



## UCFB\*

# Governance Handbook 2025 - 2026

<b>Owner:</b>	Board of Directors
<b>Author:</b>	Chair of the BoD and Governance Manager & Clerk to Board of Directors
<b>Version Number:</b>	1.0
<b>Approved Date:</b>	January 2026
<b>Approved By:</b>	Board of Directors
<b>Date of Commencement:</b>	January 2026
<b>Date of Last Review:</b>	January 2026
<b>Date for Next Review:</b>	December 2026

\*UCFB is the trading name of University Campus of Football Business Limited

## **1. Purpose and Scope**

- 1.1 This Governance Handbook provides a strategic framework for Directors and Senior Executives of UCFB. It sets out the institutional structures, policies, and procedures that underpin regulatory compliance and organisational integrity. It serves as a reference point for ensuring alignment with national regulatory bodies, including the [Office for Students \(OfS\) E Conditions](#) (Effective governance) initial conditions of registration and ongoing conditions E2 (Management and Governance) and reflects sector-wide expectations for accountability, transparency and effective oversight.

## **2. Governance and Assurance**

- 2.1 This document outlines the essential 'checks and balances' that must be embedded within a well-governed higher education institution. These mechanisms are designed to uphold the principles of good governance as defined by the Committee of University Chairs (CUC) ensuring that institutional decision-making is robust, evidence-informed, and in the collective interests of students, staff, and stakeholders. In doing so, it supports the delivery of high-quality education provision and the safeguarding of public trust.
- 2.2 UCFB receives and tests assurance through its academic committee framework, ensuring governance decisions remain robust, evidence-informed, and compliant with OfS requirements, but also safeguards the quality of provision and the wider public trust in the institution.
- 2.3 Our governance structures enable us to fulfil our strategic objectives and ensure we are well managed and accountable to our stakeholders. Additionally, the Executive Leadership team is responsible to the Board for the long-term success of the institution, the delivery and enhancement of academic standards and sustainable value to shareholders, for implementing our Strategic Plan and for the effective management of the business.

## **3. Leadership Responsibilities**

- 3.1 It is imperative that Directors and Senior Executives possess a clear understanding of their statutory and fiduciary responsibilities, as well as the ethical standards expected of them under the Nolan Principles. This includes a commitment to selflessness, integrity, objectivity, accountability, openness, honesty, and leadership. These duties are enacted through the institution's formal governance structures and are operationalised via the adoption and consistent implementation of rigorous, fit and proper person procedures and declarations of interests.

## **4. How to use this handbook**

- 4.1 Start with Section A for institutional context (Vision, Values, Strategy, KPIs, Risk)

- 4.2 Use Section B for the Board's constitution, responsibilities, operating principles and effectiveness.
- 4.3 Refer to Section C for committee Terms of Reference, hierarchy and reporting lines.
- 4.4 Consult Section D for the legal instruments (Articles of Association, Scheme of Delegation) and Director liabilities.
- 4.5 Use Section E to keep up-to-date with external governance expectations and regulatory requirements, and guidance on conflicts of interest.

## **Section A: The Institution**

- A1 This section provides an overview of the UCFB's strategic foundations and operational framework. It sets out the institution's Vision and Values, organisational structure, and key strategies that underpin academic and business performance. It includes the Education Strategy, Key Performance Indicators (KPIs), and the Risk Register. Policies establish standards for compliance, quality assurance and ethical conduct across all areas of activity.
- A2 Understanding the institution's Vision, Values, KPIs and Risk Register helps the Board and ELT align decisions with strategic priorities and monitor performance effectively. This section ensures governance is informed by clear objectives and risk awareness. The supporting documents include:
  - [Vision](#)
  - [Vision 2026 Update, including KPIs](#)
  - [Values](#)
  - [Education Strategy](#)
  - Corporate Risk Register
  - Policies, including [Whistleblowing](#), [Anti-Bribery, Corruption & Fraud Policy](#)

## **Section B: The UCFB Board**

- B1 This section outlines the constitution, responsibilities, and operating principles of the Board of Directors. It includes the Standing Orders, appointment procedures, and effectiveness review processes that ensure the Board remains fit for purpose and accountable. The Board's role is to provide strategic oversight, safeguard institutional integrity, and ensure compliance with regulatory requirements. This section also details the organisational structure and reporting lines that enable effective governance and decision-making at the highest level.
- B2 The supporting documents are:
  - [Standing Orders of the Board of Directors.](#)
  - [Procedures for the Appointment of Board of Directors.](#)

- UCFB’s Corporate Structure.
- UCFB’s Governance Committee Structure.
- Schedule of Business and Meeting Calendar.
- [UCFB Board and Committees Effectiveness Review Annual Report.](#)

## Section C: The Committees

- C1 Committees and boards are essential components of UCFB’s governance. UCFB has a hierarchy of formal committees led by the UCFB Ltd Board of Directors, and includes the Academic Advisory Body and Academic Board. All formal committees have Terms of Reference (ToR) describing purpose, remit, authority, membership, reporting relationships and meeting frequency. Committees may establish time-limited working groups (“task and finish”) for specific projects; working groups have no decision-making powers and report back to their parent committees.
- C2 The committees provide specialist assurance and advice to the Board, enabling informed decision-making. Clear Terms of Reference and reporting lines ensure governance processes are robust, transparent and compliant with regulatory expectations. The supporting documents include:
- [Terms of Reference Remuneration and Nominations Sub-Committee](#)
  - [Terms of Reference Audit and Risk Sub-Committee](#)
  - [Terms of Reference Academic Advisory Body.](#)
  - [Terms of Reference Executive Leadership Team Terms of Reference](#)
  - [Terms of Reference Senior Management Team](#)
  - [Terms of Reference Academic Board](#)

## Section D: Legal

- D1 This section sets out the legal framework within which UCFB operates. It includes the Articles of Association, and Scheme of Delegation, which establishes the institution’s governance authority and decision-making powers. It also addresses the liability of Directors, insurance cover, and the statutory obligations that underpin regulatory compliance. By articulating these legal parameters, this section ensures that governance practices are transparent, accountable, and aligned with both corporate and higher education sector standards.
- D2 The supporting documents are:
- [Articles of Association.](#)
  - [Scheme of Delegation.](#)
  - Liability of Directors and Insurance Cover.
  - Legal obligations and regulatory duties of the Board
  - [Register of Interests](#)

## Section E: Developments & Regulation in Governance

E1 This section focuses on the evolving regulatory landscape and sector-wide governance expectations. It identifies the steps required by institutions to ensure compliance with the Office for Students (OfS) Conditions of Registration, the Committee of University Chairs (CUC) Higher Education Code of Governance, and the Institute of Directors' (IoD) Code of Conduct. This section ensures that UCFB remains responsive to external developments and through knowledge gained, maintains best practice in governance.

E2 The supporting documents are:

- [OfS Conditions E1 to E9](#)
- [Committee of University Chairs \(CUC\)](#)
- [Institute of Directors](#)
- [The Nolan Principles](#)

### 5. Conflicts of Interest

5.1 The institution is committed to ensuring that high levels of integrity apply in all areas of its operation and that all activities are conducted in an honest and transparent manner. The Conflict of Interest Policy and training will help support Directors and members of the Executive to recognise where their personal interests conflict with, or may reasonably be perceived to conflict with, their institution duties.

5.2 The Conflict of Interest Policy is available [here](#) and a Conflict of Interest training module is available [here](#).

### 6. Further information

For further information about the contents of this handbook, please contact the Governance Manager & Clerk to the Board of Directors:  
[governance@ucfb.ac.uk](mailto:governance@ucfb.ac.uk) or [k.hantom@ucfb.ac.uk](mailto:k.hantom@ucfb.ac.uk)