

## **Standing Orders for Academic and Executive Committees**

These standing orders cover the Academic Council and its Committees and the Executive (Vice-Chancellor's Group) and its Committees. They will apply unless special provisions have been agreed in a Committee's terms of reference.

### **1. Quorum**

- 1.1 The quorum for all meetings will be one third of the members eligible to attend.

### **2. Alternates**

- 2.1 If an Ex Officio member is unable to attend a meeting through illness or other good reason, where possible they should send a suitably qualified alternate to take their place at the meeting. Alternates should be notified in advance to the chair of the Committee and are subject to approval by the chair.

### **3. Secretarial arrangements**

- 3.1 The Secretary to all University Committees (i.e. outside individual Faculties and Directorates) will be the University Secretary or a staff member approved by the University Secretary. Appointments of potential committee secretaries should be notified in advance to the University Secretary.

### **3. Frequency and Format of meetings**

- 3.1 Committees are responsible for determining the frequency of their meetings based on the nature of their business and should normally meet at least once a term. If special arrangements apply (e.g., weekly meetings of the Vice-Chancellor's Group, or a Committee meeting twice a term), the frequency of meetings should be specified in the Committee's terms of reference. Additional meetings may be called by the Chair of the Committee as required. The scheduling of meetings should take account of the Committee's reporting line, i.e. a committee should aim to meet in advance of its parent committee so that minutes and any business requiring the approval of the parent committee can be reported to it.
- 3.2 The Committee may meet in person, by virtual means or through a combination of in person and virtual attendance at the discretion of the Chair. The Committee may also decide matters by email circulation, although this should normally only be used for matters which do not require extensive discussion or consideration. Committees are expected to conduct most of their business through formal meetings.

#### **4. Chair's Action**

- 4.1 In between meetings of the Committee, the Chair of the Committee is empowered to decide matters falling within the Committee's remit by Chair's action if, after discussion with the secretary of the Committee, the decisions are considered to be minor, procedural or urgent.
- 4.2 Other decisions can be taken by the Chair's action following email circulation to members for approval and comment or by calling a special meeting.
- 4.3 Matters decided by Chair's action shall be reported to the next meeting of the Committee.
- 4.4 The Vice-Chancellor may make any decisions at any time provided the decision making power has been delegated to them in the Delegation Framework.

#### **5. Reporting procedures**

- 5.1 All Committees must produce minutes of the meeting in the format approved by the University Secretary unless the use of an alternative (e.g. action notes instead of minutes) has exceptionally been approved in the Committee's terms of reference.
- 5.2 The minutes of all meetings of the Committee will be submitted to the parent Committee, i.e. the Committee to which it reports (e.g., Academic Council reports to the Governing Body).
- 5.3 In addition to the minutes, the parent Committee should receive a report summarising any decisions made by the Committee under delegated authority and any recommendations which are proposed for decision by the parent Committee.
- 5.4 All papers within the remit of the Academic Council which are scheduled to be presented to a meeting of the Governing Body must first have been presented to the Academic Council. All other papers which are scheduled to be presented to a meeting of the Governing Body must first have been presented to the Vice-Chancellor's Group.

#### **6. Conflicts of Interest**

- 6.1 If a member of the Committee becomes aware that they or a connected person has a conflict of interest in a matter being considered by the Committee, they should preferably draw the matter to the attention of the Committee Secretary in advance of the meeting or draw it to the attention of the Chair at the relevant point in the meeting or as soon as they become aware of a conflict during the course of discussion. Declarations made in this way will be recorded in the Minutes.

- 6.2 Those declaring an interest should withdraw from the meeting for the item where they have declared an interest unless the Chair invites them to stay. They will not speak during the item unless invited to do so by the Chair.

## 7. Confidentiality

- 7.1 While the University seeks to operate as transparently as possible, minutes and papers may contain information which is sensitive, e.g. for commercial reasons or due to personal data. However, the wider circulation of minutes and papers to relevant staff outside the committee can also help to disseminate decisions and actions. To support this, minutes and papers should be marked using the following classifications:

**Open:** minutes and papers that can be given general circulation to relevant University staff to support the dissemination of decisions and actions.

**Confidential:** matters that should be kept confidential within the Committee and should not be circulated outside that forum. These are matters where the release of the information could have a reputational, financial or privacy impact on the University. Any wider distribution must be approved by the chair of the Committee who should take advice from the University Secretary.

Where no marking has been used, minutes and papers should be assumed to be confidential.

- 7.2 Papers may be re-classified during the meeting as open or confidential. Individual minutes may also be classified as open or confidential.
- 7.3 Members must respect the confidentiality of papers and minutes. Members are responsible for ensuring the secure storage and disposal of the confidential documents they receive, whether in electronic or paper form.

## 8. Delegation

- 8.1 Committees are responsible for overseeing the activities of any sub-committees reporting to them and should receive minutes and reports from their sub-committees as indicated in section 5.
- 8.2 Committees are not authorized to create new sub-committees/working groups or delegate responsibilities to sub-committees/working groups without the approval of the Vice-Chancellor's Group or the Academic Council, as appropriate. Proposed changes should be submitted to the University Secretary for review prior to consideration by the Committee.

## **9. Review**

- 9.1 Committees will review their terms of reference and membership annually and as necessary and recommend any necessary changes to the Academic Council or Vice-Chancellor's Group as appropriate. Proposed changes should be submitted to the University Secretary for review prior to consideration by the Committee.
- 9.2 Committees will review their own effectiveness annually and in greater depth at a minimum of every three years. The University Secretary will provide guidance. Reviews may be performed as part of a wider governance effectiveness review.

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