

Standing Orders for University Committees

Legal and Governance, May 2018, updated October 2020

Approved by Governance and Nominations Committee, June 2018, October 2020

Next review: 2023/24

Introduction

- 1 These Standing Orders will apply to the following [committees](#) of the University of Bradford :
 - Council and its committees;
 - Senate and its committees;
 - Executive Board and its committees.
- 2 They align with good governance practices and with the guidance set out by the [Committee of University Chairs \(CUC\) The Higher Education Code of Governance](#).
- 3 They will be recognised as the University model for the effective management of committee business and will be used to regulate the conduct of meetings and assist committee members in the discharge of their responsibilities.
- 4 They will be reviewed every three years by the Governance Office and the University Secretary to ensure they continue to effectively support the workings of the University's committees. They will next be reviewed in 2023/24.
- 5 Nothing in these Standing Orders is intended to conflict with the [Charter and Statutes](#). In the event of any such conflict, the Charter and Statutes will take precedence.
- 6 The University Secretary will monitor implementation of the Standing Orders. Chairs and Committee Secretaries will also have due regard to the principles of operation set out below.

Constitution of Committees

- 7 The constitution of a committee consists of its:
 - a) terms of reference.
 - b) powers and / or delegated authority.
 - c) authority to delegate its functions.
 - d) membership profile (including the terms of offices of members).

Chairs and Deputy Chairs

- 8 Meetings will be chaired by the Chair designated in the committee's membership.
- 9 In the absence of the Chair, the Deputy Chair will chair the meeting. If no Deputy is in place the members present will appoint a Chair from amongst their number.

Membership Definitions

- 10 Members of committees are generally those who have been selected or elected to represent a certain relevant constituency. They play a full part in the business and decision making of the meeting and can vote on any issues where a vote is required.



Ex-officio: refers to those who are members of a committee by virtue of their appointment within the University. Membership attaches to the office or role, not to the individual, e.g. the Vice-Chancellor, Pro-Vice-Chancellor, Dean of Faculty, Associate Dean etc.

Elected members: will be nominated from the specified constituency as noted on the terms of reference. If there are more nominations than vacancies an election will be held in which all members of the constituency may vote. This will be undertaken in line with [Regulation 15](#). Elected members must act on behalf of the whole committee and University and not just for their constituency. Elected members normally hold office for a period of three years; the maximum period of continuous service is nine years.

Nominated members: are identified by an individual or group and usually a single name is put forward for each vacancy. A committee will commonly delegate to its Chair the task of nominating a representative to serve on another body.

Co-opted members: refers to members who chosen for their individual contribution in relation to the committee's terms of reference. Co-option is used to secure specific expertise, or to achieve a better balance overall after other membership categories have been filled.

Lay members: the majority of the Council's members are [lay members](#) (neither employees nor students of the University) and they contribute a wide range of experience from the public and private sectors. The role is similar to that of the non-executive directors of companies. The appointment of lay members is conducted by the Governance and Nominations Council on behalf of the Council. Lay members normally hold office for a period of three years; the maximum period of continuous service is nine years.

- 11 The University Secretary is responsible for the governance arrangements of the University and is the formal secretary to both Council and Senate and its Committees and is able to attend any meeting of those committees. The University Secretary will not be a member of any Committee of Council or Senate, but is responsible for the provision of governance, constitutional and legal advice to all Chairs, Boards and Committees.
- 12 A person who is 'in attendance' at a meeting attends because of the position they hold, normally to be kept informed and/or to provide information. They are not entitled to vote at any meeting when they are in attendance, should a vote arise.
- 13 The Secretary to the Committee has the right to speak on any matters under discussion but does not have voting rights. The Secretary is responsible for i) servicing the Committee; ii) ensuring meetings are effectively organised; and iii) assisting the Chair in the conduct of the business of the Committee.

Resignation and Retirement of Members

- 14 With the exception of ex-officio members, members may tender their resignation from a committee at any time by informing the relevant Chair and Committee Secretary. The relevant procedure will then be followed to appoint a replacement member.



- 15 Ex-officio members will cease to be a member of a committee when they no longer hold that office.
- 16 Lay members will serve until the end of the term of office agreed when they were appointed or re-appointed. This process is managed by the Governance and Nomination Committee on behalf of Council.
- 17 Student members will cease to be a member of a committee at the end of the term of office agreed when they were appointed or re-appointed.

Quorum

- 18 A quorum is the minimum number of people who need to be present in order for the business conducted at the meeting to be valid and any actions agreed.
- 19 In the absence of a quorum, no formal resolution may be passed, but informal recommendations for decisions may be made to be considered and ratified at a subsequent meeting.
- 20 The quorum for committees will be stated in their terms of reference.
- 21 When a meeting becomes inquorate through the departure of one or more members, the Chair will decide whether the consideration of unfinished business requires the meeting to be reconvened. If there are no matters of urgency to be resolved, the unfinished business may be deferred to the next ordinary meeting of the committee.
- 22 The quorum for University Council will require a majority of lay members to be present.
- 23 Members should endeavour to attend all meetings. A record of attendance of members will be kept by the Committee Secretary and attendance at each meeting of a committee will be reported in the minutes. Any member who sends apologies to, or is otherwise absent from two consecutive meetings or more may be asked by the Chair to consider whether they are able to offer the required level of commitment, unless mitigating circumstances have been notified to the University Secretary. Absence from meetings may be grounds for the removal of a member from a committee.
- 24 Attendance at Council and its committees will be monitored by the Governance and Nominations Committee and reported annually.
- 25 Any person who is not a member of the committee but is attending in connection with an item of business will normally be invited to stay throughout the discussion on the item only.

Apologies

- 26 All members are expected to attend relevant meetings. Members who are unable to attend for good and sufficient reason should send their apologies and reason for absence, in writing,

to the Committee Secretary, as soon as possible, and no less than 24 hours before the meeting.

- 27 Any member who sends apologies to, or is otherwise absent from three consecutive meetings of the committee, may be asked by the Chair to consider whether they are able to offer the required level of commitment (unless mitigating circumstances have been notified to, and accepted by, the Chair). Absence from meetings may be grounds for the removal of a member from the committee.

Alternates and Proxies

- 28 Members of committees are not permitted to send alternates to meetings nor to appoint proxies to act on their behalf at meetings.
- 29 The attendance of observers at a meeting is at the discretion of the Chair. Observers will be required to withdraw from any confidential business.

Frequency of Meetings

- 30 A [calendar of meetings](#) is produced by the Governance Office to allow the orderly conduct of business through to Senate and Council. The dates have been arranged such that, where possible, there are intervals between meetings to permit referrals of business from one committee to another. In exceptional circumstances, the Chair of a committee, on the advice of the Committee Secretary, may approve changes to its schedule of meetings.

Convening and Notice of Meetings

- 31 All meetings will be convened by the Committee Secretary. The Committee Secretary will convene additional meetings if the Chair deems that it is necessary or desirable to do so. An extraordinary meeting will be convened upon receipt of a formal request from the Chair. Seven days' notice will be given where possible. An extraordinary meeting will transact only the business specified in the request.
- 32 Notice of a meeting will normally be in the form of an agenda setting out the time and place of the meeting, and the item(s) of business to be transacted. The format and style of the agenda paper should conform to the [University standard agenda template](#) and will be circulated to each member seven days before the date of the meeting.
- 33 For each committee an [annual schedule of business](#) will be agreed with the Chair. This will be presented to each meeting, for information. It will help to ensure that committees fulfil their responsibilities for governance over the academic year and accommodate the key elements of the annual cycle of decision-making and monitoring. The schedule is a live document and should be re-issued at each meeting to reflect changes that are occurring within the purview of the committee's business, such as changes in regulations / legislation / statutory returns and up and coming initiatives.

Cancellation of Meetings

- 34 The Chair of any committee may at his/her discretion cancel a meeting if there is insufficient business to be transacted or if it is clear in advance of the meeting that a quorum will not be reached. Cancellation will be intimated as soon as possible by email to members.

Format of Meetings

- 35 Meetings may be held physically (usually on University premises) or virtually using digital communication tools. [Protocols for virtual meetings](#) have been developed.
- 36 In exceptional circumstances, where a physical or virtual meeting is unable to take place, and where Chair's Action is not deemed appropriate, members may be asked to approve specific items by email. Members may also be sent information electronically in between meetings that require their feedback/input.

Agendas

- 37 The agenda will conform in style and format to the [University's standard template](#) and will differentiate between those items that are for discussion, decision and information.
- 38 The Committee Secretary is responsible for:
- publishing deadlines by which requests for items of business to be included in the agenda should be notified to the Chair and the Committee Secretary.
 - drafting the agenda for approval by the Chair.
- 39 The agenda for ordinary meetings will be issued to each member not less than seven working days before the meeting unless the Chair determines otherwise in light of the nature of the business. A draft agenda for the following meeting will be included in the circulation for each meeting of the Committee, for information.
- 40 Once the agenda has been approved by the Chair any requests to remove or add items must be made through the Secretary who will liaise with the Chair to approve or otherwise such a request.
- 41 The following symbols are used on agendas:
- the star (*) denotes an item that requires approval with whatever level of discussion is appropriate.
 - the square (■) means that an item is for discussion only.
 - agenda items not marked with a star or square are for noting without discussion.
 - recommendations included in papers not starred and thus not discussed will be taken as approved.

Ordinary Business

42 The agenda for ordinary meetings will include:

- Standing items.
- Welcome and apologies for absence.
- Declarations of interest.
- Terms of reference and membership.
- Minutes of the last meeting.
- Actions and matters arising.
- Terms of reference and membership.
- Draft agenda for next meeting.
- Annual Schedule of Business.
- Any other business.
- Date of the next meeting.

43 The agenda will include items for decision, discussion and information.

44 Members may raise questions of detail with report authors in advance of the meeting with a view to improving the effectiveness of the meeting.

Confidential and Reserved Business

45 The University adheres to the principles of openness and transparency in the dissemination of information throughout the institution; however, in order to protect its interests, and subject to the provisions of the General Data Protection Regulations and Freedom of Information Act, certain items of business may be declared to be confidential and/or reserved. Advice and guidance is available from the Assistant Head (Risk and Information Governance).

46 Confidential documents will be clearly marked as such and members must respect and comply with the requirement to keep such information private.

Other Business

47 The consideration of any business not notified on the agenda will be permitted only at the discretion of the Chair or by resolution of the committee, taking into account the urgency of the business.

48 Members wishing to propose an item of 'any other business' should normally give notice of such business to the Committee Chair or Secretary at least 24 hours in advance of the next scheduled meeting. Where such notice is not practicable because of the nature of the business, members will notify the Chair at the earliest opportunity of the proposed item. The Chair will decide whether the item is appropriate for discussion by the committee. The Chair will have discretion to decide whether the proposal will be considered at the next scheduled meeting or to refer the matter to another committee.



Reports

- 49 Each item of business for consideration at a meeting will normally be supported by a written report. Explicit [guidelines](#) have been developed for authors and presenters of reports in order to improve the quality of discussion and decision-making in the governance of the University and ensure consistency with accepted practice. These guidelines will apply for all committees.
- 50 The Committee Secretary will advise the authors of committee papers regarding the format and content of reports in order to ensure consistency with accepted practice and conformity with the committee's terms of reference.
- 51 The Secretary will set a deadline for receipt of papers in order that the agenda and supporting documentation may be distributed to members in a timely fashion. Papers received after this date may result in delays in circulation or the business being deferred to a later meeting of the Committee.
- 52 Oral reports will only be allowed by the Chair in exceptional circumstances and at their discretion.
- 53 Reports will be circulated with the agenda. Tabled reports will only be allowed by the Chair in exceptional circumstances and at their discretion as this practice is strongly discouraged.
- 54 Reports should clearly identify whether they are for discussion, decision or information and set out any recommendation which the committee is asked to consider.
- 55 Report presenters should be able to summarise their reports at the committee meeting and take no more than five minutes to capture the main points and outline the conclusions and recommendations in order to allow as much time as possible for discussion. Presenters should not talk through the details of the report but assume that the members have read the paper in advance of the meeting.

Publication of Documents

- 56 The agenda and supporting documents will be published on the University's Committee SharePoint site one week prior to a meeting. The SharePoint site is a password-controlled environment in which committee agendas, minutes and papers are published as well as other documents and information that may be of use to support the business of the Committee.

Conduct of Business

- 57 The conduct of business will be directed by the Chair of the meeting. The Chair's ruling upon a point of order will be final.
- 58 The Chair is responsible for the orderly conduct of the meeting and is entitled to the cooperation of members in ensuring the fair, effective, and expeditious transaction of business and the observance of the courtesies of debate.



- 59 The Chair may vary the order of agenda items so as to give precedence to any business of special importance, or urgency.
- 60 The Chair's responsibilities include:
- Deciding the order in which members are called to speak.
 - Advising a member whose speaking is irrelevant to the subject under discussion or whose conduct impeded the fair and orderly process of discussion.
 - Ruling on points of order.
 - Deciding whether or not to suspend, adjourn or conclude a meeting that is being disrupted.
 - Summarising and concluding the debate.
 - Ensuring that all business has been completed before declaring the meeting closed.
- 61 When speaking, members and those in attendance should address the Chair. Observers and others in attendance at a meeting, including the Secretary to the committee, will be allowed to speak at meetings by invitation of the Chair.
- 62 Where it is not possible for a member to attend a meeting in person, arrangements may be made for them to take part through electronic conferencing facilities, so long as the Chair is content that this will not adversely impact on the conduct of the meeting.
- 63 It is the practice of Council, Senate, Executive Board and their committees to reach decisions collectively and by consensus. Votes are rarely taken. Members have a duty to stand by a decision taken by a Committee, even when it is not unanimous, and regardless of whether a member was present at the meeting when the decision was taken.
- 64 If a vote is deemed necessary by the Chair, a decision will be taken by a simple majority, with the Chair holding the casting vote if there is an equal division of votes. The number of votes for and against and any abstentions will be recorded in the minutes.
- 65 When an item for debate is confidential, members must ensure that both the content of the presentation and the discussion remain within the meeting, members should not email or otherwise communicate with those who are not present at the meeting.
- 66 Any material deemed to be confidential (agenda items, reports, and minutes) will not be published and will be clearly marked as such and identified in the minutes.
- 67 Members should at all times conduct themselves in accordance with the accepted Nolan [Seven Principles of Public Life](#) drawn up by the Committee on Standards in Public Life, which embrace selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- 68 Members are responsible for their conduct in meetings and abusive or offensive language will not be tolerated. Where the Chair considers that a member is acting in an unreasonable, obstructive, or offensive manner during a meeting, the member will be warned that their conduct is unacceptable. Should this behaviour continue, the Chair may require that member to withdraw from the meeting.

Transacting Business between Meetings: Chair's action

- 69 Between meetings of a committee the Chair will have the authority to act on behalf of the committee on any matter requiring a decision prior to the next scheduled meeting where the business does not merit, in the view of the Chair, the convening of an extraordinary meeting. Specific monetary levels of delegation are covered in the University's [Scheme of Delegation](#). Any action taken by the Chair on behalf of the committee will be reported to the next ordinary meeting of the committee.

Scheme of Delegation

- 70 The [Scheme of Delegation](#) sets out the relevant responsibilities and financial limits and articulates the overarching authority for the University's powers and responsibilities in order to facilitate effective decision making and support enhanced corporate governance practices. It was approved by Council in November 2017 and amended in 2018/19 to reflect staffing changes.
- 71 The University Secretary will ensure that the Scheme of Delegation is reviewed and updated annually in accordance with guidance from the Committees of University Chairs (CUC) and with reference to the University's Charter and Statutes.

Minutes and Records

- 72 The Secretary is responsible to the Chair for recording accurate minutes of a meeting. The minutes must confirm to the [standard university template /guidelines](#) and will record the names of those present, including those in attendance and apologies received.
- 73 The minutes will be produced by the Secretary, normally within ten working days of the meeting. The Chair will approve the accuracy of these, subject to confirmation at the next ordinary meeting of the committee.
- 74 The unconfirmed minutes of each meeting will normally be circulated via email for comments and approval and will then appear as a *for information* item at the next meeting. Under exceptional circumstances unconfirmed minutes may be submitted at the next meeting for approval as an accurate record. Upon approval of the minutes, any draft minutes and/or contemporaneous notes taken at the time of the meeting should be deleted or destroyed.
- 75 The Secretary is responsible for ensuring that decisions taken by the committee are formally notified to those individuals and/or bodies responsible for implementation.

Recording of Meetings

- 76 Recording committee meetings, by using any type of audio or video recording device is not usually permitted.
- 77 Where permitted, those attending the meeting must be informed in advance of the intention to record the meeting. Any objections to recording will be considered by the Chair and the



Chair will ultimately decide whether the recording is appropriate in light of the objection. At the meeting, the Chair will remind members and attendees that recording will take place, prior to the commencement of the recording.

- 78 Any device used to record a meeting should be held in accordance with good practice. Files of the recording should be stored securely with access limited only to those who have a need to access the recording. The recording should be securely disposed of once the minutes of the meeting have been approved. Members should be aware that any recordings of meetings will be subject to the Freedom of Information.

Sub-Committees and Short Life Working Groups

- 79 Committees may establish sub-committees and short life working groups only with the prior approval of their parent body. The lifespan of a short life working group must not exceed two years, within which it must have completed its work.
- 80 The remit, membership, quorum and secretarial designation of sub-committees and short life working groups form part of these Standing Orders.
- 81 A working group must conclude its business by submitting a final report to its parent body for consideration.

Registration and Declaration of Interests

- 82 The University will maintain an annual Register of Declarations of Interest for members of the [Council](#), the Senate and the Executive Board (this includes permanent and interim positions) and members will lodge with the Governance Office a completed pro-forma declaring all external interests which could potentially conflict with their role.
- 83 In addition to the formal Register of Declarations of Interest, members will be asked to declare any interests which might conflict with the interests of the University with regard to specific items on the agenda for each meeting that they attend.
- 84 On the advice of the Committee Secretary, the Chair may require a member to withdraw from any discussion, decision, or vote on a matter where a direct or indirect financial or non-financial interest exists or has been declared.
- 85 Any such declarations will be recorded in the minutes.
- 86 As noted in the higher education regulatory framework, all members of the Council and Executive Board will be required to complete an enhanced disclosure form to allow the Office for Students to judge whether individuals are 'fit and proper' persons for the purposes of managing and governing the University.
- 87 The Register of Interests of Council Members and Members of the Executive Board will be published on the University's governance website.

Equality and Diversity

- 88 Committees have a duty to be alert to equality and diversity issues which arise in the areas of activity which they oversee.
- 89 Equality Impact Assessments (EIA) will be undertaken for new University policies / procedures or when amendments have been made to existing policies / procedures. Where an EIA has not been undertaken, the report will be held over until this process has been completed and submitted at the next available meeting of the committee. Guidance is available from: <https://unibradfordac.sharepoint.com/sites/equality-and-diversity-intranet/SitePages/Equality-Impact-Assessment.aspx>

Review of Effectiveness

- 90 All committees are required to review their effectiveness regularly, in accordance with agreed processes. Reviews should normally cover the following matters: membership; attendance at meetings; terms of reference; decision-making; planning of business; administrative arrangements.

Amendments to the Standing Orders

- 91 The ruling of the Chair on the interpretation of these Standing Orders is final. The Chair will seek the advice of the Secretary on any question of interpretation of these Standing Orders. Proposed amendments to Standing Orders should be submitted to the University Secretary.

Adoption

- 92 These Standing Orders were adopted by the Governance and Nominations Committee on June 2018 (reviewed in October 2020) and will apply to any Committee meeting held after that date. They will remain in force until varied or revoked by the Governance and Nominations Committee.

Useful Contacts

University Secretary:

The University Secretary, Riley Power, r.power@bradford.ac.uk, tel no: 01274 235145, acts as an independent source of advice and guidance for all governance, legal and constitutional matters for the formal committees of the University. Any questions relating to the interpretation of these Standing Orders should be raised with the University Secretary in the first instance.

Assistant Head (Governance):

The Governance Office provides professional administrative support for Council and its committees and day to day matters are managed by Jacqui Holgate, j.holgate@bradford.ac.uk Tel no: 01274 236548. The Governance Office can be contacted via governance@bradford.ac.uk

