

REGULATION 5: COUNCIL

Regulations 5.3, 5.4 and 5.25 and this paragraph may only be amended at a meeting of Council with the agreement of three-fourths present and voting, and having taken into account the views of Senate.

Composition

1. Council shall consist of such persons and for such terms of office as prescribed in Statute IV.
2. For the purpose of these Regulations, an 'ordinary member' of Council is any member other than the Chair, or Vice-Chair or an *ex officio* member. 'Membership' means membership of Council as an ordinary member. An 'Independent Member' of Council means a member who is neither a member of staff nor a student of the University. 'Officers of Council' means the Chair or Vice-Chair.
3. The elected members by and from the staff shall comprise:
 - (a) three members of Senate;
 - (b) two members of the academic staff;
 - (c) one member of the Professional Services staff.
4. The student member specified in Statute IV.1 (vi) shall be the Research Postgraduate School representative sitting on Senate.

Appointment or election of Members

5. The Independent Members of Council shall be appointed by Council.
6. The following will be eligible to nominate, be nominated and vote in the election for the members of staff of Senate (as specified in paragraph 3(a)): elected or *ex-officio* members who are members of Senate at the time of their election to Council. At least two of the elected members shall be academic members.
7. The following will be eligible to nominate, be nominated and vote in the election for the academic members of staff (as specified in paragraph 3(b)): those on Teaching or Research Faculty Conditions of Service who (a) hold University appointments on the census date and (b) whose continuous service with the University will be at least one year by the end of the contract which is in force on the census date. The census date is a date at the start of the election, chosen by the Returning Officer, when the names of those eligible to be included in the electorate will be determined. No names will be added to the list of the electorate after the census date.
8. The following will be eligible to nominate, be nominated and vote in the election for the member of Professional Services staff (as specified in paragraph 3(c)): Operational Support Staff (OS); Professional Services Staff: Professional and Management (PM); Professional Services Staff: Support (PS); Technical Staff: Management (TM); Technical Staff: Support (TX); Operational Craft Staff (OX) who (a) hold University appointments on the census date and (b) whose continuous service with the University will be at least one year by the end of the contract which is in force on the census date. The census date is a date at the start of the election,

chosen by the Returning Officer, when the names of those eligible to be included in the electorate will be determined. No names will be added to the list of the electorate after the census date.

9. The conduct of and timetable for each election will be the responsibility of the Chief Operating Officer.
10. In the event that the number of candidates in an election is less than or equal to the number of places to be filled, candidates will be declared elected after the closing date for the receipt of nominations without a ballot being held.
11. Voting in staff membership elections will be by single transferable vote. Voting in the appointment of the Officers of Council will be by simple majority vote.
12. If the total number of candidates nominated in a staff election or an election from Senate is less than the number of vacancies available to that constituency, the Vice-Chancellor will report to Council on any vacancies remaining, and may make proposals to Council for filling those remaining vacancies.
13. The results of each election, including voting figures, will be communicated to Council, normally at its next meeting. Ballot papers will be retained for three months after each election.

Tenure of Members

14. Elected or appointed members shall be elected or appointed for periods of three years and shall be eligible for re-election or re-appointment for three periods up to a maximum of nine years' service. The maximum period of tenure shall apply whether the member is an Ordinary member or an Officer. The tenure of the student representative shall be one year.

Officers of Council

15. Council shall appoint, from among its Independent Members, a Chair and a Vice-Chair.
16. Council shall approve the powers and duties of the Officers.

Chair

17. The Chair shall hold office for three years and shall be eligible for re-appointment.
18. On the resignation, removal, non-reappointment or at the end of the maximum tenure of nine years, the Chair's membership of Council shall cease.

Vice-Chair

19. The Vice-Chair shall hold office for three years and shall be eligible for reappointment. If, at the end of their period of service as Vice-Chair, they revert to being an Ordinary Member, their maximum tenure shall be nine years.

Resignation of members

20. Members of Council may resign by writing to the Secretary to Council.

Removal of members of Council

21. A member of Council (other than an *ex officio* member) may be removed for good cause by Council. For the purposes of this regulation “good cause” includes:
- (a) conviction for an offence which may be deemed by Council, as the case may be, to be such as to render the person convicted unfit for the execution of the duties of Council; or
 - (b) conduct of an immoral, scandalous or disgraceful nature incompatible with membership of Council; or
 - (c) conduct constituting failure or persistent refusal or neglect or inability to perform the duties or comply with the duties of Council whether such failure results from physical or mental incapacity or otherwise; or

Any member, other than an *ex officio* member, who fails to attend three ordinary meetings of Council in a row will be deemed to have resigned from Council unless Council considers that are exceptional circumstances.

Rights of Attendance at Meetings of Council

22. Substitutes will not be permitted to attend meetings of Council.

Mode of operation

23. In the absence of a quorum, no business shall be transacted other than the adjournment of the meeting. At the adjourned meeting, the business for which the original meeting was called may be completed in the absence of a quorum. The manner of summoning the adjourned meeting, and the period of notice to be given, shall be prescribed by Council.

Powers of Council

24. Council shall, in addition to all other powers vested in it by the Charter and the Statutes, have the following powers and functions:-
- (a) To institute, after report from the Senate, Professorships, Readerships, Lectureships and other academic offices and to appoint persons to fill the same.
 - (b) To make provision for research within the University.
 - (c) To establish, after report from Senate, such Schools of Study or units of academic organisation as may be deemed necessary from time to time; to prescribe their constitution and functions, and to modify, disestablish or revise the same.

- (d) to appoint a Librarian who shall be responsible to the Vice-Chancellor for the administration of the Library.
- (e) To fix all University fees but in the case of academic fees charged to students only after consultation with Senate.
- (f) In consultation with Senate, to institute, subject to any conditions made by the Founders, Fellowships, Scholarships, Studentships, Exhibitions and Prizes.
- (g) To make provision for the welfare of the students.
- (h) To determine the complement of the Professional Services staff, to prescribe their conditions of employment and to appoint persons to, and to remove persons from, employment as members of the Professional Services staff.
- (i) To govern, manage and regulate the finances, accounts, investments, property, business and all affairs whatsoever of the University.
- (j) To invest any moneys belonging to the University, including any unapplied income, in such stock, funds, shares or securities as it shall from time to time think fit, whether authorised by the general law for the investment of trust moneys or not, and whether within or outside the United Kingdom, or in the purchase of freehold or leasehold hereditaments in the United Kingdom, including rents, with the like power of varying such investments from time to time.
- (k) To sell, buy, exchange, lease, and accept leases of real and personal property on behalf of the University.
- (l) To provide the buildings, premises, furniture and apparatus, and other means needed for carrying on the work of the University.
- (m) To borrow money from time to time on behalf of the University and for that or any other purpose, if Council think fit, to mortgage or charge all or part of the property of the University, whether real or personal, and to give such other security as Council shall think fit.
- (n) To enter into, vary, carry out or cancel contracts on behalf of the University.
- (o) To make provision for schemes of superannuation, pensions or retirement benefits for members of the staff of the University, or their dependants.
- (p) To recognise any association as representing the interests of former students of the University and to withdraw or vary such recognition.

Council may delegate to any person, committee or body the power to appoint any member of staff, or any class of such members.

Special Resolutions

25. The Charter and Statutes may only be amended by Special Resolution. A Special Resolution to amend the Charter or Statutes means a resolution passed at a meeting of the Council, provided that notice of such meeting shall be given to each member of

the Council not less than fourteen days before the meeting be held and that the resolution be passed by a majority of not less than three-fourths of those present and voting.

Reserved Areas of Business

26. In any case where a person is, in his or her capacity as a student or representative of students, a member of, or is admitted to any meeting of, Council, (other than the Students' Union established in accordance with Regulation 3), the student shall withdraw from the meeting when it is declared by the Chairman of the meeting that the meeting is about to discuss a reserved area of business and shall not return to the meeting until the discussion on the reserved area of business is concluded.
27. Papers for consideration at any such meeting as aforesaid and minutes and other records any of which relate to reserved areas of business shall not at any time be made available to a student.
28. For the purposes of this Regulation "reserved areas of business" means all matters affecting the personal (including academic and financial) affairs of any member of the University.

Updated June 2018.