

Articles of Government for the Higher Education Corporation University of the West of England, Bristol

In exercise of the powers conferred upon it by Section 125 of the Education Reform Act 1988, the higher education corporation University of the West of England, Bristol makes the following Articles of Government in accordance with which the University of the West of England, Bristol shall be conducted.

1 Interpretation

- i. In these Articles words and expressions shall have the meanings ascribed to them in paragraph 1 of the Instrument of Government made by the Privy Council on 16 February 1993, and
- “holders of senior posts” means the Principal, the Clerk and the holders of such other senior posts as the Board of Governors may determine and “holder of senior post” shall be construed accordingly;
- “the staff” includes both teaching and other staff of the University;
- “staff governor” means a member of the Board of Governors appointed on the nomination of the Academic Board or as a co-opted staff nominee;
- “student governor” means a member of the Board of Governors appointed as a student nominee or a co-opted student nominee; and
- “a students’ union” means any association of the generality of students formed to further the educational purposes of the University and the interests of students as students.

2 Conduct of the University

- i. The University shall be conducted in accordance with the provisions of the Education Acts 1944 to 1993, any subsequent Education Acts, any relevant regulations, orders or directions made by the Secretary of State, or by the Privy Council, and subject thereto in accordance with the provisions of the Instrument, these Articles and any rules or bye-laws made under these Articles.

Equal Opportunities

- ii. No religious, racial or political discrimination shall be exercised by the University as regards any person seeking to be admitted as a student or to hold any appointment or to obtain any academic award or to hold any other advantage or privilege.
Men and women shall be equally eligible for any office or appointment in the University and for membership of any of its constituent bodies.

3 Responsibilities of the Board of Governors, Principal and Academic Board

The Board of Governors

- i. The Board of Governors shall be responsible for:
- (a) the determination of the educational character and mission of the University and for oversight of its activities;
 - (b) the effective and efficient use of resources, the solvency of the University and the Corporation and for safeguarding their assets;
 - (c) approving annual estimates of income and expenditure;

- (d) the appointment, assignment, grading, appraisal, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts;
- (e) setting a framework for the pay and conditions of service of all other staff.

The Principal

- i. Subject to the responsibilities of the Board of Governors, the Principal shall be the chief executive of the University, and shall be responsible for:
 - (a) making proposals to the Board of Governors about the educational character and mission of the University, and for implementing the decisions of the Board of Governors;
 - (b) the organisation, direction and management of the University and leadership of the staff;
 - (c) the appointment, assignment, grading, appraisal, suspension, dismissal and determination – within the framework set by the Board of Governors – of the pay and conditions of service of staff other than the holders of senior posts;
 - (d) the determination, after consultation with the Academic Board of the University's academic activities, and for the determination of its other activities;
 - (e) preparing annual estimates of income and expenditure, for consideration by the Board of Governors, and for the management of budget and resources, within the estimates approved by the Board of Governors; and
 - (f) the maintenance of student discipline and, within the rules and procedures provided for within these Articles, for the suspension or expulsion of students on disciplinary grounds.

Academic Board

- ii. Subject to the provisions of these Articles, to the overall responsibility of the Board of Governors, to the responsibilities of the Principal, and to any requirements of bodies which the University has invited to validate or accredit any part of its work, the Academic Board shall be responsible for:
 - (a) general issues relating to the research, scholarship, teaching and courses at the University, including criteria for the admission of students; the appointment and removal of internal and external examiners; policies and procedures for assessment and examination of the academic performance of students; the content of the curriculum; academic standards and the validation and review of courses; the procedures for the award of qualifications and honorary academic titles; and the procedures for the expulsion of students for academic reasons;
 - (b) considering the development of the academic activities of the University and the resources needed to support them and for advising the Principal and the Board of Governors thereon; and
 - (c) advising on such other matters as the Board of Governors or the Principal may refer to the Academic Board.

4 Academic Board

- 1 There shall be an Academic Board of no more than 40 members, comprising the Principal (who shall be Chairman) and such other numbers of staff and students as may from time to time be approved by the Board of Governors. The Principal may nominate a Deputy Chairman from among the members of the Academic Board to take the chair in his or her place. The period of appointment of members and the selection or election arrangements shall be subject to the approval of the Board of Governors.
- 2 The Board of Governors shall approve a scheme regulating the appointment, election and co-option of various categories of staff and students to the Academic Board. The scheme shall comply with the following requirements:

- (a) half of the total membership of the Board shall be appointed from amongst the following categories of individuals with primarily executive and managerial responsibilities: the Principal; Deputy and Assistant Principals; Heads of academic and related planning and budgetary units; and the holders of any equivalent and primarily academic executive posts;
- (b) the remaining members shall comprise any non-executive Chairs of Faculty Boards together with other staff or students;
- (c) staff or students in category (b) shall be elected in accordance with the provisions of the scheme or shall be co-opted by the other members of the Academic Board from such categories of staff or student as may be laid down in the scheme;
- (d) the period of appointment shall be determinable by reference to the scheme.

5 Delegation of Functions and Committees

1 Subject to the following provisions of this Article, the Board of Governors may establish committees for any purpose or function, other than those assigned elsewhere in these Articles to the Principal or to the Academic Board, and may delegate powers to such committees or to the Chairman of the Board of Governors or to the Principal.

2 The Board of Governors shall establish a committee or committees to determine or advise on such matters relating to employment policy or finance as the Board of Governors may remit to them. The members of the committee or committees shall be drawn from the Board of Governors other than staff or student governors.

3 The Board of Governors shall not, however, delegate the following:

the determination of the educational character and mission of the University;

the approval of the annual estimates of income and expenditure;

ensuring the solvency of the University and the Corporation and the safeguarding of their assets;

the appointment or dismissal of the Principal; or

the varying or revoking of these Articles.

6 Appointment of Clerk to the Board of Governors

1 The Board of Governors shall appoint a Clerk to act as secretary to the Board of Governors.

7 Appointment of Members of the Corporation

1 Subject to the provisions of the Instrument of Government, all appointments as members of the Corporation shall be determined at an ordinary or special meeting of the Corporation by a vote representing an absolute majority of all the members of the relevant appointing authority, except that no appointment of an independent member of the Corporation by the Corporation shall be made unless the appointment has been approved by the current independent members of the Corporation. Votes may be cast by post or in person provided that the notice convening the meeting at which any appointment is proposed gave notice to the ballot and of the candidates. Voting shall in all cases be by secret ballot which shall be conducted by the Clerk in accordance with arrangements approved by the Board of Governors. Members entitled to vote may appoint proxies from among the other members of the Corporation so entitled, if they are unable to attend a meeting at which a ballot is to take place.

- 2 Subject to the provisions of the Instrument of Government, the Board of Governors may make by-laws or rules governing period of office, eligibility for appointment as a governor, determination of office and resignation of office as a governor.
- 3 Every vacancy shall as soon as possible after it occurs be notified by the Clerk to the appointing authority, which shall thereupon be entitled to appoint a governor to fill the vacancy. A governor appointed to fill the vacancy shall hold office only for the unexpired term of office of the governor in whose place he or she is appointed.

8 Procedures for Meetings

- 1 The Board of Governors shall at its first meeting, and thereafter at the first ordinary meeting following the expiry of each academic year, elect or confirm in office a Chairman and a Deputy Chairman, each of whom shall normally hold office for a period of three years and shall be eligible for re-election. In the absence of the Chairman and Deputy Chairman the Board of Governors shall elect one of their number to preside as Chairman for the duration of the meeting.
- 2 If a vacancy shall occur in the office of the Chairman or Deputy Chairman, the Board of Governors shall elect a new Chairman or Deputy Chairman as the case may be to serve for the unexpired term of the period of office for which the previous holder of that office was appointed. Nothing in this Article shall preclude the Board of Governors from appointing one of their number as acting Chairman for a period pending an appointment of Chairman for the unexpired term of the period of office.
- 3 Any power, duty or other responsibility which is expressed in these Articles to be exercisable by the Chairman may, in the absence or incapacity through illness of the Chairman, be exercised by the Deputy Chairman or by an Acting Chairman if one is appointed.
- 4 The quorum for meetings of the Board of Governors shall for so long as its total membership is determined to be 24 or 25 members be 10 members of whom 6 shall be independent members. If a meeting is quorate, but less than half the members present are independent members, a majority of the independent members present shall be able to require that a decision be deferred to the next meeting. No decision shall be deferred more than once under this provision. The quorum shall be re-considered if the total membership is re-determined and reduced.
- 5 Members of the Board of Governors shall not be bound in their speaking and voting by mandates given to them by other bodies or persons, except where acting as a proxy for another member.
- 6 Any governor having any pecuniary, family or other personal interest, whether direct or indirect, in any contract or other matter to be discussed at a meeting at which he or she is present, shall as soon as practicable disclose the fact of his or her interest to the meeting. Such a governor shall not take part in the discussion of or vote on any question with respect to that contract or other matter and shall withdraw from the meeting for that item of business unless invited to remain by a resolution carried by a majority of the other governors present. A governor shall not be treated as having a pecuniary interest in a matter by reason only of his or her being a member of the staff or a student at the University if his or her interest is no greater than that of any other member of staff or student.
- 7 If a majority of the other governors present at the meeting so resolve (or in the case of a committee of the Board of Governors if a majority of the governors present so resolve), any or all staff or student governors (or staff or student members of the committee), as may be specified, shall withdraw from that part of the meeting of the Board of Governors, or of any committee of the Board, at which there is consideration of the conditions of service, the appointment or promotion, suspension or dismissal of any named or identifiable present or prospective member of the staff or a student. The Principal, staff and student governors shall withdraw from any meeting or part thereof where matters relating specifically to the Principal's own employment are under discussion unless specifically invited by a majority of the other governors present to remain.

- 8 Ordinary meetings of the Board of Governors shall be held at such times as may from time to time be thought fit by the Board provided that in each year not less than three ordinary meetings shall be held, one in each academic term.
- 9 A special meeting may at any time be summoned by direction of the Board of Governors or the Chairman or at the request of such governors as would constitute a quorum at that meeting. No business shall be transacted at any special meeting other than business specified in the notice summoning the meeting and any business incidental thereto. Any such meeting shall be convened by the Clerk within 15 clear days of receiving the direction or the request.
- 10 Every meeting, whether ordinary or special or adjourned, shall be summoned by notice in writing delivered or addressed and posted to each governor stating the place, day and hour of the meeting and the business to be transacted. In each case such notice shall be served five clear days before the date of the meeting. In the case of a notice having been posted, notice shall be deemed to have been served at the expiry of two clear days after the posting thereof and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and sent by first class post to the address in the UK last advised to the Clerk by each governor.
- 11 The convening and proceedings of the Board of Governors shall not be invalidated by any vacancy in the number of the governors or by any defect then unknown in the election, appointment or qualification of any governor or by any accidental want of service of a notice of the meeting on or the non-receipt of a notice of a meeting of any governor.
- 12 Agenda, draft minutes approved by the Chairman, signed minutes, and reports and papers considered by the Board of Governors and its committees shall be available for inspection by students and staff as soon as practicable immediately following the relevant meeting, except where such material relates to named or identifiable present or prospective members of staff or students, or to matters which the Board of Governors or any committee thereof, as appropriate, are satisfied should be dealt with on a confidential basis. Arrangements for such inspection shall be the responsibility of the Clerk.
- 13 The members present at an otherwise validly called and quorate meeting of the Board of Governors may by a majority vote waive the other provisions of these Articles as to notice of that meeting provided they are reasonably satisfied that all governors have received the summons (in the case of an adjourned meeting, the summons to the original meeting) and have had the opportunity of attending the meeting (in the case of an adjourned meeting, the opportunity of attending the original meeting).

9 Appointment and Promotion of Staff

- 1 Each member of staff shall serve under a contract of employment with the Corporation.
- 2 Upon the occurrence of a vacancy or expected vacancy for the post of Principal, the post shall be advertised nationally.
- 3 A framework shall be established and approved by the Board of Governors for determining procedures relating to the appointment and promotion of various categories of staff.

10 Conduct of Staff

- 1 After consultation with the staff, the Board of Governors shall make rules relating to the conduct of the staff.

Academic Freedom

- 2 In making rules under Article 10 (1), the Board of Governors shall have regard to the need to ensure that academic staff have freedom within the law to question and test received wisdom, and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy or losing their jobs or any privileges they may have at the University.

11 Suspension and Dismissal of Staff

Suspension

- 1 The Chairman of the Board of Governors or, in the absence of the Chairman, the Deputy Chairman, may suspend from duty, with pay, the holder of a senior post for misconduct or other good and urgent cause. The Chairman or Deputy Chairman shall report such suspension in writing to the Board of Governors within two working days or as soon thereafter as practicable.
- 2 The Principal may suspend from duty, with pay, any member of the staff other than the holder of a senior post for misconduct or other good and urgent cause.
- 3 Anyone who is suspended from duty under Articles 11 (1) or 11 (2) shall be entitled to receive from the Principal, or in the case of the holders of senior posts from the Chairman or Deputy Chairman of the Board of Governors, written notification of the suspension, setting out the grounds on which the decision to suspend has been taken.
- 4 Procedures for the suspension of staff under Articles 11 (1) or 11 (2) shall be specified in rules made by the Board of Governors after consultation with the staff. The rules shall include provision that:
 - (a) any person who has been under suspension for three weeks or more may appeal in writing to the Board of Governors against the suspension, save that no such right of appeal shall lie if the person is the subject of a reference to a Special Committee under Article 11 (5) or of a notification from the Principal under Article 11 (12);
 - (b) any appeal made under 11 (4) (a) shall be considered as soon as practicable; and
 - (c) a suspension against which an appeal is made shall continue to operate pending the determination of the appeal.

Dismissal

(i) Holders of senior posts including the Principal and the Clerk

- 5 If the Chairman of the Board of Governors or, in his absence the Deputy Chairman, or a majority of the members of the Board of Governors consider that it may be appropriate for the Board of Governors to dismiss the holder of a senior post, the Chairman, Deputy Chairman or the Board of Governors as appropriate shall refer the matter to a Special Committee of the Board of Governors, which shall be convened as soon as possible to examine the facts, otherwise investigate the ground for dismissal and to make a report to the Board of Governors.
- 6 The person whose dismissal is to be considered by the Special Committee shall have the right to make representations to the Committee, including oral representations, for which purpose he or she may be accompanied and represented by a friend.
- 7 The Special Committee shall prepare a written report for consideration by the Board of Governors, a copy of which shall be sent to the person to whom it relates. The report shall set out the facts relating to the case and any considerations which the Committee considers should be taken into account in the Board of Governors' consideration of the matter. The report should not contain recommendations as to the decision to be taken by the Board of Governors.
- 8 The Board of Governors shall consider the report of the Special Committee and take such action as it considers appropriate, which may include the dismissal of the person concerned. The person concerned shall have the right to make representations to the Board of Governors, including oral representations, for which purpose he or she may be accompanied and represented by a friend.
- 9 The Special Committee shall consist of not less than five members of the Board of Governors. The Chairman of the Board of Governors, the Deputy Chairman and the Principal shall not be eligible for membership of the Special Committee.
- 10 The Board of Governors shall make rules specifying procedures for the conduct of the Special Committee and other aspects of the procedure set out in Articles 11 (5) to 11 (9).

(ii) Other Members of Staff

- 11 The Principal may dismiss any member of the staff other than the holder of a senior post and if the circumstances are such that he is entitled to do so by virtue of the conduct of that member of staff, that dismissal may take immediate effect without any need for prior notice.
- 12 Where the Principal proposes to dismiss such a member of staff and the circumstances described in Article 11 (11) do not prevail he or she shall notify the member of staff concerned of that proposal. That staff member shall be given an opportunity to make representations to the Principal (including oral representations for which purpose the staff member may be accompanied and represented by a friend) before any decision to dismiss is taken by the Principal.
- 13 Where a staff member has been dismissed pursuant to Article 11 (11) or a decision to dismiss has been taken pursuant to Article 11 (12) that staff member may appeal against the dismissal or decision, as the case may be, to the Board of Governors. In the case of an appeal against a decision to dismiss, the dismissal shall not take effect until the appeal has been determined.
- 14 Procedures for the dismissal of staff by the Principal and for the consideration of appeals against dismissals shall be specified in rules made by the Board of Governors after consultation with staff. The rules should include rights of representation.

12 Grievance Procedures

- 1 After consultation with the staff the Board of Governors shall make rules specifying procedures according to which staff may seek redress of any grievances relating to their employment.

13 Students

- 1 A students' union shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Board of Governors and shall present audited accounts annually to the Board of Governors. No amendment to or rescission of that constitution, in part or in whole, shall be valid unless and until approved by the Board of Governors. The union shall not be deemed to be part of the University, or to act for or on behalf of or otherwise as agent for, or in partnership with the University, except in so far as the University may from time to time agree. Such agreement may be general or confined to particular circumstances, occasions or purposes, and may be evidenced only by writing under the hand of a person duly authorised for that purpose by the University.
- 2 The Board of Governors shall ensure that students have appropriate opportunities to raise matters of proper concern to them at all levels in the University and shall publish and may from time to time revise procedures to be followed to that end.
- 3 The Board of Governors, after consultation with the Academic Board and representatives of the students, shall make rules with respect to the conduct of students, including procedures for suspension and expulsion.
- 4 In exercise of their responsibilities under Article 3 (3) (a), the Academic Board, after consultation with the Board of Governors and representatives of the students, shall determine procedures for the expulsion of a student for an unsatisfactory standard of work or other academic reason.

14 Financial Matters

Fees

- 1 The Board of Governors shall determine the tuition and other fees payable to the Corporation (subject to any terms and conditions attached to grants, loans or other payments paid or made by the appropriate Higher Education Funding Council).

Accounts Estimates and Audit

- 2 The Board of Governors shall keep accounts and records, and appoint auditors in accordance with the provisions of the Act.
- 3 Annual estimates of income and expenditure shall be prepared by the Principal for the consideration and approval of the Board of Governors.

15 Rules and Bye-Laws

- 1 The Board of Governors shall have power to make rules and bye-laws concerning such matters with regard to the government and conduct of the University as it shall think fit. Such rules and bye-laws shall be subject to the provisions of these Articles.

16 Copies of Articles, Rules and Bye-Laws

- 1 A copy of these Articles, and any rules or bye-laws, shall be given to every governor and shall be available for inspection upon request to every member of staff and every student.

17 Amendment of Articles

- 1 These Articles may be amended or replaced by a resolution of the Corporation either with the approval of the Privy Council or as required by the Privy Council, after consultation with the Corporation, in accordance with Section 125 of the Act.

18 Date of Articles

- 1 These Articles shall come into operation on 14 July 1997.