

# Ordinance VIII

## The Council

(Version effective from 12 February 2020)

### 1.

The Council shall consist of the following persons, namely:

- i. *Ex-officio Members*  
The Senior Pro-Chancellor, the Pro-Chancellors, the Vice-Chancellor, the Deputy Vice-Chancellor and the Honorary Treasurer.
- ii. *Appointed Members*
  - a. One by an Association recognised by the Council as representing former students (including, if the Council so determines, former students of the College).
  - b. Two students of the University appointed by the Students' Union, one of whom shall be the President of the Students' Union, if they are a student of the University.
- iii. *Elected Members*
  - a. Two members of the Senate, being members of the Academic Staff, elected by the Senate, but no member of the Senate shall be eligible for such election to the Council during their final year of office as a member of the Senate.
  - b. Two members of the Academic Staff elected by the Academic and Academic-Related Staff members of the General Assembly.
  - c. One member of the staff other than the Academic Staff elected from within their own number.
- iv. *Co-opted Members*  
Such other persons, not being members of University staff and not exceeding nine in all, as may be co-opted by the Council.

### 2.

Subject to the University's Statutes, members of the Council shall hold office for the following periods:

- i. Ex-officio Members shall hold office for so long as they continue to occupy the positions by virtue of which they became members.
- ii. Appointed Members shall normally hold office for a period of three years with effect from the first day of August in the year in which they are appointed, and shall be eligible for re-appointment provided that Student Members shall hold office for a period of one year with effect from the first day of August in the year in which they are appointed and shall be eligible for re-appointment once only.
- iii. Elected Members shall normally hold office for a period of three years, as determined by the Council. Elected Members shall normally hold office with effect from the first day of August in the year in which they are elected and

shall not be eligible for re-election until the expiration of one year from the end of their term of office. Elected Members shall hold office for so long as the category of membership as which they were elected continues to apply to them.

- iv. Co-opted Members shall normally hold office for a period of three years, as determined by the Council, and shall be eligible for further co-option for a total period not exceeding nine years.

### 3.

A vacancy among the Elected, Appointed or Co-opted Members of the Council shall be filled as soon as possible by the body which appointed, elected or co-opted the member whose place has become vacant. Where a vacancy arises after an Elected, Appointed or Co-opted member fails to complete their full period of office, the new member shall be elected, appointed or co-opted for a full new period of office.

### 4.

All categories of Elected Members of the Council shall be elected in accordance with the processes set out in Ordinance IX paragraph 8.

### 5.

Any member of the Council may resign by writing addressed to the Council.

### 6.

- i. In accordance with Statute XX and the procedures in this Ordinance, the Council may remove the following individuals from office for good cause (as defined in Statute XX):
  - a. With the exception of the Vice-Chancellor to whom Ordinance XLV applies, any Officer of the University appointed by Council in accordance with the provisions of this Ordinance, namely the Chancellor, the Pro-Chancellors (including the Senior Pro-Chancellor), the Honorary Treasurer, or the Pro-Vice-Chancellors (including the Deputy Vice-Chancellor), or the Deans; or
  - b. Any Appointed, Elected or Co-opted Member of the Council.
- ii. The Chair of the Council, after consulting the Secretary, may, at any time, request Council to consider the removal of any individual listed under paragraph 6(i) of this Ordinance, where:
  - a. the Chair themselves considers that there is good cause for such removal from office; or
  - b. the Chair has received a written request from any Council member seeking the removal of the individual from office and the Chair considers that it raises sufficient good cause for the matter to be referred to Council for decision.
- iii. The Chair of the Council must refer a request to Council for decision in any case where:

- a. the Chair has received written request(s) seeking the removal from office of any individual listed under paragraph 6(i) of this Ordinance from eight or more Council members; or
  - b. the Nominations Committee recommends the removal from office for good cause of any individual listed under paragraph 6(i) of this Ordinance.
- iv. Where the individual to be considered for removal from office is the Chair of Council:
  - a. The Deputy Chair shall receive any written requests made under paragraph 6(iii) of this Ordinance and shall determine whether there is good cause to refer any matter to the Council for a decision.
  - b. Any written requests or recommendations made under paragraph 6(iv) of this Ordinance shall be directed to the Deputy Chair of Council.
  - c. Any meeting of Council at which the removal from office of the Chair of Council is to be considered shall be chaired by the Deputy Chair of Council for the relevant item.
- v. Where the Council is to be asked to consider the removal from office of any individual identified under paragraphs 6(ii), 6(iii) or 6(iv) of this Ordinance, the Chair of Council (or Deputy Chair in the case of the Chair being under consideration) shall notify the relevant individual of that fact not less than five working days in advance of the meeting.
- vi. The Chair of Council may suspend any individual listed under paragraph 6.i. from office where the Council is to be asked to consider the individual's removal from office.
- vii. The Council may, at its discretion, delegate responsibility to a body appointed by the Council composed primarily of Council members to consider the case and make a recommendation to Council whether any individual identified under paragraphs 6(ii), 6(iii) or 6(iv) of this Ordinance should be removed from office for good cause (as defined in Statute XX). Before making a recommendation, the appointed body may investigate any relevant matter or establish any facts and it shall be for the body to determine how any such investigation should be progressed. Nothing in this paragraph shall oblige the Council to appoint a body to carry out any investigation before the Council determines whether the individual shall be removed from office.
- viii. Before making a decision on whether any individual identified under paragraphs 6(ii), 6(iii) or 6(iv) of this Ordinance should be removed from office, the relevant individual must have been given a reasonable opportunity, either through written or oral representations, to have been heard by the Council or by a body appointed by the Council under paragraph 6(vii) of this Ordinance. If the Chair of Council deems it appropriate for an oral representation, any individual wishing to make oral representations, may be accompanied by a representative to any meeting of the Council or body appointed by the Council under paragraph 6(vii) hereof. The Chair of the meeting may request the relevant individual to absent themselves from any part of that meeting.
- ix. The Council may decide by a simple majority of those present to remove the member from office for good cause. If the vote shall be equally divided for and against, the Chair (or Deputy Chair in the case of the Chair being under consideration) shall have a second and casting vote. The Council's decision shall be final.

- x. Any of the following individuals removed from office under the procedures in paragraph 6 of this Ordinance shall remain in employment with the University in their substantive role, unless the individual has also been dismissed by the University under Statute XXI (Staff):
  - a. Any Officer of the University who is also a member of staff; or
  - b. Any Elected Member of Council.

## 7.

The Council shall exercise certain of its functions (normally, those concerning individual members of University staff or individual students) at Special Meetings. Members appointed by the Students' Union shall not attend, or receive or have access to papers relating to Special Meetings. In the case of any doubt, the Chair shall decide whether the matter should be considered at a Special Meeting, and their decision shall be final.

## 8.

Subject to the Charter and the Statutes, the Council shall have the following Primary Responsibilities:

### Planning and Monitoring

---

- i. To approve the mission and strategic vision of the University, long-term academic and business plans and key performance indicators, and to ensure that these meet the interests of stakeholders.
- ii. To ensure processes are in place to monitor and evaluate the performance and effectiveness of the University against the plans and approved key performance indicators, which should be, where possible and appropriate, benchmarked against other comparable institutions.
- iii. To ensure appropriate arrangements are in place to monitor and evaluate the student academic experience and maintain the quality and standards of academic awards.

### Financial, Legal and Risk

---

- iv. To approve the annual budget and financial statements, to ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls and risk assessment, and procedures for handling internal grievances and for managing conflicts of interest.
- v. To be the principal financial and business authority of the University, to ensure that proper books of account are kept, and to have overall responsibility for the University's assets, property and estate.
- vi. To be the institution's legal authority and, as such, to ensure that systems are in place for meeting all the institution's legal and regulatory obligations, including those arising from contracts and other legal commitments made in the institution's name.
- vii. To ensure that the University has appropriate procedures for the management of risk and to oversee the operation of these procedures.

## Employment

---

- viii. To be the employing authority for all staff in the University and to be responsible for establishing a human resources strategy.
- ix. To appoint the Vice-Chancellor as chief executive and principal Academic and Administrative Officer of the University, in accordance with paragraph 7 of the Charter, and to put in place suitable arrangements for monitoring their performance.

## Governance Arrangements

---

- x. To appoint the Secretary to Council, and to ensure that, if they have managerial responsibilities in the University, there is an appropriate separation in the lines of accountability.
- xi. To establish processes to monitor and evaluate the performance and effectiveness of Council itself.
- xii. To conduct its business in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life.
- xiii. To ensure that the University's Charter, Statutes and Ordinances are followed at all times and that appropriate advice is available to enable this to happen.
- xiv. In accordance with paragraph 19 of the Charter, to consider any recommendations from Senate on matters with academic implications and to refer the same to Senate for consideration where the Senate has not previously been consulted.
- xv. To delegate authority to the Vice-Chancellor for the appointment of University nominees to the boards of public bodies, limited companies and other institutions.

## General

---

- xvi. To safeguard the good name and values of the University.
- xvii. To make such provision as it thinks fit for the general welfare of students, in consultation with Senate.
- xviii. To promote equality, diversity and inclusivity throughout the University, including in relation to its own operation.
- xix. To ensure that appropriate provision is made for the preservation of health, safety and environmental standards.

## 9.

Subject to the Charter, the Statutes and this Ordinance, the Council shall, in addition to all other powers vested in it, have the following powers:

- i. To appoint a Chair, Deputy-Chair and Secretary.
- ii. To co-opt members of the Council as provided for under this Ordinance.
- iii. To appoint the Chancellor, Pro-Chancellors (including the Senior Pro-Chancellor) and Honorary Treasurer.
- iv. To appoint the Vice-Chancellor, Pro-Vice-Chancellors and Deans.
- v. To make, amend or repeal Statutes and Ordinances in accordance with paragraphs 16 and of the Charter and with this Ordinance.

- vi. To be the employing authority of all staff in the University.
- vii. On the recommendation of the Senate, to establish, modify and dissolve the academic organisational structures of the University and to prescribe or revise their constitution and functions.
- viii. To determine, after considering any recommendations of the Senate, all University fees.
- ix. To confer, on the recommendation of the Senate, the title of Emeritus Professor or Honorary Professor, Reader, Lecturer or Fellow.
- x. To approve the award of honorary degrees and University medals.
- xi. To govern, manage and regulate the business and financial affairs of the University including without limitation:
  - a. To appoint bankers and any other officers, advisors or agents.
  - b. To invest any moneys belonging to or held by the University subject to such legislation or regulation that may, from time to time, be in force.
  - c. To borrow money on behalf of the University and for that purpose, if the Council think fit, to mortgage or charge all or any part of the property of the University, whether real or personal, and to give such other security as the Council shall think fit.
- xii. To sell, buy, exchange, lease and accept leases of real and personal property on behalf of the University.
- xiii. To provide the buildings, premises, furniture and apparatus, and other means needed for carrying on the work of the University.
- xiv. To provide and license Halls of Residence, lodgings, apartments, and other places of residence, whether or not maintained by the University and upon and subject to such terms and conditions as the Council shall think fit.
- xv. To enter into, vary and cancel contracts on behalf of the University.
- xvi. To make provision for schemes of insurance, superannuation, pensions or retirement benefits for members of the University staff.
- xvii. To regulate the discipline of students at the University, on the advice of Senate.
- xviii. To take such steps as it thinks proper for regulating associations of Students, on the advice of Senate and in accordance with relevant legislation.
- xix. To select a Seal, Arms and a Mace for the University and to have the sole custody and use of the Seal.
- xx. Generally, to exercise all such powers as are or may be conferred on the Council by the Charter and these Statutes, including the power to make Regulations in the exercise of all the powers expressly set out in this Ordinance and of all other powers vested in the Council.

## 10.

Any Ordinance may be repealed by resolution of the Council, but any such repeal shall not take effect until the resolution has been confirmed at a subsequent meeting of the Council held not less than one calendar month after the meeting at which the resolution was first passed.

## 11.

- i. The Council, in accordance with the procedure prescribed in the Ordinances, shall appoint from among its members or otherwise a Chair, not being a member of the staff or a student of the University.

- ii. If the Chair is appointed from outside the Council, they shall cease to be a member of the Council if they cease to be Chair. Subject to the Statutes, the Chair shall hold office for three years and shall be eligible for re-appointment.
- iii. The Council shall appoint from among its own members a Deputy Chair, not being a member of the staff or a student of the University. They shall preside at the meetings of the Council in the absence of the Chair. The Deputy Chair shall hold office for three years and shall be eligible for re-appointment.

## 12.

- i. The Council may establish Committees, to which it may appoint members of the Council and other persons. The Council may also establish with the Senate Joint Committees to which the Council may appoint members of the Council and other persons and the Senate may appoint members of the Senate and other persons. Subject to the provisions in Statute XIII (The Council), the Council may delegate any of its functions to any such Committee or Joint Committee.
- ii. The Council may establish Joint Committees of the Council and representatives of the Students' Union.