



UK GRADUATE
power through education

Governance Framework at UK Graduate College

Version 1

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Foreword: Governance at UK Graduate College

UK Graduate College is resolute in their commitment to the delivery of outstanding student experiences, to be an employer of choice, to be financially and environmentally sustainable and to positively impact wider society. These governance documents outline how we will maintain effective oversight and ensure our mission, vision and values are at the core of our decision making.

- **OUR MISSION**

To provide an inclusive, high-quality education, which equips students from diverse backgrounds with the knowledge, skills and qualifications they need to build a successful career.

- **OUR VISION**

Our vision is to become one of the most respected high-quality providers of Further and Higher Education, serving a diverse group of people and helping them towards career success.

- **OUR CORE VALUES**

Our core values, which are described below, underpin the culture and our behaviours within the College and will support us in meeting our aims and objectives. UK Graduate is deeply committed to fundamental values of equality of opportunity, mutual respect, ambition, diversity, integrity and community, helping us achieve our mission and become a thriving community of best practice in supportive adult learning and teaching. This is achieved by ensuring:

- R -** Respect for all, promoting social responsibility and respect by listening to and valuing all within and outside of our College community.
- E -** Experienced lecturers who are specialist in their field
- S -** Students who are at the centre of our planning and our future
- P -** Progression opportunities that are clear to students, in an environment that raises students' aspirations to achieve.
- E -** Effective employer engagement, ensuring the relevance and currency of our programmes ensuring students gain qualifications that can directly support their career progression.
- C -** Caring and nurturing environment, where we seek to value, encourage and develop all of our students and staff as well as our own physical environment and the world around us
- T -** Teamworking that values working with others and the benefits that collaboration brings.

Higher Education in England is governed by the Higher Education and Research Act (HERA) 2017, which established a regulatory environment, emphasising the protection of students, with the Office for Students (OfS) as the regulator of higher education provision. Institutions seeking to operate as registered providers

of higher education (HEPs) must meet the initial and ongoing conditions of registration set out in the Regulatory Framework for Higher Education in England (2018). The OfS is responsible for considering applications for registration and making judgements about whether the conditions of registration have been met, this includes requiring providers to demonstrate that their management and governance arrangements are appropriate for its size, complexity and risk environment.

The purpose of the Governance Framework for the UK Graduate College (UKGC) is to:

- i. Define sound mechanisms of academic and institutional oversight, subject to the Articles of Association and Schedule of Delegation, characterised by principles of transparency, regularity, propriety and accountability for the use of public funds.
- ii. Ensure that the constituent boards and committees of governance are appropriately linked and serviced with reliable, objectively assured information.
- iii. Ensure stakeholders understand their role of oversight within UKGC.

This Governance Framework defines a configuration of committees, reporting protocols and delegated authority limits underpinning the functions of the College's Governing Body, which is appropriate to the size and complexity of the College, whilst supporting its longer-term objectives for institutional growth.

The governance arrangements at UKGC are informed by the Higher Education Code of Governance (CUC 2020), Association of Employment and Learning Providers (AELP) Code of Good Governance for Independent Training Providers (April 2024), considering their 7 themes and the Independent Higher Education (IHE) Code of Governance for Independent Providers of Higher Education (September 2021) and their ten principles of the Code.

Members of the College's Governance and those with senior management responsibilities shall be a 'fit and proper person' within the definition of the OfS' Public Interest Governance Principles, and shall at all times conduct the College's business in accordance with the Nolan Principles of Public Life.

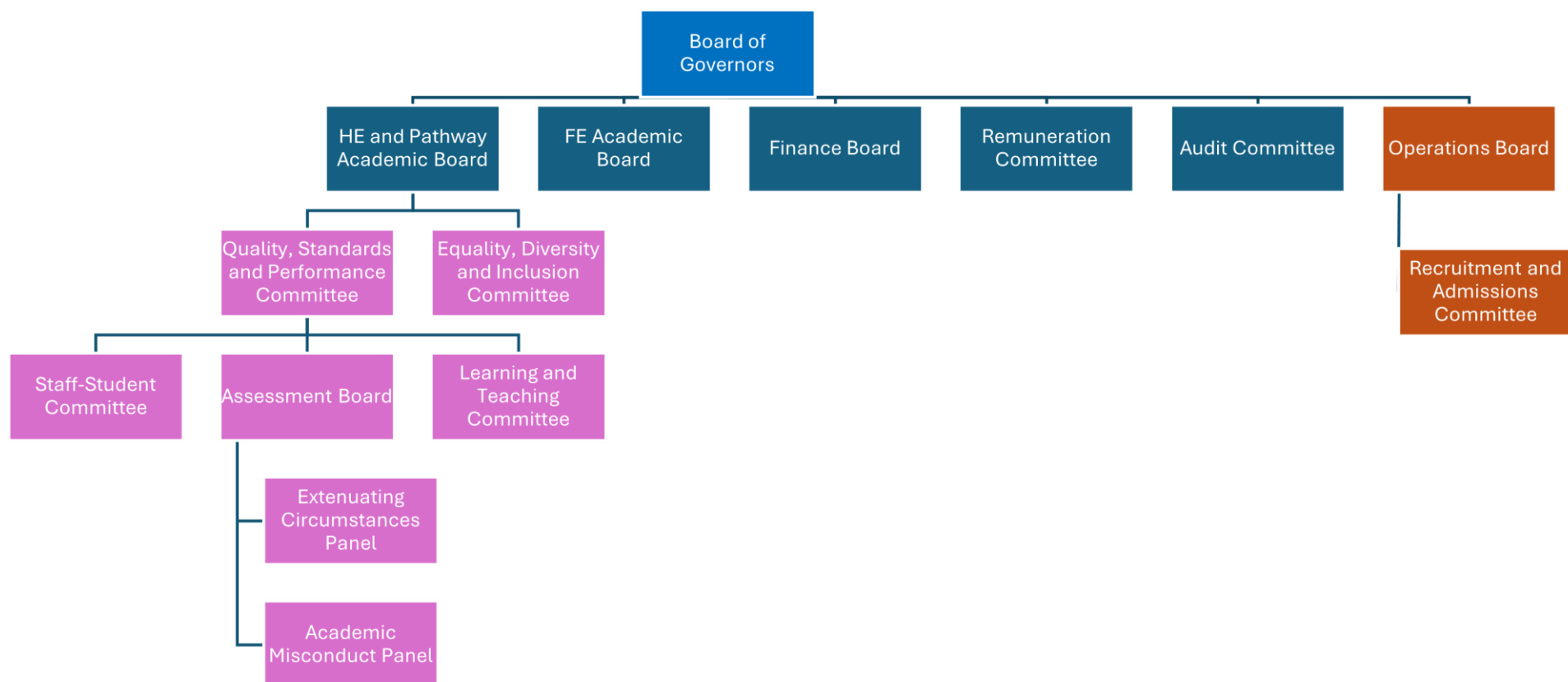
Overview of Governance Structure

The governance structure at UKGC has been designed to ensure they meet the public interest governance principles outlined by the OfS (2022), assuring consideration of:

- | | |
|-----------------------|----------------------|
| • Academic Freedom | • Governing Body |
| • Academic Governance | • Risk Management |
| • Accountability | • Student Engagement |
| • Fit and Proper | • Value for Money |
| • Freedom of Speech | |

The full terms of reference for all Governance and Management bodies are outlined herein and should be considered alongside the UK Graduate Ltd Articles of Association and the Scheme of Delegation.

Configuration of governance and deliberative committees at UKCG



Section A: Strategic Governance

The UKGC Board of Governors

1. Purpose:

- 1.1 The primary responsibilities of the Board of Governors are mapped against, and aligned with the AELP Code of Good Governance for Independent Training Providers (April 2024) *and* the Primary Elements of the Higher Education Code of Governance (September 2021) These responsibilities are set out below:
- 1.2 The Board of Governors shall be comprised of the governors of the UKGC who have the appropriate expertise in academic and governance matters. The Board of Governors is responsible for the overall management and governance of the UKGC and is ultimately accountable for all actions and decisions of the UKGC.
- 1.3 To decide on, contribute to, and approve the UKGC's mission and strategic vision, through the approval of the corporate strategic plans, associated academic and business plans, and budgets designed to support the achievement of the mission and vision
- 1.4 The Board of Governors will be supported by the following boards and committees, each of which will report directly to the Board on all matters set out in their terms of reference: Operations Board, FE and HE & Pathways Academic Boards, Finance Board, Audit Committee, and Remuneration Committee.

2. External Reference Points:

- *Association of Employment and Learning Providers (AELP) Code of Good Governance for Independent Training Providers (April 2024)*
- *Financial Reporting Council (FRC) Corporate Governance Code Guidance (January 2024)*
- *Committee of University Chairs, Higher Education Code of Governance (September 2020)*
- *The Independent Higher Education (IHE) Code of Governance for Independent Providers of Higher Education (September 2021)*
- *OfS Regulatory Framework for Higher Education in England; with due regard for the Public Interest Governance Principles*
- *UK (Revised) Quality Code for Higher Education*

3. Terms of Reference:

Governance

- 3.1 The Board will assure that the governance has been conducted to align with the Articles of Association and the Scheme of Delegation, reviewing these annually and approving any required changes, considering the recommendations of the Audit Committee.
- 3.2 The Board is responsible for undertaking a scrutiny of all core partnership documentation relating to the centres managed by UKGC, and online provision including but not restricted to, Collaboration Agreements, Operational Agreements, SLAs and Academic Regulations and any significant revisions of these as may be undertaken from time to time by UKGC in relations, for example, with its university partners. This scrutiny aims to ensure that all such documentation is in line with the FRC Corporate

Governance Code (2024), as adopted by the UKGC, and regulatory requirements of external bodies such as the Office for Students (OfS) and the UK Visas and Immigration Service (UKVI).

- 3.3 To monitor the UKGC's performance against agreed strategies and ensure processes are in place to monitor and evaluate the performance and effectiveness of the UKGC against the strategic and operational plans and approved key performance indicators (KPIs), benchmarked against comparable institutions
- 3.4 To ensure that appropriate supporting strategies are in place in relation to key matters of the UKGC, such as estates, finance, and human resources.
- 3.5 To assess the effectiveness of academic and human resource management of the UKGC.
- 3.6 The Board receives minutes from meetings of the HE and Pathways Academic Board, FE Academic Board, Operations Boards, the Audit Committee, the Financial Board and the Remuneration Committee, which together oversee the academic management and operation of the UKGC centres and online provision in order to ensure that its meetings are conducted in line with the requirements of the FRC Corporate Governance Code (2024). From its scrutiny of the minutes of the various boards, the Board of Governors is made aware of issues raised and discussed at their meetings and, in particular, which of these boards have decided to escalate for review and action or decision to the Board of Governors.
- 3.7 The Board is responsible for approving the HE and Pathways Academic Board, FE Academic Board, Operations Boards, the Audit Committee, the Financial Board and the Remuneration Committee, Terms of Reference and for ensuring they comply with these, in particular, of scrutinising the operation of the partnership between UKGC and university partners as expressed in the relevant Collaboration Agreements and SLAs and through the activities of the individual Steering Boards or equivalents, thereby ensuring the maintenance of positive relationships with partners.
- 3.8 The Board is responsible for setting the strategic objectives of the Further Education and Higher Education / Pathways within the overall strategy for the company set by the UKGC Board. It is further responsible for communicating these objectives via senior managers to its centres and online provision and for monitoring progress towards achieving them.
- 3.9 The Board considers recommendations from the Academic Boards for developing existing or creating new academic programmes for delivery within the UKGC, and from all boards for additional ways of building partnership development generally.
- 3.10 Where complaints or appeals are specific to and only resolvable through UKGC's processes, arrange for them to be heard by a sub-group of the Board of Governors, including one external member.
- 3.11 The Board is responsible for reviewing proposed changes to the Access and Participation Statement and approving its submission to the Office for Students.

Sustainability and Ethical Behaviour

- 3.12 The Board receives a report at each meeting from the Audit Committee. This report covers areas including the financial management and adherence to budget of the College and, within it, of the

individual centres and online provision, the impact of the financial management of the centres and online provision on student experience as expressed primarily through anonymous surveys, and the maintenance of a risk register.

- 3.13 The Board, through meetings of the Audit Committee, considers, assesses and mitigates risks to the College
- 3.14 The Board also considers provision within the Further Education and Higher Education / Pathways in terms of teaching and administrative staff and physical and/or on-line resources, outcomes in terms of student results and levels of progression onto degree programmes, the deliberations of Student Forum committees and the view expressed by external auditors. These various sources of information and opinion form the basis of a board view of how far the Further Education, Higher Education and Pathways' provision gives students value for money.
- 3.15 The Board is also responsible for other areas where ethical considerations are of significant importance. These include adherence to the Equality and Diversity Policy both of UKGC and of the partner universities, the provision of full, accurate and reliable information to students joining and on Higher Education and Pathways programmes, and the adherence of the various elements of the Higher Education and Pathways to their commitment to ensuring academic freedom and freedom of speech within the law.

Quality Assurance (QA) and Compliance

- 3.16 The Board has oversight responsibilities through its QA report for the Board for the effective operation of quality assurance processes within the Higher Education and Pathways, liaising as required through the various Boards, the Dean, Managers of the centres or online provision and with senior staff at both UKGC and the partner universities with senior management, QA and liaison responsibilities.
- 3.17 The Board is responsible for assuring that all core documentation within the Higher Education and Pathways Division contains significant references to the provision of appropriate quality assurance procedures, following the expectations and practices set out in the Office for Students' Regulatory Framework (2018) and QAA UK Quality Code for Higher Education (2024) and are compliant with Home Office regulations.
- 3.18 The Board is responsible for assuring that the Dean and Managers of the Centres or online provision sign off as accurate all promotional materials, whether paper or web-based, for programmes offered by the Higher Education and Pathways, and any public relations announcements made within and about the Division in terms of its management or of the programmes it offers.
- 3.19 The Board keeps up to date with information around matters of compliance, such as changes in UKVI regulations or consumer rights legislation, and supports the Colleges in disseminating this information and OfS/QAA generated Reviews and UKVI audits.
- 3.20 The Board receives regular updates on student outcomes and experience data from the Academic Board, and any actions being taken to address KPI performance below set benchmarks.

- 3.21 The Board takes responsibility for developing, maintaining and reviewing the risk register for the Higher Education and Pathways Division, covering academic and operational matters received from the Academic Board and Operations Board.
- 3.22 The Board will receive proposals for approval, to develop existing or creating new academic programmes or other ways in which relationships with awarding partner universities and/or other external bodies may be developed and enhanced.
- 3.23 To review and evaluate all institutional reports produced for and received by third parties (such as but not limited to OFSTED, QAA, OfS, HESA, DfE), and associated action plans and reports produced by UKGC in response to such reports
- 3.24 The Board will review the proposed changes to the Access and Participation Statement annually, approving its submission to OfS.

4. Membership

- 4.1 Internal members of the Board are drawn from senior team members of UKGC with responsibilities covering overall leadership, notably strategic planning, and particular aspects of its management, legal and compliance, financial, quality assurance, partnership management, academic and operational.
- 4.2 The Board's two Independent Governors bring a vital element of scrutiny to the board are selected from outside the company on the basis of the particular skills and expertise which they bring to the Board's deliberations especially in areas such as quality assurance, sector knowledge and legal background and knowledge. One of the Independent Governor is the link governor between the Board of Governors and the Academic Board.

Chair	Managing Director
Internal members	Dean
	Head of Operations
	Finance Manager
	HR Manager
External members	X1 Independent Governor (HE Academic Quality)
	X1 Independent Governor (Finance)
	Student Governor
Secretary	To be appointed by the Chair

5. Quorum

- 5.1 For a meeting of the Board to be quorate, at least two internal and one external member must be present. If the Chair is absent, one of independent Governors takes on this role as Alternate Chair.

6. Sub-Committees

- 6.1 The Board will create a Sub-Committee:

- Audit Committee

- 6.2 The sub-committee will examine financial health of the College, its commitment to resources in the provision it provides and maintain the risk register for the company.

- 6.3 The sub-committee is chaired by the Independent Governor (Finance), with the Independent Governor (HE Academic Quality) plus the Finance Manager and the Dean as members of the board. Other members where particular expertise or knowledge is deemed required or useful will be co-opted as and when required by the Chair.

- 6.4 Reports from the sub-committee are received annually by the Board of Governors and these will be noted in the agenda.

7. Frequency of Meetings

- 7.1 The Board of Governors will meet three times per year. Its Sub-Committee to meet at least once a year. Additional meetings of the Board may be called by the Chair on receipt of a request by at least two Board members.

8. Conduct of Meetings

- 8.1 The Chair, supported by the Secretary to the board, appointed by the Chair, is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Chair also provides for the taking of minutes and submission of same and any additional reports to the Board of Governors.

- 8.2 Meetings of the Board will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

- 8.3 The Chair, supported by the Secretary, monitors progress on agreed actions and monitors UKGC's risk register on behalf of the Board. The Chair ensures that papers are stored on Teams or SharePoint.

- 8.4 Members are expected to take collective ownership of the issues within the Board's remit. Business will be conducted in a spirit of openness and mutual respect and the board will be solution-oriented in conducting its business.

- 8.5 Should the Chair identify areas of the agenda that are confidential, the Student Governor will be asked to leave for that part of the meeting.

9. Submission and Circulation of Papers

9.1 Papers for consideration at the Board's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.

9.2 Papers will be circulated by the Secretary to the Board no fewer than five working days before the meeting at which they are to be considered.

10. Approval and Revision

10.1 The Articles of Association, Scheme of Delegation and the Terms of Reference for the Board of Governors are to be reviewed annually in the first meeting of each academic year.

10.2 Suggested amendments, to the Articles of Association are legally reviewed and then updated with Companies House.

Audit Committee

1. Purpose:

1.1 The Audit Committee is a subcommittee of the Board of Governors and is responsible for advising the Board of Governors on financial reporting, risk management, and audit matters.

1.2 Reports to: Board of Governors

2. External Reference Points:

- *Association of Employment and Learning Providers (AELP) Code of Good Governance for Independent Training Providers (April 2024)*
- *Financial Reporting Council (FRC) Corporate Governance Code Guidance (January 2024)*
- *The Independent Higher Education (IHE) Code of Governance for Independent Providers of Higher Education (September 2021)*
- *OfS Regulatory Framework for Higher Education in England with due regard for the Public Interest Governance Principles*
- *UK (Revised) Quality Code for Higher Education*

3. Terms of Reference

The primary responsibilities of the Audit Committee are set out below:

- 3.1 The provider operates comprehensive corporate risk management and control arrangements (including academic risk) to ensure the sustainability of the provider's operations, and its ability to continue to comply with all its conditions of registration. The UKGC Board of Governors devotes responsibility for monitoring and reporting on Risk Management to the Audit Committee.
- 3.2 As well as considering company risk that emanates from the College, the UKGC Audit Committee also considers risk in relation to students on the UKGC Tier 4 Licence (in the UKGC HE and Pathway Colleges).
- 3.3 At both the local and consolidated level, actions to address any risks are taken and reviewed by the Audit Committee.
- 3.4 The UKGC Audit Committee will concern itself with internal and external audit arrangements, including advising the governing body on the appointment of the audit provider, the nature and scope of the audit and its effectiveness.
- 3.5 To advise the Board of Governors on the appointment of the 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.
- 3.6 To discuss with the external auditors, before the audit begins, the nature and scope of the audit.
- 3.7 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, the external auditor's opinion on whether public grant funding (if any) has been used for the purposes intended, and any other matters the external auditors may wish to discuss (in the absence of management where necessary)
- 3.8 To review the UKGC's corporate risk register, keep under review the effectiveness of the risk management, control, and governance arrangements.

3.9 To monitor the implementation of agreed audit-based recommendations, from whatever source.

3.10 To ensure that all significant losses have been properly investigated, and that the internal and external auditors have been informed.

3.11 To keep under review the UKGC's policy and procedures for detecting conflicts of interest, including being notified of any action taken under that policy.

3.12 To keep under review the UKGC's policy and procedures for detecting fraud and irregularity, including being notified of any action taken under that policy.

3.13 To keep under review the UKGC's policy and procedures for the prevention of bribery and receive reports on non-compliance.

3.14 To consider elements of the annual financial statements in the presence of the external auditors, including the auditors' formal opinion

3.15 To review the clarity and completeness of disclosures in the financial reports and statements and consider whether the disclosures made are set properly in context.

3.16 To review any material information presented with the financial statements, (insofar as it relates to the audit and risk management).

3.17 To provide copies of its minutes and an annual report to the Board of Governors

3.18 To review its terms of reference, composition, and effectiveness.

4. Value for money

4.1 The Audit Committee (a sub-committee of the Board of Governors) will actively consider the adequacy and effectiveness of arrangements in place to provide transparency about value for money for students on a regular basis.

4.2 The Audit Committee reviews progression outcomes in that is a key quality and commercial consideration for UKGC.

5. Fit and Proper

5.1 All members of the UKGC Board of Governors will complete, on an annual basis, a self-declaration form representing a fit and proper person test (see Appendix A). The Chair of the Audit Committee will oversee this process and approve or reject based on the findings (see Appendix A).

6. Membership

6.1 The sub-committee is chaired by an Independent Governor and consists of a total of two Independent Governors, one with expertise in finance and the other in HE Academic Quality. In addition, the Finance Manager will be a member of the board. Other members where particular expertise or knowledge is deemed required or useful will be co-opted as and when required by the Chair.

Chair	Independent Governor (Finance)
Members	Independent Governor (HE Academic Quality)
	Finance Manager
	Dean
Secretary	To be appointed by the Chair

7. Quorum

7.1 For a meeting of the committee to be quorate, at least two members must be present. If the Chair is absent, the other external member takes on this role as Alternate Chair.

8. Frequency of Meetings

8.1 The Audit Committee is to meet at least once a year. Additional meetings of the committee may be called by the Chair as required.

9. Conduct of Meetings

9.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Board of Governors.

9.2 The Secretary monitors progress on agreed actions and maintains the academic input into the Pathways risk register. The Secretary ensures that papers are stored on Teams or SharePoint.

9.3 Members are expected to take collective ownership of the issues within the board's remit. Business will be conducted in a spirit of openness and mutual respect and the board will be solution-oriented in conducting its business.

10. Submission and Circulation of Papers

10.1 Papers for consideration at the Audit Committee meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.

10.2 Papers will be circulated by the Secretary to the Audit Committee no fewer than five working days before the meeting at which they are to be considered.

11. Approval and Revision

11.1 The Terms of Reference for the Audit Committee are to be reviewed annually and approved by the Board of Governors.

Remuneration Committee

1. Purpose:

- 1.1 The purpose of the Remuneration Committee is to advise the Board of Governors on the framework and policy of remuneration for the governors, officers, and senior management of UKGC, following the Higher Education Senior Staff Remuneration Code (CUC. 2021)
- 1.2 Reports to: Board of Governors

2. External Reference Points:

- *Association of Employment and Learning Providers (AELP)) Code of Good Governance for Independent Training Providers (April 2024)*
- *Committee of University Chairs (CUC), The Higher Education Senior Staff Remuneration Code (November 2021)*
- *Financial Reporting Council (FRC) Corporate Governance Code Guidance (January 2024)*
- *The Independent Higher Education (IHE) Code of Governance for Independent Providers of Higher Education (September 2021)*
- *OfS Regulatory Framework for Higher Education in England; with due regard for the Public Interest Governance Principles*

3. Terms of Reference

The primary responsibilities of the Remuneration Committee are set out below:

- 3.1 To advise the Board on the framework and policy for the remuneration of the governors, chairs, and any other such members of the senior management as it is designated to consider (no person may be involved in any decision as to their own remuneration).
- 3.2 To review the ongoing appropriateness and relevance of the remuneration policy, taking into account any relevant legal requirements and the Higher Education Senior Staff Remuneration Code (CUC 2021).
- 3.3 To advise the Board of Governors on the design of, and determine targets for, any performance-related pay schemes operated by the UKGC and approve the total annual payments made under such schemes.
- 3.4 To advise the Board of Governors on the policy for, and scope of, pension arrangements for each of the governors and other senior officers of the UKGC.
- 3.5 To ensure that contractual terms on termination, and any payments made, are fair to the individual and the UKGC, that failure is not rewarded and that the duty to mitigate loss is fully recognised.
- 3.6 Within the terms of the agreed policy and in consultation with the Board of Governors, to advise the Board of Governors on the total individual remuneration packages for each governor and senior manager including bonuses and incentive payments.
- 3.7 To review and note annually the remuneration trends across the UKGC.
- 3.8 To oversee any major changes in employee benefits structures across the UKGC.
- 3.9 To review and advise the Board of Governors on the policy for authorising claims for expenses from the governors and from the chairs.
- 3.10 To ensure that all provisions regarding disclosure or remuneration, including pensions, are fulfilled.
- 3.11 To be exclusively responsible for establishing selection criteria, appointing, and setting terms of reference for any remuneration consultants who advise the committee.

3.12 To obtain reliable up to date information about remuneration in other similar institutions.

3.13 To receive and review the minutes and any reports of its sub-committees.

3.14 To provide copies of its minutes and an annual report to the Board of Governors.

3.15 To review its terms of reference, composition, and effectiveness

4. Membership

4.1 The committee is chaired by the Independent Governor (Finance) and consists of a total of two Independent Governors, one with expertise in finance and the other in HE Academic Quality. In addition, the Finance Manager and the Dean will be members of the board. Other members where particular expertise or knowledge is deemed required or useful will be co-opted as and when required by the Chair.

Chair	Independent Governor (Finance)
Members	Finance Manager*
	Independent Governor (HE Academic Quality)
	HR Manager*
Secretary	To be appointed by the Chair

5. Quorum

5.1 For a meeting of the committee to be quorate, at least two members must be present. If the Chair is absent, they will nominate another member as an Alternate Chair.

6. Frequency of Meetings

6.1 The Remuneration Committee is to meet once a year, before or after the financial year. Additional meetings of the committee may be called by the Chair as required.

7. Conduct of Meetings

7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Board of Governors.

7.2 The Secretary monitors progress on agreed actions and maintains the academic input into the UKGC risk register. The Secretary ensures that papers are stored on Teams or SharePoint.

7.3 Members are expected to take collective ownership of the issues within the board's remit. Business will be conducted in a spirit of openness and mutual respect and the board will be solution-oriented in conducting its business.

8. Submission and Circulation of Papers

8.1 Papers for consideration at the Remuneration Committee meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.

8.2 Papers will be circulated by the Secretary to the Audit Committee no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

9.1 The Terms of Reference for the Remuneration Committee are to be reviewed annually and approved by the Board of Governors.

Finance Board

1. Purpose:

1.1 The Finance Board is established to review, monitor, and report on all matters relating to the financial affairs of the UKGC, encompassing the areas of strategic financial planning, resources management, financial monitoring, and policy related issues.

1.2 Reports to Board of Governors

2. External Reference Points:

- *OfS Regulatory Framework for Higher Education in England; with due regard for the Public Interest Governance Principles*
- *Financial Reporting Standard (FRS102)*

3. Terms of Reference:

The primary responsibilities of the Finance Board are set out below:

- 3.1 To consider the annual operating budget and recommend its approval to the Board of Governors.
- 3.2 To monitor and review the current and projected levels of income and expenditure across individual areas of the UKGC.
- 3.3 To review the UKGC's Finance Strategy at least annually and recommend its approval to the Board of Governors.
- 3.4 To confirm, if appropriate, to the Board of Governors that it is satisfied that the Annual Report is an appropriate and reasonable representation of the financial position of the UKGC for the year and that the narrative in the introduction and the Operating & Financial Review are appropriate and consistent with the UKGC's financial position and strategy.
- 3.5 To receive and consider reports from the External Auditors relating to the annual financial statements.
- 3.6 To monitor the UKGC's cash flow performance, forecasts, and overall liquidity position.
- 3.7 To consider material financial risks and monitor the financial sustainability of the UKGC.
- 3.8 To prepare and submit financial statements to Companies House, and other external authorities, if required to do so and approved by the Board of Governors.
- 3.9 To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan of the UKGC and drawing any matters of concern to the attention of the Board of Governors.
- 3.10 To provide copies of its minutes and an annual report to the Board of Governors.
- 3.11 To review its terms of reference, composition, and effectiveness

4. Membership

4.1 The Finance Board is chaired by the Finance Manager, and consists of the Independent Governor (Finance), the HR Manager and the Managing Director.

Chair	Finance Manager
Members	Managing Director
	Independent Governor (Finance)
	HR Manager
Secretary	To be appointed by the Chair

5. Quorum

5.1 For a meeting of the committee to be quorate, at least two members must be present. If the Chair is absent the Independent Governor (Finance) can be an Alternate Chair.

6. Frequency of Meetings

6.1 The Finance Board is to meet at least once a year. Additional meetings of the committee may be called by the Chair as required.

7. Conduct of Meetings

7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Board of Governors.

7.2 The Secretary monitors progress on agreed actions and maintains the academic input into the UKGC risk register. The Secretary ensures that papers are stored on Teams or SharePoint.

7.3 Members are expected to take collective ownership of the issues within the board's remit. Business will be conducted in a spirit of openness and mutual respect and the board will be solution-oriented in conducting its business.

8. Submission and Circulation of Papers

8.1 Papers for consideration at the Finance Board meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.

8.2 Papers will be circulated by the Secretary to the Finance Board no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

9.1 The Terms of Reference for the Finance Board are to be reviewed annually and approved by the Board of Governors.

SECTION B Governance of Facilities and Services

Operations Board

1. Purpose and Scope of the Board

- 1.1 This committee has been established to support the strategic delivery of the UKGC strategic objectives and exercises management responsibility for all non-academic implementations. It also advises the Board of Governors on all matters relating to the resources, Learning Resource Centre, Information technology provision, facilities, including the purchase of new equipment and overall health, safety and security.
- 1.2 The Operations Board reports to the Board of Governors, which has overall responsibility for the governance and oversight of the management of all aspects of the activities delivered in centres and online provision. The Board of Governors and the Academic Board may call the Operations Board's attention to any issues it deems appropriate to its purpose and remit.

2. External Reference Points

- *Association of Employment and Learning Providers (AELP) Code of Good Governance for Independent Training Providers (April 2024)*
- *The Independent Higher Education (IHE) Code of Governance for Independent Providers of Higher Education (September 2021)*
- *OfS Regulatory Framework for Higher Education in England with due regard for the Public Interest Governance Principles*
- *UK (Revised) Quality Code for Higher Education*

3. Terms of Reference

- 3.1 Establish, maintain and develop policies, processes and procedures relevant to the discrete areas within the operational sphere of the centres and online provision, in particular marketing and student recruitment, admissions, premises and other physical resources, finance and compliance, ensuring that these are written, developed and amended as necessary.
- 3.2 Monitor the implementation of such policies, processes and procedures within the College, the Centres and online provision by undertaking an annual review.
- 3.3 Contribute to the development of a register of perceived or potential risks within the operational sphere and monitor and update it as required.
- 3.4 Ensure that sufficient mechanisms are in place to source, collate and analyse student feedback on the support and administrative services provided to them prior to, during and after their periods of study in the centres and online provision.
- 3.5 Ensure that robust systems are in place to address visa refusal for international students, or other relevant compliance issues.
- 3.6 Ensure that robust systems are in place to facilitate the collection of student fees, pursue student debt and enable the prompt and timely sharing of revenues in line with agreements with partners,

and ensure the financial tracking of student fees.

- 3.7 Produce and monitor student target reports for each academic year, broken down by cohort and programme as necessary.
- 3.8 Monitor, report on and review any services and agreements in place regarding building and human services, including but not limited to, security, IT/AV support, service agreements with any external agencies/providers.
- 3.9 Ensure Safeguarding practices are effective and review compliance with legislation and regulators, for example OfS
- 3.10 Provide minutes of meetings and any reports required to the Board of Governors and ensure that issues that require the attention of the Board of Governors or the Academic Board are escalated with an appropriate level of urgency.
- 3.11 To receive an update on health, safety and security, reporting on any near misses or significant incidents.
- 3.12 Create ad hoc working groups, as required and with the Chair's approval, to address issues that would benefit from more detailed consideration and consider their conclusions and recommendations.

4. Membership

- 4.1 The Chair of the Operations Board is the Head of Operations
- 4.2 The other core members are comprised of the Centre and two members from the Administration, Quality & Registry team and one member from the Professional Services Team.
- 4.3 Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative. Other members of staff may be co-opted on the initiative of the Chair or with Chair's approval.

Co-Chairs	Head of Operations
Members	Centre Manager
	HR Manager
	Finance Manager
	X3 members from either Administration, Quality or Professional Services team
Secretary	To be appointed by the Chair

5. Quorum

- 5.1 For a meeting of the Operations Board to be quorate, at least two members including the Chair or Chair's representative must be present. Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative.

6. Scheduling of Meetings

- 6.1 Meetings of the Operations Board will take place once per semester with additional meetings called by the Chair, if required.

- 6.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

7. Conduct of Meetings

- 7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Board of Governors.
- 7.2 The Secretary monitors progress on agreed actions and maintains the operational input into the UKGC risk register. The Secretary ensures that papers are stored on Teams or SharePoint.
- 7.3 Members are expected to take collective ownership of the issues within the Board's remit. Business will be conducted in a spirit of openness and mutual respect and the Board will be solution-oriented in conducting its business.

8. Submission and Circulation of Papers

- 8.1 Papers for consideration at the Board's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.
- 8.2 Papers will be circulated by the Secretary no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

- 9.1 The Terms of Reference for the Operations Board are to be reviewed annually in the first meeting of each academic year.
- 9.2 Suggested amendments, as agreed by the Board, are passed for final approval to the Board of Governors.

Recruitment and Admissions Committee

1. Purpose and Scope of the Board

- 1.1 To ensure effective oversight of the recruitment and admissions processes and ensure fair admissions in practice, ensuring equality of opportunity for all applicants.
- 1.2 To ensure recruitment and admissions meet the requirement of regulators and funders, with secure information, advice and guidance, fair terms and conditions and appropriate data collection.
- 1.3 To ensure effective oversight of recruitment number so appropriate actions can be taken in a timely fashion.

2. External Reference Points

- *OfS Regulatory Framework for Higher Education in England*
- *The OfS Conditions of Registration including any specific reporting requirements for UKGC*
- *UK (Revised) Quality Code for Higher Education*
- *Awarding Bodies' Academic Regulations*

3. Terms of Reference

- 3.1 To approve, monitor and review UKCG's strategy, policy and procedure in respect of all aspects of the marketing, recruitment, and admission of undergraduate and postgraduate-taught students and UKCG's outreach activities.
- 3.2 To ensure that approved intake, returners and tuition fee income targets are met and that recruitment risks are managed effectively
- 3.3 To ensure the effectiveness of the enquiry, application and enrolment process to confirm this meets CMA guidance and any regulatory requirements.
- 3.4 To monitor the recruitment position through Key Performance Indicators in the recruitment cycle and alert the Operations Board (OB) and the HE Academic Board (HEAB) if the risk of under and/or over recruitment is identified.
- 3.5 To advise on institutional risk management strategies relating to student recruitment, outreach, admissions, tuition fee income and other relevant funding.
- 3.6 To provide a regular update to OB on the in-year recruitment position, including applications received, offers made and any changes to activity that may positively or negatively impact recruitment, and the associated risks.
- 3.7 To oversee the deployment and use of data that is available to manage and understand the recruitment position, aid recruitment activities and shape planning.
- 3.8 To convene an annual review from the most recent admissions data and make recommendations to OB. This will allow consideration of issues including target setting; modelling and modelling assumptions;

timing of offers; the approach taken to information, advice and guidance and the application process. This will include a review of the recruitment cycle and lessons learned.

3.9 To ensure that relevant UKGC admissions policies, structures and processes are student-centred and coordinated to ensure that a seamless service is provided at the institutional and departmental level.

3.10 To maintain a continuous overview of the communication in relation to UCL's student marketing, outreach, recruitment, admissions and funding strategies, policy and operations at: (i) institutional, and departmental levels, (ii) across the wider UKGC community and (iii) with key stakeholders within UKGC professional services.

3.11 To monitor reportable OfS events relating to student recruitment and admissions.

3.12 To review and update the Exam and Tuition Fee Policy and the HE Terms and Conditions annually and recommend to the OB for approval

3.13 To oversee and set direction for institutional admissions entry requirements and approve any divergence from institutional direction.

3.14 To consider new programmes going through the programme approval process, so they are advertised effectively in the prospectus and website.

3.15 To oversee the deployment of undergraduate scholarships.

4. Membership

4.1 The Chair of the RAC will be the HE Quality Manager, or their designated representative.

4.2 The other core members are comprised of a member of the marketing team, two members from the Administration, Quality & Registry team.

4.3 Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative. Other members of staff may be co-opted on the initiative of the Chair or with Chair's approval.

Co-Chairs	HE Academic Quality Manager
Members	X1 member from Marketing
	X2 members from either Administration, Quality & Registry
Secretary	To be appointed by the Chair

5. Quorum

5.1 For a meeting of the Recruitment and Admissions Committee to be quorate, at least two members including the Chair or Chair's representative must be present. Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative.

6. Scheduling of Meetings

6.1 Meetings of the Recruitment and Admissions Committee will take place twice per semester with

additional meetings called by the Chair, if required.

- 6.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

7. Conduct of Meetings

- 7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Board of Governors.
- 7.2 The Secretary monitors progress on agreed actions and maintains the operational input into the UKGC risk register. The Secretary ensures that papers are stored on Teams or SharePoint.
- 7.3 Members are expected to take collective ownership of the issues within the Board's remit. Business will be conducted in a spirit of openness and mutual respect and the Board will be solution-oriented in conducting its business.

8. Submission and Circulation of Papers

- 8.1 Papers for consideration at the Board's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.
- 8.2 Papers will be circulated by the Secretary no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

- 9.1 The Terms of Reference for the Recruitment and Admissions Committee are to be reviewed annually in the first meeting of each academic year.
- 9.2 Suggested amendments, as agreed by the Board of Operations, are presented for final approval to the Board of Governors.

SECTION C: Governance of Academic Standards and Quality

FE Academic Board

1. Purpose

To advise the Board of Governors on:

- 1.1 The apprenticeship strategy and performance.
- 1.2 The Quality and Improvement Plan for the Further Education (FE) Provision.
- 1.3 To maintain oversight of the FE Self-Assessment Report.
- 1.4 The views of FE staff and students.
- 1.5 Effective and efficient use of resources, the cost effectiveness of current provision and the safeguarding of the College's assets.
- 1.6 Required updates to policies and procedures for the governance and conduct of the College, for dealing with staff performance, discipline, dismissal and grievance, and for dealing with student disciplines, complaints and academic appeals.
- 1.7 Oversight of the conduct of the affairs of the College.

2. External Reference Points

- *Association of Employment and Learning Providers (AELP) Code of Good Governance for Independent Training Providers (April 2024)*
- *Financial Reporting Council (FRC) Corporate Governance Code Guidance (January 2024)*

3. Terms of Reference

To consider, review and monitor the following:

- 3.1 Annual report on recruitment, retention and achievement against agreed targets for the preceding year.
- 3.2 Quality Improvement Plan (QIP) – to receive the mid-year summary document at the Summer term meeting and at the Spring term meeting to receive a report on the previous year and agree the QIP for the 12 months ahead.
- 3.3 Curriculum report from each Academic Section (One each term).
- 3.4 Proposed standards and targets for current and next academic year (Spring term).
- 3.5 Summary reports of responses to Curriculum, Learner Satisfaction Surveys and other sources of information as appropriate.
- 3.6 Student Equality Data – to receive an annual report.
- 3.7 Quality matters arising from external initiatives and reports as they occur throughout the year (as

required).

- 3.8 The Governing Body has a corporate responsibility to provide a safe and secure environment for staff, students and visitors to the College's sites. Within this the Academic Committee has responsibility for the College's Safeguarding Policy (including Prevent).

4. Membership

- 4.1 The Chair of the Academic Board is the Head of Operations, or their designated representative.
- 4.2 The other core members comprise the Academic Manager from the centres and the HE Academic Quality Manager. Other members of staff from the centres or online provision may be co-opted on the initiative of the Chair or with Chair's approval.
- 4.3 Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative. Other members of staff may be co-opted on the initiative of the Chair or with Chair's approval.

Chair	Head of Operations
Members	Academic Manager from the centres
	Independent Governor
	X2 student representatives
Secretary	To be appointed by the Chair

5. Quorum

- 5.1 For a meeting of the Academic Board to be quorate, at least two members including the Chair or Chair's representative must be present.

6. Scheduling of Meetings

- 6.1 Meetings of the FE Academic Board take place once per semester, with the timings aligned to enable the board to consider progression and performance at key points. Additional meetings may be called by Chair, as required.
- 6.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

7. Conduct of Meetings

- 7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Board of Governors.
- 7.2 Should the Chair identify areas of the agenda that are confidential, the Student Governor will be asked to leave for that part of the meeting.

7.3 The Secretary monitors progress on agreed actions and maintains the academic input into the FE risk register. The Secretary ensures that papers are stored on Teams or SharePoint.

7.4 Members are expected to take collective ownership of the issues within the board's remit. Business will be conducted in a spirit of openness and mutual respect and the board will be solution-oriented in conducting its business.

8. Submission and Circulation of Reports and Papers

8.1 Papers for consideration at the Board's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.

8.2 Papers will be circulated by the Secretary to the Board no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

9.1 The Terms of Reference for the FE Academic Board are to be reviewed annually in the first meeting of each academic year.

9.2 Suggested amendments, as agreed by the Board, are passed for final approval to the Board of Governors.

HE and Pathway Academic Board

1. Purpose

1.1 The Academic Board has been established within the Higher Education and Pathways Division of UKGC to provide the senior board when it comes to all academic matters. It further implements the strategic direction within the Higher Education and Pathways Division as set by the Board of Governors, and monitors the achievement of set strategic objectives through the activities of:

- a) reviewing the minutes, grades, student performance, student voice, staff feedback and external feedback from the Assessment Board and to recommend any actions, interventions, enhancements or improvements.
- b) reviewing the centre level professional and student services and their impact on student experience, engagement and performance.
- c) coordinating, overseeing and monitor policies, processes and procedures relating to the programme delivery, review and developments within and the academic management of the UKGC centres and online provision in the Higher Education and Pathways Division through agreements with awarding partner universities.
- d) overseeing, establishing, monitoring and disseminating best practice of academic quality, staff development, programme development, academic management and enhancement activities with a view to ensuring comparability of approach within all centres and online provision within the Higher Education and Pathways Division.
- e) to ensure that staffing qualifications and Advance HE fellowships are supported so that the centres and online provision are compliant with awarding university partner expectations. To monitor any staff who agree to undertake such activities within 18 months commencement of employment.
- f) constituting an essential element within the Quality Framework which is designed to provide clear oversight of quality assurance processes and governance to ensure trust and faith in the value and high quality of our provision.

1.2 The HE and Pathway Academic Board reports to the Board of Governors which has overall responsibility for the governance and oversight of the management of all aspects of the activities delivered in centres and online provision. The Board of Governors may call the Academic Board's attention to any issues it deems appropriate to its purpose and remit.

1.3 It operates in the context of requirements of partner awarding bodies, UK legislation, and external guidelines and benchmarks relating to the delivery of Higher Education in the UK, including the regulatory framework of Office for Students, the UK Quality Code and associated guidance published by the Quality Assurance Agency (QAA) for Higher Education.

1.4 The Quality, Standards and Performance Committee reports into the Academic Board. The responsibility for the day-to-day delivery of programmes, student assessments, re-assessments and progression, academic support for students, meeting the quality assurance requirements of partner universities, the regulatory bodies and of UKGC itself lies with the Academic Manager of the centres and Academic Manager/Programme Leader(s) of online provision.

1.5 Academic Board fulfils its Terms of Reference via its own activity and by oversight of its reporting Committees.

1.6 Reports to: Board of Governors

2. External Reference Points

- a) *OfS Regulatory Framework for Higher Education in England*
- b) *The OfS Conditions of Registration including any specific reporting requirements for UKGC*
- c) *UK (Revised) Quality Code for Higher Education*
- d) *Awarding Bodies' Academic Regulations*

3. Terms of Reference

The primary responsibilities of the Academic Board are set out below

- 3.1 To set the criteria for the admission of students.
- 3.2 To provide any updates in relation to OfS registration requirements, or any new guidance distributed by the OfS.
- 3.3 To approve and review all academic policies, processes and procedures relevant to the discrete areas within the academic sphere of the centres and online provision, in particular student appeals and complaints, extenuating circumstances, academic misconduct, student disciplinary, student support, quality and standards, ensuring that these are written, developed and amended as necessary.
- 3.4 To maintain, promote, and enhance the UKGC's academic standards, the quality and enhancement of students' learning opportunities, and the accuracy of public information to all stakeholder groups.
- 3.5 To monitor student complaints, academic and non-academic disciplinary procedures, and outcomes, making recommendations to relevant committees.
- 3.6 Receive minutes from the Quality, Standards and Performance Committee, considering the overall picture for student results against thresholds for continuation, completion, achievement and progression, with consideration of the impact of current student support, agreeing any actions required and/or recommendations to be circulated to the Board of Governors.
- 3.7 Receive and review feedback from students through relevant surveys such as, induction, modules and programmes surveys, student services etc, as well as through the Staff-Student Committee and NSS, discussing any actions required and/or recommendations to be circulated to the Board of Governors.
- 3.8 Monitor the implementation of such policies, processes and procedures within the College, the Centres and online provision by undertaking an annual review.
- 3.9 Contribute to the development of a register of perceived or potential risks within the academic sphere and monitor and update it as required.
- 3.10 Report and monitor programme modifications (major/minor) & new programme developments including key timelines and progress.
- 3.11 Report on UKGC quality matters regarding compliance with the awarding partner university's requirements, registrations, quality inspections, audits, reviews and visits including, but not limited to: awarding partner universities, awarding bodies, Office for Students, QAA, Home Office.

- 3.12 Approve and review annually, the Learning, Teaching and Assessment Strategy and associated policies.
- 3.13 Review and monitor staff qualifications and fellowships in line with expectations of role requirements, awarding partner university and employment agreements (completing Fellowship with Advance HE within 24 months of employment).
- 3.14 Set the Higher Education and Pathways Division strategic standards of the Staff Development framework and monitor its implementation. This will include an annual review of the Staff Development Policy, fostering staff development programmes (including conferences), development of strategic initiatives as such to build UKGC's reputation in thought leadership and initiatives.
- 3.15 Receive from the Learning and Teaching Committee, a report aligned to the [Advance HE Professional Standards Framework](#) on the staff development and performance management processes, outcomes and feedback (of the processes), making recommendations for improvements, where appropriate.
- 3.16 Consider proposals for developing existing or creating new academic programmes or other ways in which relationships with awarding partner universities and/or other external bodies may be developed and enhanced and makes recommendations to the Board of Governors.
- 3.17 Create ad hoc working groups in the academic sphere, as required and with Chair's approval, to address issues that would benefit from more detailed consideration and consider their conclusions and recommendations.
- 3.18 Receive an annual report from the HE Academic Quality Manager on academic quality assurance matters.
- 3.19 Receive an annual report from the Centre Manager on professional and student services matters, aligned with B2.
- 3.20 Approving the Programmes Board Terms of Reference and for ensuring they comply with these.

4. Membership

- 4.1 The Chair of the HE and Pathway Academic Board is the Dean, or their designated representative.
- 4.2 The other core members comprise the Academic Manager from the centres and the HE Academic Quality Manager. Other members of staff from the centres or online provision may be co-opted on the initiative of the Chair or with Chair's approval.
- 4.3 Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative. Other members of staff may be co-opted on the initiative of the Chair or with Chair's approval.

Chair	Dean, or nominee
Members	Academic Manager from the centres
	HE Academic Quality Manager
	HR Manager
	Independent Governor
	X2 student representatives
Secretary	To be appointed by the Chair

5. Quorum

- 5.1 For a meeting of the Academic Board to be quorate, at least two members including the Chair or Chair's representative must be present.

6. Scheduling of Meetings

- 6.1 Meetings of the HE and Pathways Academic Board take place once per semester, with the timings aligned to enable the board to consider progression and performance at key points. Additional meetings may be called by Chair, as required.
- 6.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

7. Conduct of Meetings

- 7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Board of Governors.
- 7.2 Should the Chair identify areas of the agenda that are confidential, the Student Governor will be asked to leave for that part of the meeting.
- 7.3 The Secretary monitors progress on agreed actions and maintains the academic input into the HE/Pathways risk register. The Secretary ensures that papers are stored on Teams or SharePoint.
- 7.4 Members are expected to take collective ownership of the issues within the board's remit. Business will be conducted in a spirit of openness and mutual respect and the board will be solution-oriented in conducting its business.

8. Submission and Circulation of Reports and Papers

- 8.1 Papers for consideration at the Board's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.

8.2 Papers will be circulated by the Secretary to the Board no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

9.1 The Terms of Reference for the Academic Board are to be reviewed annually in the first meeting of each academic year.

9.2 Suggested amendments, as agreed by the Board, are passed for final approval to the Board of Governors.

Equality, Diversity and Inclusion Committee

1. Purpose

- 1.1 The aim of the Equality, Diversity and Inclusion (EDI) Committee aims to develop, progress and embed an inclusive culture and promote best practice throughout the College for staff, learners and other users of College services; and to provide strategic oversight and direction, review and monitoring of the College's approach to equality, diversity and inclusion related issues.
- 1.2 The EDI Committee reports to the Academic Board, who report to the Board of Governors, ensuring equality, diversity and inclusion is considered at all levels.

2. External Reference Points

- *OfS Regulatory Framework for Higher Education in England*
- *The OfS Conditions of Registration including any Conditions specific to UKGC or other reporting requirements*
- *UK (Revised) Quality Code for Higher Education and associated guidance*
- *OFSTED Further Education and Skills Inspection Handbook*
- *Equality Act 2010*

3. Terms of Reference

- 3.1 To leading the development, review and implementation of the College's approach to EDI and its associated action plan
- 3.2 ensuring that the College remains legally compliant in relation to current UK EDI legislation
- 3.3 regularly reporting on progress against the EDI objectives and action plan
- 3.4 providing guidance and advice in relation to the promotion, implementation and monitoring of policies and practices in relation to EDI
- 3.5 identifying and promoting opportunities to widen participation and promote education and social inclusion
- 3.6 identifying and engaging with external stakeholders, community groups, sector groups and EDI experts to ensure the College remains informed of current EDI issues, shares best practice and builds an effective advisory and support network
- 3.7 developing, reviewing and reporting on annual EDI KPIs aligned to the College's EDI approach and action plan
- 3.8 developing, updating and providing tailored EDI training and development opportunities and resources
- 3.9 Monitor and report on progress against the Access and Participation Statement, reviewing the Statement annually and making recommendations for changes to the Board of Governors

3.10 identifying and recommending best practice in relation to EDI

4. Membership

4.1 The Chair of the EDI Committee is the Academic Manager, or their designated representative.

4.2 The other core members comprise the Academic Manager from the centres and the HE Academic Quality Manager. Other members of staff from the centres or online provision may be co-opted on the initiative of the Chair or with Chair's approval.

4.3 Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative. Other members of staff may be co-opted on the initiative of the Chair or with Chair's approval.

Chair	Academic Manager
Members	Centre Manager
	Lecturers x2
	HE Academic Quality Manager
	Student Representative
Secretary	To be appointed by the Chair

5. Quorum

5.1 For a meeting of the EDI Committee to be quorate, at least 50% of the internal team should be in attendance, plus the Chair or Chair's representative.

6. Scheduling of Meetings

6.1 Meetings of the EDI Committee take place once per semester, with the timings aligned to enable the board to consider student results at key points. Additional meetings may be called by Chair, as required.

6.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

7. Conduct of Meetings

7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Quality, Standards and Performance Committee.

7.2 The Secretary monitors progress on agreed actions and maintains the academic input into the HE/Pathways risk register. The Secretary ensures that papers are stored on Teams or SharePoint.

7.3 Members are expected to take collective ownership of the issues within the board's remit. Business will be conducted in a spirit of openness and mutual respect and the board will be solution-oriented in



conducting its business.

8. Submission and Circulation of Reports and Papers

- 8.1 Papers for consideration at the Board's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.
- 8.2 Papers will be circulated by the Secretary to the Board no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

- 9.1 The Terms of Reference for the EDI Committee are to be reviewed annually in the first meeting of each academic year.
- 9.2 Suggested amendments, as agreed by the Board, are passed for final approval to the Board of Governors.

Quality, Standards and Performance Committee

1. Purpose

- 1.1 This board has been established within the Higher Education and Pathways Division of UKGC as a sub-committee of and reports to the Academic Board. The overall purpose of the committee is to ensure the quality of student grades, resits and/or reattempts, marking/assessment processes, processes for academic misconduct, appeals, extenuating circumstances, the quality of handbooks and communications to students (please refer to the UKGC Assessment Policy).
- 1.2 Where the awarding organisation is not UKGC, the Assessment Regulations of that awarding organisation may need to be followed as per the contractual arrangements.
- 1.3 The Quality, Standards and Performance Committee reports to the Academic Board which has overall responsibility for the academic matters delivered in centres and online provision. The Quality, Standards and Performance Committee may call the Academic Board's attention to any issues it deems appropriate to its purpose and remit.

2. External Reference Points

- *OfS Regulatory Framework for Higher Education in England*
- *The OfS Conditions of Registration including any Conditions specific to UKGC or other reporting requirements*
- *UK (Revised) Quality Code for Higher Education and associated guidance*
- *OFSTED Further Education and Skills Inspection Handbook*
- *Awarding Bodies' and Partner Institutions' Academic Regulations and Policies*

3. Terms of Reference

Progression (semester to semester)

- 3.1 Receive and ratify student grades for each module for each cohort progressing from one semester to the next. Where these are below expected benchmarks set by the Office for Students, awarding organisations or the Board of Governors, ensure action is being taken to improve the outcomes for students.
- 3.2 Receive and ratify, each semester, the data on student referrals, resubmissions, resits/reattempts at the end of the semester.
- 3.3 Receive a summary report on academic misconduct outcomes (see point 8.2 of the Assessment Policy), resit and/or resubmissions (see section 15 of the Assessment Policy) and extenuating circumstances (see point 13.2 of the Assessment Policy), ensuring any trends across the modules and/or cohorts are interrogated and actions to be taken are discussed and agreed by the Board.

Continuation (year to year)

- 3.4 Receive and ratify student continuation (from one year to the next) and completions/final awards (at



the end of the programme) for each cohort, to measure programme performance, including consideration of comparative success rates for students with different characteristics. Where these are below expected benchmarks set by the Office for Students, awarding organisations or the Board of Governors, ensure action is being taken to improve the outcomes for students.

- 3.5 Receive and ratify the data on student referrals, resubmissions, resits/reattempts of modules at the end of the academic year.
- 3.6 Receive a summary report on academic misconduct outcomes (see point 8.2 of the Assessment Policy), resit and/or resubmissions (see section 15 of the Assessment Policy) and extenuating circumstances (see point 13.2 of the Assessment Policy), ensuring any trends across the programmes and/or cohorts are interrogated and actions to be taken are discussed and agreed by the Board.

Continuation (year to year)

- 3.7 Receive and ratify student continuation (from one year to the next) and completions/final awards (at the end of the programme) for each cohort, to measure programme performance, including consideration of comparative success rates for students with different characteristics. Where these are below expected benchmarks set by the Office for Students, awarding organisations or the Board of Governors, ensure action is being taken to improve the outcomes for students.
- 3.8 Receive and ratify the data on student referrals, resubmissions, resits/reattempts of modules at the end of the academic year.
- 3.9 Receive a summary report on academic misconduct outcomes (see point 8.2 of the Assessment Policy), resit and/or resubmissions (see section 15 of the Assessment Policy) and extenuating circumstances (see point 13.2 of the Assessment Policy), ensuring any trends across the programmes and/or cohorts are interrogated and actions to be taken are discussed and agreed by the Board.

Other

- 3.10 Ensure the College's marking, moderation, recognition of prior learning, extenuating circumstances, academic misconduct and other assessment processes have been carried out and followed appropriately.
- 3.11 Report on External Examiner appointments and receive reports from external examiners, approving the subsequent response and action plans.
- 3.12 Identify good practice and make recommendations for the enhancement of assessment processes and procedures.
- 3.13 Provide minutes of meetings to the Academic Board and ensure that issues that require the attention of the Academic Board are escalated with an appropriate level of urgency.
- 3.14 Receive minutes and any reports that require the attention of the Quality, Standards and Performance Committee from the Student Forum and Learning and Teaching Committee.
- 3.15 Create ad hoc working groups, as required and with the Chair's approval, to address issues that would benefit from more detailed consideration and consider their conclusions and recommendations.

- 3.16 To maintain oversight of course monitoring activity, including the regular receipt, monitoring and review of annual reports, and associated action plans.
- 3.17 To receive and consider Course Committee minutes and report annually to Academic Board on the effectiveness of the course committee process
- 3.18 To receive and consider a summary of informal and formal complaints, to identify themes and potential actions required.

4. Membership

- 4.1 The Chair of the Quality, Standards and Performance Committee will be the HE Academic Quality Manager.
- 4.2 The other core members are comprised of the Centre Manager(s) and Lecturers (Module Leaders).

Chair	HE Academic Quality Manager, or nominee
Members	Centre Manager(s)
	Lecturers (Module Leaders) x 3
	Academic Manager (s)
Secretary	To be appointed by the Chair

- 4.3 Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative. Other members of staff may be co-opted on the initiative of the Chair or with Chair's approval.

5. Quorum

- 5.1 For a meeting of the Quality, Standards and Performance Committee to be quorate, at least three members including the Chair or Chair's representative must be present.

6. Scheduling of Meetings

- 6.1 Meetings of the Quality, Standards and Performance Committee will take place once per semester with additional meetings called by the Chair, if required
- 6.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

7. Conduct of Meetings

- 7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Academic Board.



- 7.2 The Secretary monitors progress on agreed actions and maintains the operational input into the UKGC risk register. The Secretary ensures that papers are stored on Teams or SharePoint.
- 7.3 Members are expected to take collective ownership of the issues within the Board's remit. Business will be conducted in a spirit of openness and mutual respect and the Board will be solution-oriented in conducting its business.

8. Submission and Circulation of Papers

- 8.1 Papers for consideration at the Board's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.
- 8.2 Papers will be circulated by the Secretary no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

- 9.1 The Terms of Reference for the Quality, Standards and Performance Committee are to be reviewed annually in the first meeting of each academic year.
- 9.2 Suggested amendments, as agreed by the Board, are passed for final approval to the Academic Board.

Learning and Teaching Committee

1. Purpose and Scope of the Board

- 1.1 This committee has been established within the Higher Education and Pathways Division of UKGC to examine current delivery practice and engagement, look at wider-sector developments, consider proposals to pilot new initiatives, provide an opportunity for the presentation of action/micro research in teaching or a specialist area, and consider enhancements to pedagogical practice, to ensure students are receiving a high-quality academic experience.
- 1.2 The Learning and Teaching Committee reports to the Quality Standards and Performance Committee which has overall responsibility for the quality of provision delivered in centres and online provision. The Learning and Teaching Committee may call the Quality Standards and Performance Committee attention to any issues it deems appropriate to its purpose and remit.

2. External Reference Points

- *OfS Regulatory Framework for Higher Education in England*
- *The OfS Conditions of Registration including any Conditions specific to **UKGC** or other reporting requirements*
- *UK (Revised) Quality Code for Higher Education and associated guidance*
- *OFSTED Further Education and Skills Inspection Handbook*
- *Awarding Bodies' and Partner Institutions' Academic Regulations and Policies*

3. Terms of Reference

- 3.1 Examine current delivery practice and student engagement with learning, teaching and assessment across the Higher Education and Pathways
- 3.2 Review and discuss recommendations for any enhancement to pedagogical practice.
- 3.3 Consider wider-sector developments and their impact on learning, teaching and assessment.
- 3.4 Consider proposals to pilot new learning, teaching and assessment initiatives across the Higher Education and Pathways Division.
- 3.5 Report on staff development activity, including the staff development and performance management process, outcomes and feedback (of the processes), and make any recommendations for the consideration by the HE and Pathways Academic Board to ensure continued alignment with the [Advance HE Professional Standards Framework](#).
- 3.6 Provide an opportunity for the presentation of action/micro research in teaching or a specialist area

to support staff development.

- 3.7 Provide an opportunity for academic staff representatives to share their feedback on all aspects of the student experience from induction to final assessment and discuss recommendations for enhancement.
- 3.8 Contribute to the development and review of the College's Learning, Teaching and Assessment Strategy and associated policies.
- 3.9 Provide minutes of meetings to the Quality Standards and Performance Committee and ensure that issues that require the attention of the Quality Standards and Performance Committee are escalated with an appropriate level of urgency.
- 3.10 Provide an annual report on learning, teaching and assessment to the Quality, Standards and Performance Committee and Academic Board.
- 3.11 Create ad hoc working groups, as required and with the Chair's approval, to address issues that would benefit from more detailed consideration and consider their conclusions and recommendations.

4. Membership

- 4.1 The Chair of the Learning and Teaching Committee is the Academic Manager.
- 4.2 The other core members are comprised of academic representatives (lecturers/module leaders/English and Maths tutors).

Chair	Academic Manager, or nominee
Members	Lecturers (Module Leaders) representative (x1 per programme)
	English and Maths tutors
	Student Representative
Secretary	To be appointed by the Chair

5. Quorum

- 5.1 For a meeting of the Learning and Teaching Committee to be quorate, at least three members including the Chair or Chair's representative, two academic representatives must be present.

6. Scheduling of Meetings

6.1 Meetings of the Learning and Teaching Committee will take place once per semester with additional meetings called by the Chair, if required.

6.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

7. Conduct of Meetings

7.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Quality, Standards and Performance Committee.

7.2 The Secretary monitors progress on agreed actions and maintains the operational input into the UKCG risk register. The Secretary ensures that papers are stored on Teams or SharePoint.

7.3 Members are expected to take collective ownership of the issues within the Forum's remit. Business will be conducted in a spirit of openness and mutual respect and the Board will be solution-oriented in conducting its business.

8. Submission and Circulation of Papers

8.1 Papers for consideration at the Forum's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting.

8.2 Papers will be circulated by the Secretary no fewer than five working days before the meeting at which they are to be considered.

9. Approval and Revision

9.1 The Terms of Reference for the Learning and Teaching Committee are to be reviewed annually in the first meeting of each academic year.

9.2 Suggested amendments, as agreed by the Forum, are passed for final approval to the Quality, Standards and Performance Committee.

Staff-Student Committee

1. Purpose and Scope of the Committee

- 1.1 This committee has been established within the Higher Education and Pathways Division of UKGC to provide students with an opportunity to share their experiences across all aspects of student life including, learning, teaching and assessment, VLE, facilities and resources, staff -student engagement, satisfaction levels, best practice and areas for improvement.
- 1.2 The Staff-Student Committee reports to the Quality, Standards and Performance Committee which has overall responsibility for the quality of provision delivered in centres and online provision. The Staff-Student Committee may call the Quality, Standards and Performance Committees attention to any issues it deems appropriate to its purpose and remit.

2. Terms of Reference

- 2.1 Provide a platform for student representatives to share feedback on their experience at the College. Feedback should be gathered from their peers on their programme.
- 2.2 Enable student representatives to share their feedback on all aspects of student life including:
 - a. Learning, teaching and assessment
 - b. VLE
 - c. Facilities and resources
 - d. Staff-student engagement
 - e. Satisfaction levels among programmes
 - f. Best practice
 - g. Suggested areas for improvement
- 2.3 Receive a summary report on student survey results (both internal and external) since the last meeting and discuss areas for improvement.
- 2.4 Ensure areas for improvement noted by student representatives or through survey feedback are addressed either at the or are followed up and reported on at the next meeting.
- 2.5 Consider student views on any proposals for minor modifications to programmes or modules.
- 2.6 Provide minutes of meetings to the Quality, Standards and Performance Committee and ensure that issues that require the attention of the Quality, Standards and Performance Committee are escalated with an appropriate level of urgency.
- 2.7 Provide an annual report on student experience to the Quality, Standards and Performance Committee.
- 2.8 Create ad hoc working groups, as required and with the Chair's approval, to address issues that would benefit from more detailed consideration and consider their conclusions and recommendations.

3. Membership

3.1 The Chair of the Staff-Student Committee is the Academic Manager.

3.2 The other core members are comprised of the student representatives and academic representatives (lecturers/module leaders).

Chair	Academic Manager, or nominee
Members	Student representatives (x1 per programme)
	Lecturers (Module Leaders) representative (x1 per programme)
Secretary	To be appointed by the Chair

4. Quorum

4.1 For a meeting of the Staff-Student Committee to be quorate, at least three members including the Chair or Chair's representative, one student representative and one staff representative must be present.

5. Scheduling of Meetings

5.1 Meetings of the Staff-Student Committee will take place once per semester with additional meetings called by the Chair, if required.

5.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

6. Conduct of Meetings

6.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Quality, Standards and Performance Committee.

6.2 The Secretary ensures that papers are stored on Teams or SharePoint.

6.3 Members are expected to take collective ownership of the issues within the Staff-Student Committee's remit. Business will be conducted in a spirit of openness and mutual respect and the Committee will be solution-oriented in conducting its business.

7. Submission and Circulation of Papers

7.1 Papers for consideration at the Committee's meetings are to be submitted to the Secretary no fewer than seven working days before the relevant meeting

7.2 The Secretary monitors progress on agreed actions and maintains the operational input into the UKCG risk register. The Secretary ensures that papers are stored on Teams or SharePoint.

7.3 Papers will be circulated by the Secretary no fewer than five working days before the meeting at which they are to be considered.

8. Approval and Revision

- 8.1 The Terms of Reference for the Staff-Student Committee are to be reviewed annually in the first meeting of each academic year.
- 8.2 Suggested amendments, as agreed by the Staff-Student Committee, are passed for final approval to the Quality, Standards and Performance Committee.

Assessment Board

1. Purpose and Scope of the board

- 1.1 The following information outlines the constitution and terms of reference for higher education Assessment Boards at the College. It also explains the responsibilities of those staff who are members of these Boards.
- 1.2 Assessment Boards are responsible for the operation of the decision-making process relating to marks, progression, and awards. Decisions of Assessment Boards in respect of assessment results and the conferment of awards constitute recommendations to the validating partner.
- 1.3 Each Assessment Board will make judgments on student performance within its respective terms of reference. It will minute the basis on which decisions are made and forward the results to the Exams Department and the validating partner.
- 1.4 No body other than an Assessment Board has the authority to recommend to the validating partner the outcome of assessment, the conferment of an award, or to amend the decision of a properly constituted Assessment Board acting within its terms of reference and in accordance with the regulations for the programme of study.

2. External Reference Points

- *OfS Regulatory Framework for Higher Education in England*
- *The OfS Conditions of Registration including any Conditions specific to **UKGC** or other reporting requirements*
- *UK (Revised) Quality Code for Higher Education and associated guidance*
- *OFSTED Further Education and Skills Inspection Handbook*
- *Awarding Bodies' and Partner Institutions' Academic Regulations and Policies*

3. Terms of Reference

- 3.1 To review students' academic progress and assessment results, considering their position in relation to grades received, resubmissions and resits, noting confirmed extension, extenuating circumstances and academic malpractice. As applicable to student profiles.
- 3.2 Where the validating/awarding partner considers results through their own Exam Boards, this Board will ensure the completeness and accuracy of results prior to submitting to the validating/awarding partner.
- 3.3 Where the Assessment Board has devolved responsibility to recommend results, the power to confer awards rests with the validating partner.
- 3.4 The Assessment Board will:
 - a) Consider student performance across levels and modules;
 - b) confirm that University regulations have been applied consistently and fairly for all students;
 - c) receive the minutes of its previous substantive meeting and agree the final version as a true and accurate record, and note any matters arising from them;

- d) to determine whether students shall continue or progress on their respective courses; to determine appropriate retrieval or retake arrangements for students who fail assessments;
- e) to determine final awards and classifications according to the University's regulations.
- f) to consider summary statistical and comparative data on student attainment within the Board's remit as necessary to support decision making and the maintenance of standards;
- g) To ensure additional support and/or remedial action is considered for at risk students continuing on programme.
- h) to report to, and in the format and frequency required by, Academic Board

4. Confidentiality of Assessment Boards

- 4.1 The deliberations of all Assessment Boards are strictly confidential. All proceedings which relate to individual students are confidential to members of the Assessment Board and the Dean.
- 4.2 Marks or grades awarded for summative assessment tasks may be communicated to students as part of the assessment feedback process. However, it must be stipulated that such marks or grades are provisional and subject to ratification by the relevant Assessment Board.
- 4.3 Under no circumstances may module results, progression decisions, or award classifications be communicated to students until they have been formally agreed by the relevant Assessment Board and ratified by the relevant validating institution. 

5. Membership

- 5.1 The Chair of the Assessment Board is the Academic Manager, or their designated representative.
- 5.2 The other core members comprise the Academic Manager from the centres and the HE Academic Quality Manager. Other members of staff from the centres or online provision may be co-opted on the initiative of the Chair or with Chair's approval.
- 5.3 Members of the core membership may designate an alternate to attend on their behalf with the prior approval of the Chair or Chair's representative. Other members of staff may be co-opted on the initiative of the Chair or with Chair's approval.

Chair	Academic Manager
Members	Lecturers
	HE Academic Quality Manager
	External Examiners
Secretary	To be appointed by the Chair

6. Quorum

- 6.1 For a meeting of the Assessment Board to be quorate, at least 50% of the teaching team should be in attendance, plus the Chair or Chair's representative.

7. Scheduling of Meetings

- 7.1 Meetings of the Assessment Board take place once per semester, with the timings aligned to enable the board to consider student results at key points. Additional meetings may be called by Chair, as required.
- 7.2 Meetings will normally be held via Teams. Where a decision is made to hold a meeting face to face such a meeting may be called for the Head Office in London, at the offices in Birmingham or at one of the centres.

8. Conduct of Meetings

- 8.1 The Secretary is responsible for summoning the meetings, providing an agenda and circulating papers for consideration or noting. The Secretary also provides for the taking of minutes and submission of same and any additional reports to the Quality, Standards and Performance Committee.
- 8.2 The Secretary monitors progress on agreed actions and maintains the academic input into the UKCG risk register. The Secretary ensures that papers are stored on Teams or SharePoint.
- 8.3 Members are expected to take collective ownership of the issues within the board's remit. Business will be conducted in a spirit of openness and mutual respect and the board will be solution-oriented in conducting its business.

9. Approval and Revision

- 9.1 The Terms of Reference for the Assessment Board are to be reviewed annually in the first meeting of each academic year.
- 9.2 Suggested amendments, as agreed by the Board, are passed for final approval to the Board of Governors.

Appendix A

Annual Fit and Proper Persons Declaration Form

About this form

As a registered provider of higher education in England, UK Graduate College (UKGC) must meet certain registration conditions and other regulatory requirements as described by the Office for Students (OfS) within its Regulatory Framework. The Regulatory Framework of the Office for Students also makes reference to the use of 'fit and proper' indicators for members of HEI governing bodies and senior management teams. In particular, UKGC must have in place adequate and effective management and governance arrangements to deliver the Public Interest Governance Principles that are an ongoing condition of our registration with the regulator.

The UKGC must have assurance that it is owned and controlled by 'fit and proper persons', including members of our governing body, those with senior management responsibilities, and individuals exercising significant control or influence over the institution. 'Fit and proper' persons will exercise due regard for the UKGC's Financial Regulations and take a leadership position in demonstrating accountable and responsible behaviour in terms of all decisions made on behalf of the UKGC.

In light of the above, all members of the senior management team, the Governors, and any other relevant person as defined by OfS ([Office for Students](#)), including those in positions of trust, are required to submit and sign a Fit and Proper Persons Declaration Form on an annual basis. The information requested in this form helps the UKGC assess whether individuals occupying key positions of trust or influence meet the 'fit and proper person' criteria published by OfS as part of their registration requirements ([Office for Students](#)).

Data protection

The information disclosed by you in this form is processed by the UKGC to comply with its legal, statutory and regulatory obligations as a registered provider of higher education in England, and in the legitimate interest of the UKGC to satisfy the requirements of the OfS. The information, and any updates, will be kept securely for the duration of your appointment with the UKGC and the forms will be retained by the UKGC for a period of four years after you cease to be a member of Council, the Executive Board or work in a position of trust.

Information relating to any criminal convictions or any supplementary information provided in response to question 1 (a-i) below, will be retained only for the time it is necessary. The detail of any criminal convictions or other supplementary information will be securely destroyed once a decision has been made and only a record of the decision taken will be retained in accordance with the above.

We will not share your personal information with third parties except in the following circumstances and strictly on a 'need to know' basis:

- Where it is necessary to comply with a legal or regulatory obligation, e.g. in response to a

Freedom of Information Act request or a request for information from the OfS to assess whether the UKGC is meeting its ongoing conditions of registration;

- Otherwise as required by law.

For more information on the UKGC's [Data-Protection-Policy 2025](#)

If your circumstances change at any time such that the information disclosed in this form is no longer accurate, you are required to amend the details in this form and resubmit it at the earliest opportunity. It remains a responsibility of those filling out this form to ensure that the information provided is as up to date as possible.

If you provide false or misleading information to the UKGC, or you fail to notify the UKGC of a material change to the information disclosed, and this discrepancy comes to light, you may be removed from your position and, in the case of an employed position, you may be subject to disciplinary action, up to and including dismissal. The form is required to be signed and dated to confirm the information provided is accurate at the time of signing.

For more information on the UKGC's [Data-Protection-Policy](#) please visit our website:

Please return this completed form to quality@ukgraduate.org.uk.

SECTION A: PERSONAL DETAILS AND 'FIT AND PROPER' INDICATORS	
Title	
Legal first name(s)	
Preferred first name	
Surname	
Phone/mobile number	
Contact address	
Preferred email address	
Role:	
1. Please consider whether the statements below apply, as referenced in the OfS' Public Interest Governance Principles reference and the Finance Act 2010. Please provide further information where relevant (in a separate sheet):	

a. I have never been disqualified from acting as a company director, or from acting as a charity trustee, as set out in the Company Directors Disqualification Act 1986.	☐ AGREE ☐ DISAGREE
If 'disagree' – please provide further information on a separate sheet.	
b. I have not been convicted of an indictable criminal offence anywhere in the world. I have not been convicted or any summary offences within the last 3 years* *Any convictions disclosed will be reviewed and considered, taking into account the relevance and impact on your prospective position.	☐ AGREE ☐ DISAGREE
For d), if 'disagree' – please provide further information on a separate sheet.	
c. I have provided a satisfactory basic certificate from the Disclosure and Barring Service (DBS) and/or other equivalent criminal record checks from countries outside of the UK I have resided in (where appropriate). * *A new basic disclosure from the DBS is required every 3 years.	☐ YES ☐ NO
d. I am not subject of any adverse finding in civil proceedings, where relevant, including, but not limited to, bankruptcy or equivalent proceedings (in the last three years).	☐ AGREE ☐ DISAGREE
If 'disagree' – please provide further information on a separate sheet.	
e. I have not been subject of any adverse findings in any disciplinary proceedings by any regulatory authorities or professional bodies in the last 6 years.	☐ AGREE ☐ DISAGREE
If 'disagree' – please provide further information on a separate sheet.	
f. I have not been involved in a business that has gone into insolvency,	☐ AGREE

liquidation or administration while I have been connected with that organisation or within one year of that connection.	☐ DISAGREE
If 'disagree' – please provide further information on a separate sheet.	
g. I have not been dismissed or asked to resign from a position of trust (i.e. hold authority over another person or within an organisation), removed from professional practice or similar.	☐ AGREE ☐ DISAGREE
If 'disagree' – please provide further information on a separate sheet.	
h. I am not subject to any ongoing investigations where a determination has not yet been made e.g. disciplinary investigations, police investigations, professional conduct investigations or similar.	☐ AGREE ☐ DISAGREE
If 'disagree' – please provide further information on a separate sheet.	
i. I have not been involved with a higher education provider that has had its registration refused or revoked by the OfS, or has had similar action taken against it by another regulatory body (this includes, but is not limited to, serving on a board/governing body, having voting rights, being a significant shareholder/owner, serving in a senior position, etc.).	☐ AGREE ☐ DISAGREE
SECTION B: SIGNED DECLARATION	
I confirm that the information set out in this form is correct to the best of my knowledge and that I will notify promptly the HR Manager should my circumstances change.	☐ YES
I confirm that I provide my consent for information contained within this form to be sent to the Office for Students, as appropriate, as part of the UKGC's	☐ NO

ongoing registration with the regulator and for elements of the information provided to be published on the UKGC's website where appropriate as part of the UKGC's Register of Interests. I confirm I agree to UKGC undertaking a search of the Register of Disqualified Directors, the Individual Insolvency Register and the Register of all Persons Who Have Been Removed as a Charity Trustee. Please see the UKGC's Data Protection Policy for more information.													
Signed: Printed: Date:													
<i>For Office Use Only</i> <table style="width: 100%;"> <tr> <td>Evidence of ID Seen</td> <td>☐ YES</td> <td>☐ NO</td> </tr> <tr> <td>On Register of Disqualified Directors</td> <td>☐ YES</td> <td>☐ NO</td> </tr> <tr> <td>On Individual Insolvency Register</td> <td>☐ YES</td> <td>☐ NO</td> </tr> <tr> <td>On Register as Removed as a Charity Trustee</td> <td>☐ YES</td> <td>☐ NO</td> </tr> </table> Having considered all the information above (name) is / is not found to be a 'fit and proper person' (please delete as appropriate). If not approved, please expand on the rationale below: Signed by Chair of Audit Committee Printed: Date:		Evidence of ID Seen	☐ YES	☐ NO	On Register of Disqualified Directors	☐ YES	☐ NO	On Individual Insolvency Register	☐ YES	☐ NO	On Register as Removed as a Charity Trustee	☐ YES	☐ NO
Evidence of ID Seen	☐ YES	☐ NO											
On Register of Disqualified Directors	☐ YES	☐ NO											
On Individual Insolvency Register	☐ YES	☐ NO											
On Register as Removed as a Charity Trustee	☐ YES	☐ NO											

