than two, independent members of Council [in addition to Chair & Deputy Chair of Council], nominated by Council.

¹ In this context Senior staff is taken to mean the Vice Chancellor (VC) and the VC's direct reports. Highly paid staff are deemed to be staff whose remuneration (excluding pension) is £150k or more.

- 4.1.2. The Chair of the Committee, who shall not be the Chair of Council shall be appointed by Council which will receive a recommendation from the Nominations Committee.

4.2. ATTENDANCE

- 4.2.1. No one other than the members of the Committee is entitled to be present at Committee meetings. The Vice Chancellor and President as the Head of Institution (HoI) has a standing invitation to attend the Committee to provide professional advice for all senior staff pay including highly paid staff and professors to ensure that the Committee's decisions are well informed. The Director HR has a standing invitation to attend the Committee to provide input and advice as required.
- 4.2.2. The Committee may invite other senior officers to cover specific agenda items as it requires in order that its decisions are well informed and are congruent with the extant Brunel University London reward and recognition strategy.
- 4.2.3. Individual attendees shall not be present when the Committee is discussing their own remuneration, performance, conditions of service or severance arrangements.

- 4.3. The Committee may also co-opt independent advisors as members or attendees, subject to the approval of Council. (wording as per amended Council Ordinance 5.4 paper 10 May 2018)

5. QUORUM

- 5.1. The Committee shall be quorate when the Committee Chair and Chair of Council are present plus two other independent members.
- 5.2. a. In the event that the Committee Chair is unavailable the Committee shall be chaired by the Deputy Chair of the Committee (who shall not be the Deputy Chair of Council).
b. In the event that the Chair of Council is unavailable the Deputy Chair of Council shall assume the role.
- 5.3. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.
- 5.4. Given the Committee's status, it is expected that members should make every effort to attend Committee meetings and will attend every meeting unless there are good reasons preventing attendance.
- 5.5. Meetings are held at University premises, however participants are able to join by teleconference line or similar on the understanding that their contribution is not diminished.

6. DECLARATIONS OF INTEREST

- 6.1. Any member who has a pecuniary, relationship² or other personal interest in any matter under discussion at any meeting of the Committee shall disclose that fact to

² The University policy on relationships at work provides guidance

the meeting at the outset and shall, if requested by the Chair, withdraw from that part of the discussion.

7. FREQUENCY OF MEETINGS

- 7.1. The Committee shall meet at least twice per year³. Generally three meetings will take place; in October, February and May.
- 7.2. Additional meetings may be scheduled at the discretion of the Committee Chair or at the request of, or on the advice of, the Hol or the Director of HR.

8. NOTICE OF MEETINGS

- 8.1. Meetings of the Committee shall be called by the Secretary of the Committee at the request of the Committee Chair.
- 8.2. Where possible, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Committee and any other person invited to attend, no later than five working days before the date of the meeting. Supporting papers shall be sent to Committee members and to other attendees, as appropriate in a timely manner.

9. MINUTES OF MEETINGS

- 9.1. The Secretary of the Committee is responsible for minuting the proceedings and resolutions of all Committee meetings, including the names of those present.
- 9.2. Draft minutes of Committee meetings shall be circulated via email to the Committee members and attendees. Because of the time between meetings, the draft minutes will be finalised by email as soon as practicable following and be formally approved at the next meeting of the Committee.
- 9.3. Minutes of the meeting recording discussions pertaining to the remuneration of attendees shall not be shared with those attendees.

10 AUTHORITY

- 10.1 The Committee is authorised by Council to:
- 10.2 Seek information if required from any employee of the University in order to perform its duties.
- 10.3 Obtain at the University's expense outside legal or other independent professional advice and to commission or purchase any reports, surveys or information which it deems necessary in order to conduct its duties efficiently and effectively.
- 10.4 Any decision to appoint independent consultants in respect senior staff remuneration should be taken by the Committee.

11 DUTIES

- 11.1 To consider all aspects of the University's reward schemes and to approve the reward and recognition strategy including the senior staff⁴ remuneration policy.
- 11.2 Having regard to the strategy and policy, and any relevant additional guidance:

³ Twice per year is corporate good practice - ICSA guidance

⁴ See footnote 1 for definition

- 11.2.1 Agree and periodically review, the remuneration⁵ and conditions of the Vice Chancellor and President, and other senior staff under its remit, and approve severance arrangements for such staff, taking account of the performance of the institution and the individual.
- 11.2.2 Consider the recommendations of the Vice Chancellor and President, and determine the remuneration of all senior staff⁶ within the remit of the Committee and receive a report from the Vice Chancellor and President on the performance of the senior management team (see Annex A for the list of this staff group.)
- 11.2.3 Approve severance arrangements for members of staff remunerated in excess of £100,000⁷;
- 11.2.4 Approve any severance payment that exceeds £70k for any staff member.
- 11.3 Ensure that contracts agreed with senior post holders are fair, reasonable and justifiable and do not expose the institution to significant potential liabilities, for example by being able to explain notice periods of more than six months.
- 11.4 Approve the framework for the design of any performance-related pay schemes operated by Brunel University London and approve the total annual payments made under such schemes
- 11.5 To seek and receive assurance that the expenses scheme is operating effectively.
- 11.6 To obtain reliable, up-to-date information about senior staff remuneration in other universities and other relevant external benchmarks of comparable scale and complexity.
- 11.7 From time to time receive updates on remuneration practice of comparable universities.
- 11.8 Receive a statistical report on the salary enhancements awarded to professorial and professorially-related staff and equivalent professorial services roles
- 11.9 Consider any exceptional arrangements in respect of staff remuneration packages and benefits including, but not necessarily limited to, relocation packages and initiatives aimed at attracting staff to the University.
- 11.10 To receive the Annual Equality Report and Gender pay gap report⁸
- 11.11 To be updated on the reporting obligations in the Accounts Direction as published by the Office for Students from time to time as they relate to remuneration disclosures.
- 11.12 To review the remuneration annual statement. (This may be within the annual report and accounts).
- 11.13 To oversee the Chair of Council's monitoring and evaluation of the performance of the Vice Chancellor and President.

⁵ 'Remuneration' refers to the full range of the reward package an individual receives whether in cash or non-cash, including pay, benefits (including pension contributions of all kinds), allowances and incentives/rewards.

⁶ Assume this to be the SLT *plus any other 'high earners' (i.e. remuneration > £100k pa)*

⁷ CUC guidance is £100k

⁸ Committee receives Annual Equality report and the Gender pay gap report could be incorporated

- 11.14 To review the expenses of the Vice Chancellor and President which shall be approved by the Chair of Council.
- 11.15 To review the policy on external earnings as it applied to senior staff.

12 REPORTING RESPONSIBILITIES

- 12.1 The Committee Chair, having due regard to the sensitive nature of the Committee's work, shall report to the independent members of Council on its proceedings in relation to the Vice Chancellor and President and other senior staff, and to the full Council in relation to all other matters, after each meeting on all matters within its duties and responsibilities.
- 12.2 If the Committee has appointed remuneration consultants, the reports to Council should identify such consultants and state whether or not they have any other connection with the University.
- 12.3 The Committee must produce an annual remuneration report to the Council. The report will need to provide sufficient assurance to Council that the Committee has effectively discharged its responsibilities

13 OTHER MATTERS

- 13.1 The Committee shall:
 - 13.1.1 Have access to sufficient resources in order to carry out its duties as required.
 - 13.1.2 Be provided with appropriate and timely training, both in the form of an induction briefing for new members and on an on-going basis for all members.
 - 13.1.3 Annually review its effectiveness and compliance with these terms of reference and recommend any changes it considers necessary to Council for approval.

Annex A: Senior Management Team

The Senior Management Team is deemed to be the members of the Executive Board:

Vice Chancellor & President

Provost

Vice-Provost Research

Vice-Provost Students, Staff and Civic Engagement

Vice-Provost Education

Vice Provost - International and Academic Partnerships

Vice-Provost and Dean of College (CEDPS)

Vice Provost & Dean of College (CBASS)

Vice-Provost and Dean (CHLS)

Chief Finance Officer

Chief Operating Officer

Chief Business & Innovation Officer

Director of Human Resources

Director of Communications, Marketing & Student Recruitment

Director of Planning

Principal Strategic Advisor to the VC & President

Registrar

5.5 NOMINATIONS COMMITTEE

Membership

- The Chair of Council
- The Deputy Chair
- Up to three, but no less than two, Independent Members of Council nominated by Council.
- The Vice-Chancellor and President
- The Provost
- The President of the Union of Brunel Students

The Committee may also co-opt an additional independent member of Council for a specific period of time not exceeding 12 months. Any such co-option will be reported to the next meeting of Council.

The Committee shall be quorate when three independent members are present. Absentees will be consulted on any decisions made by the Committee.

The Chair of the Nominations Committee will be appointed by Council following a recommendation from Nominations Committee.

Period of Office

The members of the Committee, other than the Chair of Council, Deputy Chair of Council and ex-officio members, shall serve for a period of not more than three years [renewable once for a period of up to three years]

Terms of Reference

The Committee shall monitor the Skills Matrix on behalf of Council and its committees and shall seek, by a variety of means, to invite appropriate nominations for Council membership from the wider community within and outside the University

1. The Committee, shall, having considered nominations made to it, make recommendations to the Council of persons for appointment to the Council.
2. The Committee shall also consider and recommend to Council the composition of Council Committees, the Council members to fill vacancies on joint committees of the Council and the Senate, and members to be recommended to Council for appointment as members of the University Court. The Chair of the relevant Committee will be consulted before any proposals are submitted to Council.
3. The Committee shall review at least annually the record of attendance of members and any other performance criteria set by Council and shall advise Council on any issues arising therefrom in accordance with Ordinance 2.12.
4. The Committee shall advise Council on all matters relating to the governance at the University, ensuring that the Charter, Statutes, Ordinances and other policies and regulations are periodically reviewed.
5. The Committee shall prepare written descriptions of the role and capabilities desirable in member(s) including that of the Chair and Deputy Chair.

5.6 SPECIAL PROJECTS COMMITTEE

- An Independent Member of Council as Chair*
- Deputy Chair of Council
- Member of Finance Committee
- Member of Audit Committee
- Two Independent members of Council
- One internal member of Council
- The Vice-Chancellor and President
- The Chief Operating Officer
- The Chief Financial Officer

*The Chair will be appointed by Nominations Committee

The purposes of the Group are:

1. To undertake due diligence enquiries and necessary scrutiny on behalf of Council on matters of strategic or fundamental importance to the University;
2. To report to Council as appropriate.

Meetings

The Committee will meet as required at the request of the Chair of Council or Council itself.

The Group may call “expert witnesses” (whether internal or external) in person, or to provide briefings. It may meet on University premises or elsewhere as it sees fit.

Officers

The Secretary to Council shall be Secretary to the Committee.

One or more of the Vice-Provosts and other Senior Officers as deemed appropriate by the Chair will be expected to be “on call” for any meetings.

JOINT COUNCIL AND SENATE COMMITTEES

5.7 UNIVERSITY RESEARCH ETHICS COMMITTEE

Membership

- Chair
- Deputy Chair
- Vice-Provost Research
- Dean of Research
- Director, Graduate School
- Designated Individual, Human Tissue Licence Holder
- Chair of the Animal Welfare Ethical Review Board
- Vice Dean Research, College of Business, Arts and Social Sciences (CBASS)
- Vice Dean Research, College of Engineering, Design and Physical Sciences (CEDPS)
- College Research Manager, CBASS
- College Research Manager, CEDPS

- College Research Manager, College of Health and Life Sciences (CHLS)
- Director, Brunel Educational Excellence Centre (BEEC)
- Institute Representative
- Research Ethics Officers [by College/Department]
- President, Union of Brunel Students (UBS)
- VP Postgraduate, UBS
- Research and Development Office (RSDO) Representative
- Health and Safety Representative
- GLASS Representative
- External Member
- External Member
- External Member
- Co-opted individuals representing the University or Council
- Secretary

Terms of Reference

1. To consider general ethical issues relating to research and enterprise activities within the University in order to uphold the good standing of the University and its staff and to articulate University-wide standards and a framework (including codes of practice where appropriate) to ensure that all research conducted within the University, particularly that involving human subjects or material derived therefrom, meets the University's ethical standards.
2. To be accountable to the Council and Senate of the University and have independent, delegated authority from Council and Senate to approve, with or without modification, or to reject proposals for research involving human subjects or material derived therefrom, or proposals which are referred to it on ethical grounds.
3. To take all reasonable steps to embed a culture and awareness of ethics in research within the University, with particular reference to training in research ethics.
4. To require reports from relevant committees or sub-groups within Schools and institutes.
5. To act as a University forum and expert panel for all ethical issues in relation to research and enterprise and ensure awareness of research ethics issues throughout the University as determined by current and relevant national and international codes of best practice.
6. To be the appropriate body to consider the ethical implications of particular research partnerships and of particular sources of research funding.
7. To provide an annual report to Council and Senate.

5.8 THE ETHICS ADVISORY COMMITTEE FOR THE UNIVERSITY.

Preamble

The Ethics Advisory Committee exists to support Council and the University in ensuring that the aims and objectives of the Ethical Framework are fulfilled.

The Ethics Advisory Committee can be charged with responsibility for considering matters referred to it by Council, Senate, the Vice-Chancellor and President, the Executive or any other Committee or body within the University. The Ethics Advisory Committee acts in an advisory capacity to Council and none of its decisions are binding on the University or any of its Committees.

Responsibilities:

- To seek assurance that there are adequate monitoring, reporting and accountability processes to ensure that the objectives of the Ethical Framework are fulfilled.

- Ensuring due ethical consideration is given to all major decisions made within the University and to contribute to the promulgation of good ethical practice.
- Monitoring mechanisms used to raise ethical concerns.
- Assessing reports and overseeing subsequent actions following breaches of the ethics related policies or allegations of misconduct relating to matters covered by the Ethical Framework.
- Developing and reviewing the effectiveness of and updating ethics and related policies.
- Liaising with stakeholders over ethical issues.
- Advising on ethical issues as they affect the University, providing briefing and identifying training needs to enhance integrity and ethical behaviour.

Membership

- A nominated independent member of Council who shall be Chair [the Chair shall not be the Chair or Deputy Chair of Council or the Chair of any of its Committees];
- A member of Council who shall not be the Chair or Deputy Chair of Council;
- Up to two members of the Executive Board;
- A member of the Audit Committee who is also an independent member of Council;
- An elected representative of the UBS;
- One Vice-Provost.

The quorum shall be one independent member of Council plus three other members. If the Chair is unavailable to attend the meeting an independent member of Council will be appointed to Chair in her/his absence.

The Committee shall have the power to co-opt up to two further members to deal with specific matters referred to the Committee and is able to invite other attendees on an ad hoc basis. In exceptional circumstances, and with the permission of Council, the Committee may co-opt one of these members from outside the University.

The members of the Committee shall serve for a period of not more than three years [renewable once for a period of three years].

Officers in attendance are:

- The Secretary to Council or his/her representative shall be Secretary of the Ethics Advisory Committee.
- By convention the Chair of University Research Ethics Committee (UREC) will be invite to attend.

The Committee reserves the right to request the attendance of staff and any member of the University.

Meetings

The Ethics Advisory Committee shall meet at least once a year and will meet on an ad hoc basis to conduct ethical due diligence on any major decision or undertaking that might be referred to it.

Procedure

The Ethics Advisory Committee shall regulate its own procedures for the conduct of its meetings and will report to Council on an annual basis.

5.9 There are also two non-standing committees of Council:

- Grievance Committee (see Council Statute 2)
- Redundancy Committee (see Statute 2).

5.10 THE HONORARY DEGREES COMMITTEE

Membership

- The Vice-Chancellor and President (Chair)
- The Chair of Council
- The Provost
- The Vice-Provosts
- The Vice-Provosts and Deans
- Three independent members of the Council
- The Registrar and Secretary to Council
- Three members of the Senate
- The President of the Union of Brunel Students

Meetings

- As required

Terms of Reference

1. To recommend to the Senate and to the Council the names of persons for the conferment of an Honorary Degree.
2. To recommend to the Senate and to the Council criteria for the conferment of the title of Emeritus Professor.
3. To recommend to the Senate and to the Council the names of persons upon whom the title of Emeritus Professor should be conferred.
4. To recommend to the Senate and to the Council the names of persons upon whom the title of Honorary Fellow should be conferred.
5. To recommend to the Senate and to the Council the names of persons to receive the awards for the Vice-Chancellor's Prizes for Outstanding Performance for Staff and Students.
6. To appoint lecturers to deliver such occasional named lectures as may be instituted.