

COUNCIL CODE OF CONDUCT

Introduction

This Code of Conduct applies to all members of the University Council (including lay members, and staff and student representatives) at the University of Bradford and sets out the standards and commitments expected of a member of Council. It also applies to external co-opted members of the Audit Committee.

It should be read in conjunction with the University's Charter and Statutes¹, and the Standing Orders for University Committees², which set out the manner in which the Council and its committees operate.

Members have a responsibility for ensuring that the Council conducts itself in accordance with the accepted principles of public life identified by the Nolan Committee in their first Report on Standards in Public Life. The University promotes the principles set out below which Council members are expected to observe:

Selflessness: holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.

Integrity: holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

Objectivity: in carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit

Accountability: holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness: holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty: holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership: holders of public office should promote and support these principles by leadership and example.

This document and its associated responsibilities apply to all members of the University Council and its Committees. All members will be required to sign this document to confirm their commitment to it before their appointment to the Council / attendance at meetings can be confirmed. Where a member is unsure of their obligations or responsibilities under this Code, advice should be sought from the University Secretary in the first instance.

¹ <https://www.bradford.ac.uk/governance/charter-and-statutes/>

² https://unibradfordac.sharepoint.com/:w:/r/sites/governance-intranet/_layouts/15/Doc.aspx?sourcedoc=%7B08B58D33-AAA1-41F4-B99F-E59BEF1B051D%7D&file=Standing%20orders.docx&action=default&mobileredirect=true

General Duties and Obligations

- 1 Members must act within the Charter and Statutes of the University, and abide by the policies and procedures of the University. This includes having knowledge of the contents of the University's Charter and Statutes³, and the relevant policies and procedures⁴.
- 2 Members should provide strategic direction, and support and champion the University's strategic vision, mission and the values these encompass, making any skills, knowledge or experience they have available and seeking to be involved in University life.
- 3 Members should develop and maintain a sound and up-to-date knowledge of the University and its environment. This will include an understanding of how it operates and the extent of its work, the higher education sector, and the changing social, political, geographic and economic context in which it operates.
- 4 Members should act with reasonable care, skill, honesty and diligence, and fulfil their responsibility to ensure that the University operates and is managed effectively and appropriately, raising issues and questions, as a critical friend, in a proper and sensitive way.
- 5 Members should respect the principles of collective decision-making and corporate responsibility by which the Council operates, and understand that a decision taken by the Council, even when it is not unanimous, is a decision taken by members collectively and individual members have a duty to stand by it whether or not they were present at the meeting when the decision was taken.
- 6 Members must respect organisational, Council and individual confidentiality, while never using confidentiality as an excuse not to disclose matters that should be transparent and open. Where agenda items are considered to be confidential or reserved from wider publication, these papers will be marked as such and only shared with members of the Council. Sensitive business should not be discussed outside of the Council and its committees.
- 7 Members should make an active contribution to the Council, including participating in induction, training, sharing their perspective, skills and experience for the long term benefit of the University, with fellow members appointing new members in accordance with agreed selection criteria.
- 8 Members should use the University's resources responsibly, and if claiming expenses will do so in line with our Travel and Expenses Policy⁵.
- 9 Members should seek to be accountable for their actions as a member of the University's Council and a charitable trustee, and will submit themselves to whatever scrutiny is appropriate, in line with CUC guidance.

³ <https://www.bradford.ac.uk/governance/charter-and-statutes/>

⁴ <https://www.bradford.ac.uk/governance/policies-and-statements/>

⁵ <https://www.bradford.ac.uk/finance/media/purchasing/allfiles/documents/Travel-and-Expenses-Policy-April-2018.docx>

Public Accountability

- 10 Members are responsible for ensuring that public funds are used in accordance with the terms and conditions of funding set out by the Office for Students and any associated responsibilities.
- 11 Members are ultimately accountable for the proper use of income derived from other public and private sources and must monitor the expenditure of all funds.

Managing Interests

- 12 Members should not gain materially or financially from their involvement with the University, and should not receive gifts, hospitality or benefits of any kind, unless specifically authorised to do so. The University has an Entertaining, Hospitality and Gifts Policy which provides practical guidance in this area, and members should be mindful of their obligations under this Policy⁶.
- 13 Members should act in the best interests of the University of Bradford as a whole, and not as representative of any group, internal or external to the University. Members should consider what is best for the University and its present and future beneficiaries in all of its decision making and avoiding bringing the University into disrepute.
- 14 Members should not, unless authorised, put themselves in a position where their personal interests conflict with their duty to act in the interests of the University. Where there is a conflict of interest, members should ensure that this is managed effectively in line with any agreed policy, and should notify the University Secretary in the first instance should their interests change during the course of the year. In accordance with good governance practice, the University maintains a Register of Declarations of Interest for members of the Council, the Senate and the Executive Board and members are requested to lodge with the Legal and Governance Office a completed pro-forma declaring all external interests which could potentially conflict with their role. This is updated annually; however members should inform the Legal and Governance Office if there are any changes in the information during the year.
- 15 In addition to the formal Register of Declarations of Interest, and as noted in the new higher education regulatory framework, members are required to complete an enhanced disclosure form to allow the OfS to judge whether they are 'fit and proper' persons for the purposes of managing and governing the University.
- 15 Failure to declare a conflict of interest may be considered to be a breach of this Code.

Meetings

- 16 A high level of attendance at meetings of the Council is expected in order that members can perform their duties.
- 17 Members should prepare fully for all meetings. This will include reading papers, querying anything they do not understand with an appropriate member of the University Executive or another Council

⁶ <https://www.bradford.ac.uk/finance/media/finance/documents/Hospitality-Policy--December-2017---Final.pdf>



member, thinking through issues before meetings and providing any necessary information required of members, in relation to the governance, regulation or legal requirements of the University.

- 18 Members should actively engage in discussion, debate and any required voting in meetings; contributing in a considered and constructive way, listening carefully, challenging sensitively and avoiding conflict.

Relationships with Others

- 19 Members should act independently and, where they are also an employee of the University, should maintain the clear separation of their role and responsibilities as a Council member from their day-to-day duties as an employee.
- 20 Members should endeavour to work considerately and respectfully with all those they come into contact with at the University. They will respect diversity, different roles and boundaries, and avoid giving offence.
- 21 Members should recognise that the roles of Council members, University managers, employees and students are different and will seek to understand and respect the different stakeholder roles. In particular members should recognise their responsibility to support the chairperson and the senior staff members.
- 22 Members should not make public comments about the University unless authorised to do so. Any public comments on the governance, management or institutional policies of the University should be well informed and considered, whether they are made as an individual or as a Council member.

Appointments and Resignations

- 23 The appointment/re-appointment of members is conducted by the Governance and Nominations Committee on behalf of the Council. Members normally hold office for a period of three years. The maximum period of continuous service is nine years. Appointment for second and third terms of office is not automatic and is subject to review between the member, the Chair of Council and the University Secretary. Decisions related to extensions of terms of office are managed through the Governance and Nominations Committee reporting to Council.
- 24 Should a member wish to make a complaint about another member of the Council, a member of staff or student of the University, it should be raised with the Chair of the Council and/or the University Secretary in the first instance.
- 25 If the complaint relates to the University Secretary it should be raised with the Chair of the Council and the Vice Chancellor.
- 26 If the complaint relates to the Chair of the Council, it should be made to the Chair of the Audit Committee.



- 27 I, the undersigned, understand that, in accordance with the provisions of the Higher Education Code of Governance, a substantial breach of any part of this Code may result in procedures being put in motion that may result in my being asked to resign from, or being removed from the Council. Any such procedures will be determined by the Chair, as appropriate to the circumstance, in consultation with the University Secretary or in accordance with any procedure set out in the Statutes if applicable.
- 28 I understand that should this occur, I will be given the opportunity to be heard, if necessary by the full Council. In the event that I am asked to resign from the Council I will accept the majority decision of the Council in this matter and resign at the earliest opportunity.
- 29 If I wish to cease being a Council member of the University of Bradford at any time, I will inform the Chair in advance in writing (giving as much notice as possible), stating my reasons for leaving.

Signed

Name

Date

Title: Council Code of Conduct

Owner: University Secretary

Approving body: Governance and Nominations Committee

Date of approval: 20 February 2019

Date of implementation: 20 February 2019

Review interval: Three years (next review: February 2022)