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University Board, Senate and Committees Policy and Procedures

1. SCOPE AND PURPOSE

- 1.1 These policy and procedures are for BU staff, students, University Board members and anyone who attends or supports formal BU committees. The formal BU committees are illustrated in the Committee Structure diagram published on the [committee pages](#) of the staff intranet.
- 1.2 These policy and procedures incorporate the contents of the now obsolete Senate Standing Orders and operational matters previously included in the Articles of Government. They implement elements of, and should be read in conjunction with, the [Committee of University Chairs \(CUC\) Higher Education Code of Governance 2014 \("The CUC Code"\)](#). Further best practice guidelines detailing operational matters are contained in the [Committee Guidelines](#).
- 1.3 These policy and procedures must be followed for the University Board, Senate and all formal BU committees (as described at Section 5 below).

2. KEY RESPONSIBILITIES

2.1 Management and support of committees

In recognition of the wide variation of committees and staff roles, there is no set terminology for those who manage and support formal committees. Common terms used are: minute taker, clerk and secretary. The responsibilities of the person or people who manage and support committees are:

- To ensure that meetings are effectively organised and that the outcomes are recorded and communicated.
- To ensure that the appropriate committee business is progressed according to the terms of reference and to provide guidance and support to the committee (especially the Chair).
- In addition, the Clerk to the University Board has specific responsibilities and authority as approved by the Board in accordance with the Articles of Government and the CUC Code.

2.2 **Chairs:**

To ensure the effective conduct of the committee (within the terms of reference), ensuring that business is being progressed and facilitating meaningful discussion and sound decision-making.

2.3 **Members:**

To contribute effectively to the business and outcomes of the committee, and to represent their constituency if appropriate. Note that Elected Staff and Student Members of the University Board and its Committees nominated by particular constituencies should not act as if delegated by the group they represent. No Board member may be bound, when speaking or voting, by mandates given to him/her by others.

3. **LINKS TO OTHER BU DOCUMENTS**

3.1 Articles of Government for Bournemouth University.

3.2 Instrument of Government for Bournemouth University

3.3 University Board Statement of Primary Responsibilities

3.4 The CUC Higher Education Code of Governance

3.5 The Scheme of Delegation

3.6 Committee Guidelines.

3.7 Electronic Senate Members' Guidance.

3.8 Conflicts of Interest Policy and Procedures.

3.9 Data Protection Policy

3.10 BU Publication Scheme

3.11 All of these documents are available on the staff intranet.

Policy

4. **OUTLINE OF THE UNIVERSITY'S GOVERNANCE STRUCTURE**

4.1 The responsibilities of the University Board, the Vice-Chancellor and Senate are detailed in the Articles of Government for Bournemouth University. In summary:

- University Board oversees the strategic development of the University and ensures the effective use of resources and the general solvency of the institution. Further details of the Board's role are set out in its [Statement of Primary Responsibilities](#), published on the University's website. The Board comprises members from within higher education, industry and commerce as well as representatives of the students and staff (both academic and non-academic). The Vice-Chancellor and some other members of the University Executive Team are Board Members (as agreed by the Board from time to time). All Board Members are charity trustees of the University and have the duties of charity trustees. The Head of Legal Services and Corporate Governance is the Clerk to the Board. This is a

separate, independent role appointed by the Board and with a direct reporting line to the Chair of the Board.

- Senate is responsible to the Vice-Chancellor and the University Board for monitoring and advising on the academic work of the University.
- The Vice-Chancellor is responsible for the management and leadership of the University. The Executive committees support the work of the Vice-Chancellor.
- Certain committee documentation is published through the University's dedicated Committee SharePoint site. This SharePoint site can be accessed through the staff intranet and also externally by the public through the BU Website. Further information is contained in Section 25, Information Legislation and BU Committees (below).
- Routinely published information currently comprises:
 - Non-confidential agendas and confirmed minutes of the University Board
 - Non-confidential agendas, papers and confirmed minutes of Senate
 - Non-confidential agendas and confirmed minutes of key Senate standing committees.
 - Non-confidential confirmed minutes of University Executive Team, University Leadership Team and Faculty Executive Team meetings.
 - Committee Terms of Reference
 - Constitutional Documents (Including the Instrument and Articles of Government, Board's Statement of Primary Responsibilities and the Scheme of Delegation).

5. PRINCIPLES OF FORMAL BU COMMITTEES

Formal Committees:

- 5.1 Explicitly support the strategic development of BU, fulfil a statutory requirement, or perform a governance role.
- 5.2 Have been formally established (following the appropriate approvals procedure) and operate within a defined structure under the authority of one of the following:
 - University Board;
 - Senate (committees to be approved by the Vice-Chancellor and University Board in accordance with the Articles of Government);
 - Executive Committees (operate under the authority of the Vice-Chancellor).
- 5.3 Operate within a structure that clearly illustrates the linkages between the committees and identifies accountability and responsibility, as reflected in the Scheme of Delegation.
- 5.4 Have approved terms of reference which are publicly available and kept under regular review.

- 5.5 Have an appropriate membership set out in its approved terms of reference (which is as small as possible whilst still enabling the terms of reference to be met). See also section 7 (below) on membership.
- 5.6 Are formally documented in terms of agendas, papers and minutes.
- 5.7 Are supported by short-life working/task groups or individuals wherever possible, rather than another formal committee.
- 5.8 Are reviewed regularly to ensure effectiveness.

Procedures

6. TERMS OF REFERENCE

- 6.1 Each formal committee will review its Terms of Reference at least once per year, or more frequently if the need for review arises. Any amendments should be approved by the parent committee. The Terms of Reference template is available at Appendix 1.
- 6.2 The Secretary to Senate will co-ordinate the periodic review of the Terms of Reference for any common Faculty level Senate committees, including Faculty Academic Boards. Any proposals for amendments should be submitted to the Senate Secretary in the first instance.
- 6.3 Similarly, the Secretary to the University Executive Committee will co-ordinate the periodic review of the Terms of Reference for any common Faculty/Professional Service level executive committees, including Faculty and Professional Service Executive Committees. Any proposals for amendments should be submitted to the UET Secretary in the first instance.
- 6.4 Any matters outside the terms of reference of a committee will be referred to the appropriate individual or committee. If a matter is being referred to the parent committee, this would normally be done through the submission of the minutes with the appropriate cover sheet. Where a matter is being referred to a committee other than the parent committee (for example, if a matter is referred back to a sub-committee or if Senate wished to refer a matter to the University Executive Team), the Secretary will be responsible for liaising with the Secretary of the receiving committee to ensure the matter is progressed, including the submission of any relevant papers and minute extracts.

7. MEMBERSHIP

University Board

- 7.1 The Board will determine its own membership in accordance with the University's Instrument of Government. In summary, it may comprise a minimum of 12 and maximum of 25 Members (including the Vice-Chancellor)

as determined by the Board itself. Of these, up to 13 may be Independent Members. In addition up to 9 other members, including students and employees of the University, may be co-opted in accordance with the Instrument. The full list of Board members must be published on the [University's website](#).

- 7.2 Under the Articles, Board committees may co-opt as members any appropriate individual who is not a member of the Board, provided that the majority of committee members are Board members.
- 7.3 The current University Board membership comprises the following:
- 13 Independent Members (Including the Chair and Deputy Chair)
 - 2 Co-opted Independent Members
 - The Vice-Chancellor
 - The Deputy Vice-Chancellor
 - The Director of Finance & Performance
 - The Chief Operating Officer
 - 1 Senate member
 - 1 academic staff member
 - 1 professional & support staff member
 - The President of the Students' Union.
- 7.4 The process and responsibility for making recommendations to the Board for the appointment, re-appointment or removal of Board Members, is delegated to the Nominations Committee and detailed in its Terms of Reference. All Board Members appointments have to be approved by the Board and this is non-delegable under the Articles.
- 7.5 The normal maximum duration of office for independent members is 2 terms of 3 years, with the possible extension of a third term of up to 3 years (on a rolling year-by-year basis) where the Board exceptionally agrees that this is necessary as the required skills and experience are otherwise unavailable. In the case of a member taking the Board Chair or Deputy Chair roles an exception could be made up to a total maximum time on the Board of 10 years.
- 7.6 The Nominations Committee will make recommendations to the Board on the process for selecting a Board Chair and Deputy Chair, and also Board Committee Chairs and Deputy Chairs, from the Board's independent members.
- 7.7 The Clerk to the Board will oversee the nomination and ballot process for the Board Chair and Deputy Chair. The Board have agreed the Nominations Committee's recommendations that the following principles will apply:
- Only Independent Board Members and Co-opted Independent Board Members are eligible to stand but all Board Members may make a nomination and vote in the ballot.

- Members may self-nominate, but all nominations must be seconded by one other member.
- Ballots will be conducted on-line where possible and voting will be confidential. If, for any reason, on-line voting is not possible, a suitable alternative confidential voting system (e.g. by postal votes) may be implemented.
- In the event of a tied vote, Independent Board Members and Co-opted Independent Board Members will be asked to cast a second vote. If the tie persists the Nominations Committee will refer the matter to the Board who will either agree a recommendation from the Committee or determine the best course of action in the particular circumstances. The candidates themselves will not participate in a recommendation or a decision of either the Committee or the Board.
- Following the outcome of the ballot, the Board will be asked to formally approve the appointment of the Chair/Deputy Chair.
- In the event that the Board is unable to appoint for any reason, a second process will be run, but with the option of widening it to include external recruitment. In the interim, an extension of the current post-holder's term of office will be sought until an appointment is made.

7.8 The Chair and Deputy Chair will be appointed for a term of three years and may serve a maximum of two terms of office in these roles. This term of office excludes any time spent serving in any other capacity on the Board. To ensure continuity, every effort will be made to ensure that the Chair and Deputy Chair appointments are not co-terminus. If necessary, terms of appointment will be adjusted to ensure that both appointments do not cease at the same time.

Senate

7.9 Senate membership will be as follows:

- Vice-Chancellor (Chair)
- Deputy Vice-Chancellor (Deputy Chair)
- All other Members of the University Executive Team
- All Deans of Faculties
- The Head of the Graduate School
- The Principal of the Anglo-European College of Chiropractic
- The Head of the Research & Knowledge Exchange Office
- Heads of Academic Services and Student Support Services.
- One professorial staff representative from each Faculty, nominated by the Deans and approved by the Chair.
- Two elected academic staff representatives from each Faculty, elected by the academic staff of that Faculty.

- Two elected professional & support staff representatives elected by the professional and support staff.
- The President and Vice-President (Education) (or equivalent) of the Students' Union.
- The General Manager of the Students' Union.

7.10 Procedures for the election of members and terms of office are set out at Section 23 (below). Any changes to the Senate Terms of Reference and/or membership structure must be approved by the Board.

7.11 The Chair of Senate will appoint a Secretary to Senate. This will normally be a member of staff in a management post related to academic governance.

Executive Committees

7.12 Membership of the University Executive Committee and the University Leadership Team will be as defined by the Vice-Chancellor and set out in the terms of reference. For other formal committees, membership will be defined within the terms of reference as approved by the relevant parent committee.

Conflicts of Interests

7.13 Members of the University Board, Senate and any committees within the University must declare any interest they have in the business to be conducted at any meeting which they attend.

7.14 A standing item shall be included at the start of the agenda of every meeting of the University Board, Senate and any other formal committee within the University for the declaration of interests.

7.15 Further information is contained in the University's [Conflicts of Interests Policy & Procedures](#), including advice on identifying potential conflicts and possible actions to be taken in the event that a potential or actual conflict arises.

8. FREQUENCY AND NOTICE OF MEETINGS

8.1 The University Board normally meets at least 5 times per year and must meet at least once each semester. A meeting of the Board may be requisitioned by any three members or by the Chair, via the Clerk to the Board.

8.2 Senate must meet at least once each semester.

8.3 Other committees must meet as often as is required to undertake their responsibilities and in accordance with their Terms of Reference.

8.4 Dates of meetings should be notified to members well in advance, normally for the whole of the coming academic year.

- 8.5 Board meetings will be convened by the Clerk to the Board and at least 5 clear days' notice must be given of every Board meeting to all those members entitled to attend. Accidental omission to give, or failure to receive notice, shall not invalidate the proceedings at the meeting. A Board meeting may be called at shorter notice only with the agreement of at least three-quarters of those members entitled to attend.
- 8.6 See also 16.5 (below) regarding extraordinary meetings.

9. QUORUM

- 9.1 The quorum for Board meetings shall be a minimum of 10 members, of whom at least 6 must be independent members or co-opted independent members (i.e. not students or employees of the University). Independent members (including co-opted independent members) must always form the majority at any meeting of the Board.
- 9.2 The quorum for Senate and all other formal committee meetings will be as set out in the Terms of Reference. Normally, the quorum for formal committees is set at 50% of the permanent membership plus one (fractions counting as one whole). Independent members must always form the majority at any Board committee meeting (with the exception of the joint Senate/Board Honorary Awards Task Group whose quorum will be as stated in its Terms of Reference).
- 9.3 In the absence of a quorum, the Chair may decide to adjourn or proceed to consider items on the agenda and continue inquorate. If the latter, all decisions made must be formally ratified via a written resolution (normally approved by e-mail correspondence) or at the subsequent quorate meeting of the Committee.

10. AGENDAS

- 10.1 It is the responsibility of the Secretary/Clerk to draft the agenda for approval by the Chair.
- 10.2 The following items will be included in the agenda: committee name; date, time and location of meeting; the approval of the minutes of the previous meeting along with matters arising; any other business; the date and time of the subsequent meeting and declarations of interests as a standing item (in accordance with the Conflicts of Interest Policy and Procedures). (See Appendix 2). Where there is a regular pattern of business throughout the academic year, an indicative agenda should be developed (see Appendix 3).
- 10.3 Wherever possible, agenda items will be organised in accordance with a logical structure as agreed with the Chair, taking into account the relative importance of each item and the time required for debate. Where practical,

items for information only should be grouped towards the end of the agenda, allowing adequate time for more pressing committee business.

11. PAPERS

11.1 The following items will be included in each paper: paper number (each paper within a meeting must be given a unique reference); the purpose of each paper (using the standard phrases below). The Committee Paper Cover Sheet and Executive Summary (Appendix 4) must be used.

11.2 Standard actions a committee may take:

Note	Used for papers that are presented for information only and no decision is required.
Consider	Sometimes used for papers where there is a need to make explicit that deliberation and discussion is required. It should normally be used with another term outlining the required final decision or action, for example 'consider and approve', 'consider and recommend' or 'consider and note'.
Endorse	Used for papers where the Committee is being asked to show its support but formal approval is not required.
Approve	Used for papers which the Committee is being asked (and has the authority) to approve as per the Scheme of Delegation.
Recommend	Used for papers where the Committee does not have authority to approve and so must recommend approval to another (normally higher) committee or individual member of staff that does have authority.
Ratify	Used for a paper detailing Chair's action which has already been approved OR to ratify decisions made by a non-quorate meeting
Agreed – covers unplanned action	To be used in minutes where the Committee agreed upon a different course of action.

12. DISTRIBUTION

12.1 It is difficult for committee members to contribute effectively if they have insufficient time to read and consider papers. Wherever possible, therefore, committee documentation (agenda and papers) will be distributed at least one week prior to a meeting. To support this, paper authors will be informed in advance of paper deadlines by clerks/secretaries and will endeavour to adhere to these deadlines.

12.2 The use of late and tabled papers will be kept to a minimum and only used where absolutely necessary. The Clerk/Secretary is responsible for ensuring that copies of any tabled papers are filed electronically with the rest of the meeting documentation after the meeting.

13. MINUTES

- 13.1 The following items will be included in the minutes: status (confirmed or unconfirmed); committee name; date of meeting; attendance; any declarations of interests; main discussion points; the view of those members who dissent from the committee's recommendations; and clearly identified action points. (See Appendix 5).
- 13.2 Normally, minutes should be written and sent to the Chair for approval within one week of the meeting. In the event that the approval and circulation of the minutes is likely to be delayed (for example if the Chair is unavailable to approve the draft), an e-mail listing the agreed actions should be circulated to the membership so that actions arising at the meeting can be progressed.
- 13.3 Once the draft minutes have been agreed with the Chair, their status becomes 'unconfirmed'. These should then be circulated to the membership (and other attendees if appropriate). Members may then submit any proposed corrections to the Clerk/Secretary. Any material changes should be agreed with the Chair, but minor corrections may be agreed by the Secretary/Clerk. The amended version will then be submitted to the subsequent meeting for approval by the full committee, at which point they become 'Confirmed' and may be published if appropriate.
- 13.4 Further guidance on the style and content of minutes is provided in the [Committee Guidelines](#) document.

14. KEEPING TRACK OF ACTIONS

- 14.1 A record of actions and their progress will be kept and reviewed periodically by the Committee (normally by attaching it to the previous minutes for consideration under 'matters arising') (See Appendix 6). The Secretary/Clerk is responsible for ensuring that the actions register is kept up to date and for obtaining status reports from those tasked with actions. Ultimate responsibility for completing actions, however, rests with the individuals to whom the action has been delegated.
- 14.2 A full copy of the Actions Register should be kept by the Secretary/Clerk. However it is not necessary to report the full register to the committee at each meeting as this will become unwieldy. Instead, an extract should be submitted containing only those actions from the previous meeting, plus any from earlier meetings which have not yet been completed. Care must be taken to ensure that outstanding actions are not removed from the register without the approval of the Committee.

15. REPORTING TO 'PARENT' COMMITTEES

- 15.1 Committees will report promptly as detailed in their terms of reference, normally via the submission of their minutes to the next meeting of the parent committee.

15.2 Minutes being reported to a parent committee will be accompanied by a cover sheet (see Appendix 7) which details the following:

- Recommendations for approval – items recommended for approval by the subcommittee, in accordance with authority delegated to it by the parent committee. Presented for approval.
- Approvals – items approved by the subcommittee, in accordance with authority delegated to it by the parent committee. Presented for information.
- Other relevant actions – relevant items presented to the parent committee. Presented for information.

15.3 In addition to reporting through Committee minutes, Senate will provide annual reports to the Board which will include assurances on how Senate and its key committees are reviewing their own effectiveness and ensuring that academic quality is maintained. To ensure appropriate coverage of delegated activities this report should also include assurance regarding the activities of key committees, including Academic Standards Committee (ASC) and Education and Student Experience Committee (ESEC). The Senate Secretary will be responsible for ensuring that these reports are produced and submitted to the Board, via the Senate Chair.

15.4 To ensure that it has appropriate oversight of the University's partnership arrangements, the Board will adopt the illustrative practice described in the CUC Code by receiving annual reports from the relevant committees on the current status of high-risk partnerships.

15.5 To fulfil the requirements of the HEFCE Annual Accountability Return, the Board's Audit, Risk & Governance Committee will report annually to the Board on its activities and detailing the assurances required as set out in the HEFCE Memorandum of Assurance & Accountability, including appropriate evidence.

16. COMMITTEE MEETING DATES

Committees Calendar

16.1 A calendar of formal committee dates is available in an Outlook calendar called **Committees Calendar**. To view the Committees Calendar: in the Calendar view, click **File, Open, Other User's Folder**, then type 'Committees Calendar' in the **Name** box. All BU staff are able to view the Committees Calendar. Committee secretaries should e-mail their meeting dates to the Corporate Governance & Committees Manager at boardclerk@bournemouth.ac.uk for inclusion in the calendar.

Setting of Committee Dates

16.2 The dates for the University Board, its sub-committees and Senate are set well in advance by the Corporate Governance & Committees Manager in consultation with key members of staff and committee chairs.

- 16.3 The dates for all other committees are set locally but consideration **must** be given to setting dates so that matters can be progressed in a timely manner to parent committees. Sub-committees should normally meet at least three weeks prior to the parent committee to which they report.

Changes to Committee Dates

- 16.4 Exceptionally, scheduled committee dates may need to be changed. In this case, the clerk/secretary should ensure that the change is communicated to all members and to the Corporate Governance & Committees Manager for inclusion in the calendar of committee dates. Where committee dates are changed, the effects on the timescale for reporting to parent committee(s) should be considered.

Extraordinary Meetings

- 16.5 Occasionally, it may be necessary to call an extraordinary meeting of a committee (for example, due to the volume of business or an important relevant development which requires prompt action). In this case, the clerk/secretary should ensure that the extraordinary meeting is communicated to all members in good time and to the Corporate Governance and Committees Manager for inclusion in the calendar of committee dates. The timescales for reporting to parent committees should be taken into account when setting the dates of extraordinary meetings.
- 16.6 For Board meetings, see the additional requirements at 8.5 regarding the notice period required.

17. DELEGATED AUTHORITY AND CHAIR'S ACTION

- 17.1 The Board, Senate or other formal committee may only delegate authority to its Chair, the VC or other officers to act on its behalf if approved and defined in writing (normally through the Scheme of Delegation or the minutes of the relevant discussion). The committee retains accountability for the actions taken and the action taken must be reported back to the next meeting of the committee and formally ratified through the minutes.
- 17.2 Where items of business arise between scheduled meetings which are urgent and cannot be deferred until the next scheduled meeting, the Chair may:
- Convene an extraordinary meeting to deal with the matter (see 16.5 above);
 - Seek the approval of a written resolution. Such a resolution may only be passed by the Board or its Committees if signed by at least three-quarter of the members (with at least half of those signing being independent members); or,
 - Take Chair's action on behalf of the committee, but only subject to the conditions set out at 17.1 above.

- 17.3 Certain reserved matters may not be delegated by the Board, and these are set out in the Articles of Government and the Scheme of Delegation.

18. MEMBERS' ATTENDANCE

Absence

- 18.1 Typically, if a committee member has missed two meetings in a row without good reason, the Chair shall be informed and discuss the matter with the member and take any appropriate action.
- 18.2 In the absence of the Board Chair and Deputy Chair from a University Board meeting, the members present may choose an Independent Board member to act as Chair for that meeting.

Member Substitution

- 18.3 It may be appropriate for members who are unable to attend a committee meeting to send a suitable substitute on their behalf. The permission of the Chair must always be sought prior to sending a substitute to a committee meeting and the clerk/secretary should be informed. See section 21 (below) for specific arrangements regarding proxy representation at Board meetings.

Payment of Independent Board Member expenses

- 18.4 The University will reimburse reasonable expenses incurred by independent Board members in carrying out their duties in connection with the Board, such as travel and subsistence costs. An expenses claim form is available from the Clerk to the Board and payments of expenses are generally subject to the same rules which apply to University staff members (and which are set out on the claim form).

19. OBSERVERS

- 19.1 Staff and students have the right to observe meetings of Senate and its committees, subject to approval by the Chair of the committee.
- 19.2 For the Board and other committees the Chair of the committee will decide as appropriate the suitability for attendance of observers.
- 19.3 Observers are not permitted to contribute to the business of the committee unless invited by the Chair. The permission of the Chair must always be sought prior to a committee meeting and the clerk/secretary should be informed whenever an observer intends to attend a committee meeting.

20. VOTING IN COMMITTEE MEETINGS

- 20.1 Voting is not normally used to reach a decision within the formal committees but where a consensus cannot be reached through discussion, the Chair may call for a vote by a show of hands (and the Chair may themselves vote).

- 20.2 Voting shall be by a simple majority. If a motion being voted upon only receives 50% of the vote, therefore, the motion will have failed because it did not receive more than half of the vote.
- 20.3 A proposed alteration of the University’s Articles of Government can only be approved by the Board if supported by not less than three–quarters of members present and voting.
- 20.4 See 23 and 7.6 for information on voting procedures in ballots for staff members, the Board Chair and Board Deputy Chair.

21. PROXY REPRESENTATION AT BOARD MEETINGS

- 21.1 Exceptionally, Members of the Board may appoint another member of the Board as his/her proxy to vote or speak on resolutions at a Board meeting. This must be confirmed in writing to the Clerk to the Board at least 48 hours prior to the meeting and the instruction should specify any voting directions being made to the proxy.
- 21.2 Should the Member who has appointed a proxy subsequently attend the relevant meeting, the proxy may not be exercised whilst the appointer is present. These proxy arrangements do not apply to Board Committees, Senate or any other formal committees.

22. VIRTUAL MEETINGS

- 22.1 Virtual meetings (for example via a telephone conference call or web link) are not normally required for formal committees, except where there are external member(s) who are unable to attend in person. The decision to undertake a virtual meeting rests with the Chair, who should liaise with the Secretary as appropriate. In the event of a virtual meeting being held, the principles and practices of committee should be adhered to as far as possible.

23. ELECTED MEMBERS

Senate – Elected Staff Members

	Position	Constituency	Nominees
Senate	Faculty Academic Staff (two per Faculty)	All members of academic staff within the relevant Faculty	Any member of academic staff from the respective Faculty shall be eligible for nomination
	All Professional and Support Staff (two)	All members of professional and support staff	All members of professional and support staff

- 23.1 The academic and professional and support staff members shall serve for a period of three years and elections will be held triennially. In line with best practice, elected members will be eligible to serve only one further term after this (subject to re-nomination and election). Beyond this, they may exceptionally be invited to remain for one further year in order to preserve continuity of membership in the event that no replacement candidate has been identified. Where a member is appointed as the Senate Member of the Board their term on Senate may be extended from three to four years without the requirement for an election.
- 23.2 Professorial appointments to Senate by the Vice-Chancellor are subject to the same term lengths as set out at 23.1
- 23.3 Members of staff are those as defined by Human Resources, who will provide the details of staff in any constituency.
- 23.4 Professional and Support Staff include demonstrators, manual, technical and maintenance staff.
- 23.5 Permanent members of staff can nominate, vote and be nominated (for the appropriate constituency).
- 23.6 Fixed-term members of staff can nominate and vote for the appropriate constituency. However, fixed-term members of staff can only be nominated for the appropriate constituency if their appointment runs for the duration of the elected Member vacancy (normally 3 years).
- 23.7 The election of members of Senate shall normally be conducted by an on-line, confidential ballot under the oversight of the Senate Secretary.
- 23.8 The election of Senate members to represent a newly established Faculty, or a Faculty affected by restructuring and/or staff transfer, where the changes affect 20% or more of those academic staff within a Faculty eligible for election, shall proceed immediately following the effective date of establishment or change, as determined by the Chair of Senate.
- 23.9 A vacancy which arises during a term of office shall be filled by election.

Nominations

- 23.10 Nominations, duly proposed, seconded and agreed by the nominee, shall be submitted to the Corporate Governance & Committees Manager before an appointed deadline, not less than seven days after the invitation to submit nominations has been issued.
- 23.11 Elected Members must be nominated by, and have their nominations seconded by, members of the constituency they will be representing.
- 23.12 Those nominated shall be required to complete a nomination form. All the information contained within the nomination form will be made available to voters.

Election Process

23.13 Where an election is necessary, the process will be managed by the relevant Secretary/Clerk and a ballot will take place as follows:

- Each member of the constituency shall receive an email notifying them of the process for voting.
- Each member of the constituency shall be entitled to vote for one candidate only.
- Voting will be confidential.
- Votes received outside the election period shall be void.
- The candidate(s) with the highest number of votes shall be declared elected.
- In the event of a tie (and if no candidate wishes to concede) the voting period may be extended to allow extra time for constituents to vote, provided that voter turnout was less than 100%. If the tied result persists, a winner shall be selected from among the tied candidates by a random process chosen and conducted by the Secretary/Clerk, witnessed by one or more independent parties.
- The results of the election shall be published in the University.
- A paper version which applies the same principles as above may be used as required to support the process. In the case of a paper election, ballot papers shall be counted by the Corporate Governance & Committees Manager and the results verified by the Clerk to the University Board or Secretary to Senate.

24. ACCESSIBILITY

24.1 Reasonable adjustments should be made for committee members with disabilities so long as these changes do not contravene health and safety laws. These may relate to, for example, ensuring meeting venues are accessible or providing documentation in an alternative format.

24.2 Committee members should be asked upon joining the Committee about any additional requirements they may have in order to fulfil their role as a committee member.

24.3 Further information is available on the Dignity, Diversity and Equality pages of the staff intranet at <https://staffintranet.bournemouth.ac.uk/workingatbu/dignitydiversityequality/>

24.4 Information on the accessibility of the University's buildings is available on the staff intranet

at http://www.bournemouth.ac.uk/facilitiesandresources/diversity/accessibility_information.html .

25. INFORMATION LEGISLATION AND BU COMMITTEES

The Principles

- 25.1 The University is a publicly funded Higher Education Institution and is therefore subject to a number of information legislation acts. Under the terms of the Data Protection Act 1998, the Freedom of Information Act 2000, and the Environmental Information Regulations individuals have legal rights in regard to obtaining information held by the University. It is important for BU to be transparent and accountable in terms of its governance, decision-making, and actions and information legislation acts reinforce this fundamental principle. The legislation also brings with it certain legal responsibilities and expectations in terms of the publication of information and the protection and processing of personal data.
- 25.2 All members of staff should be aware that all University business, including that of committees, is potentially a matter of public interest. Additionally, as part of its Publication Scheme, BU is committed to routinely publishing certain information, including the confirmed non-confidential minutes of some committees.
- 25.3 There are exemptions which can be applied to information meaning that it would not be disclosed (either as part of routine publishing or following an information request). However, the exemptions are very specific and most undisclosed information would also be subject to a public interest test in the event of an information request being received (this is where information must be released unless the public interest in maintaining the exemption outweighs the public interest in releasing it).
- 25.4 In terms of the practical application of the information legislation acts, those involved with committees should remain aware of the above and that the communication they make in all formats (from official papers, to emails, and even post-it notes) is potentially a matter of public record and therefore may be subject to an information request.
- 25.5 In terms of recording decisions made at committees, normally:
- Decisions are made by committees, not individuals and in the minutes of a meeting specific comments or opinions will not normally be ascribed to an individual unless they are specifically linked to a decision.
 - Disagreement with a decision made by a committee will be recorded in an appropriate fashion.
 - Other than this, a committee member may request that their particular opinion be recorded.

Publication of Committee Documentation

25.6 There are two types of information which need to be removed from committee documentation prior to publication:

1. Information protected by the Data Protection Act 1998.
2. Freedom of Information and Environmental Information Regulations exemptions.

25.7 The responsibility for deciding the status of information (confidential or non-confidential) resides with the Chair but they will be guided by recommendations from the Clerk/Secretary.

25.8 Where confirmed non-confidential minutes are routinely published (as detailed in the relevant terms of reference) when approving the minutes of the previous meeting the Chair should notify members that the minutes will be made publicly available. This is very important as the names of committee members will be contained within the minutes and there are Data Protection implications. If a member objects, Legal Services should be consulted.

Reserved Business

25.9 The following types of information may need to be removed from committee documentation depending on the member receiving it, and should be discussed under the heading 'Reserved Business':

- No student of the University shall be present during discussions relating to the admission, progression, assessment (or other similar matter) of another student.
- No student of the University shall *normally* be present during discussions relating to the appointment or employment of individuals to the University unless deemed appropriate by the Chair.
- Members of staff who are members of the Board shall not attend any part of a meeting at which there is consideration of their own employment or that of a person whose post is senior to their own. Having given notice of termination of their employment, they should not normally be present in any part of a meeting where the appointment of their successor is being discussed unless the Chair specifically requests them to be present in an advisory capacity for part of the discussion. The information made available to observers (specifically external observers) should be carefully considered and approved by the Chair.
- The Chair may deem any other matter appropriate to be dealt with as reserved business.

25.10 The relevant members will need to withdraw from the meeting during the reserved business item. For example, student members would withdraw from a meeting at which a discussion was taking place on awarding bursaries to named students.

- 25.11 These members should not receive the papers (if any) relating to the reserved business item and reserved business should be identified as such on the agenda and in the minutes. If necessary, the relevant members should receive a separate version of the minutes, with the reserved business removed.
- 25.12 The CUC Code emphasises that student and staff members of the Board share the same legal responsibilities and obligations as other members and must not be routinely excluded from discussions. Chairs and secretaries should be mindful of this when considering the appropriate handling of reserved business.

Document Management

- 25.13 One full set of final committee documentation (scan any documents not received electronically) should be kept in an appropriate place (normally the **I drive**) in a folder with the appropriate permissions set (contact IT for assistance with setting permissions on folders).

Caution and Further Advice

- 25.14 The seriousness of breaching information legislation cannot be underestimated, and there are reputational and financial consequences, including fines.
- 25.15 Further information and guidance can be sought from Legal Services.

26. THE PROCESS FOR ESTABLISHING NEW COMMITTEES

26.1 University Board Committees

- Coordinated by the Clerk to the University Board who will liaise with the University Board Chair and members as appropriate. In accordance with the CUC Code the Board will have, as a minimum, an Audit Committee, a Remuneration Committee and a Nominations Committee. The Terms of Reference and delegated authority for these Committees will be as approved by the Board.

26.2 Senate Committees

- Coordinated by the Senate Secretary and sub-committee secretaries.
- A paper detailing the rationale and proposed terms of reference (in the standard template) should be submitted to the Senate Secretary. If the proposed new committee has a parent committee, then the proposal and concept must have been approved by the proposed parent committee before the paperwork is submitted.
- The committee requires approval by the Vice-Chancellor (in practice this will be done through a meeting of Senate) and the University Board.

26.3 Executive Committees

- Executive committees are approved as appropriate under the authority of the Vice-Chancellor, in practice this would likely be done through the University Leadership Team (ULT) meetings.
- Following approval the terms of reference in the standard format should be published on the Committee pages of the staff intranet.

26.4 Any changes to terms of reference have to be approved as per Section 6 above.

26.5 Short-life working or task groups do not need to be formally approved but authority must be delegated to them by one of the formal committees or the relevant member of staff.

27. REVIEWING COMMITTEE EFFECTIVENESS

27.1 In accordance with the CUC Code, the University Board should keep its structures and processes under review to ensure that they are fit for purpose. This will include an independent review undertaken at least every 3 to 5 years. The Board should also receive assurances that Senate is similarly reviewing its own effectiveness.

27.2 All formal committees should periodically review their own effectiveness. Such reviews would normally be overseen by the Secretary/Clerk, working closely with the Chair. The precise timing and format for the reviews is a matter for the Committee. Reviews may take the form of a survey of members and attendees, one to one discussions with members, a 'self-reflection' group discussion (possibly as an adjunct to a scheduled meeting) or other methods as agreed by the committee. Whatever format the review takes, it should aim to address the following questions as a minimum:

- Is the Committee meeting all of its responsibilities as set out in its Terms of Reference and the Scheme of Delegation?
- Is the Committee Membership effective and does it include all of the necessary skills and experience required to conduct the Committee's business?
- Does the Committee receive all of the information that it needs in order to fulfil its responsibilities?
- Are the Committee administrative support arrangements fit for purpose?

27.3 The Secretary/Clerk should summarise the outcomes of the review in a paper for the Committee's consideration, including any recommendations for action. The parent committee should be informed of the completion of the review and its outcomes via the minutes of that meeting.

28. REFERENCES AND FURTHER INFORMATION

Further training and guidance on all aspects of these policy and procedures can be sought from the Corporate Governance & Committee Manager or, for detailed matters of academic governance, the Policy and Committees team within Academic Services

29. APPENDICES

- Appendix 1 Terms of Reference Template
- Appendix 2 Agenda Template
- Appendix 3 Indicative Agenda example
- Appendix 4 Committee Paper Cover Sheet
- Appendix 5 Minute Template
- Appendix 6 Actions Register Template
- Appendix 7 Minutes Cover Sheet