

## COUNCIL

### STANDING ORDERS, 2022/23

#### Highlighted sections updated at HT wk8 14 March 2022 meeting to show changes in titles and dis-establishment of CDAR with associated delegations

These standing orders of Council are made pursuant to section 22 of Statute VI<sup>1</sup>. Where there is a conflict between the University's legislation and these standing orders, the former shall prevail. These standing orders cover the following matters:

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<sup>1</sup> Section 22 of Statute VI provides that "Council may lay down the procedure of the conduct of its business by regulation, standing order, or otherwise as it thinks fit".

## **Meetings**

### *Arrangements for meetings*

Note: during the academic year 2020-21 and part of 2021-22, due to the coronavirus pandemic Council meetings were held online. The provisions of these Standing Orders continue to apply to both online meetings and to in person meetings, except as referenced in footnotes below.

1. Council's ordinary meetings will take two forms, long meetings and short meetings.
2. Long meetings will be held at 2.00pm:
  - 2.1 on the Monday of the fourth week of each Full Term and on the first Mondays after Full Term (hereafter referred to as 'ninth week') save that, in Michaelmas Term, the meeting otherwise held in the ninth week will be held on the Monday of the eighth week so as to facilitate Council's approval of the financial statements; and
  - 2.2 on dates in July and September, to be determined no later than the last ordinary meeting of Council in Michaelmas Term.
3. The long meeting in September will take the form of an Away Day. Council members joining in the next academic year may be invited to this meeting as observers.
4. Short meetings will be scheduled to start at 2.00pm on Monday of the first week of each Full Term.
5. A short meeting will only take place in the event that the Vice-Chancellor determines that there is urgent business for that meeting which requires discussion. The default position is that this meeting will be cancelled. Notification that the meeting is either to be cancelled or is to be held will be provided by 5pm on the preceding Monday. In exceptional circumstances, formal notification may be later than this.
6. Subject to the provision of at least one week's notice to Council members, the Vice-Chancellor may amend the start-time of a Council meeting.
7. Extraordinary meetings may also be held at such other times as the Vice-Chancellor directs.
8. If the Vice-Chancellor considers that there is insufficient business, the Vice-Chancellor may, not later than 2pm on the preceding Friday (subject to appropriate variation where a meeting is held on a day other than Monday), cancel a meeting.
9. The Vice-Chancellor, or in certain circumstances (if the Vice-Chancellor is unable to chair the meeting for items because of a conflict of interest or is unable to act as chair for any other reason) one of the deputy chairs of Council will take the chair at all meetings of Council<sup>2</sup>, unless Council approves the movement of the meeting to another date.

### *Attendance at meetings*

10. Attendance of members of Council is provided for in regulation 3 of Council Regulations 13 of 2002. To summarise, if a member of Council attends fewer than nine meetings in the course of an academic year, less the number of cancelled ordinary meetings in that year, his or her seat must be vacated at the end of that academic year, unless the General Purposes Committee has agreed otherwise for good reason. A person appointed, nominated, elected or co-opted to fill a casual vacancy during the course of an academic year will be required to attend only a proportionate number of meetings in that year.

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<sup>2</sup> Pursuant to section 7 of Statute VI.

11. Where they are not members of Council, the following senior officers may attend Council meetings for the full, or part of the, agenda (including those appointed temporarily to such posts): the Pro-Vice-Chancellors with portfolio; the Registrar, the Director of Legal Services and General Counsel, the Chief Financial Officer, the Director of Public Affairs and Communication, the Director of Planning and Council Secretariat, **the Head of GLAM**, the Executive Officer for Policy and Governance, Vice-Chancellor's Office, the Head of the Governance Secretariat and the Assistant Registrar (Governance). They are not entitled to vote.
12. Student observers and the representative of the early career research staff are entitled to attend the unreserved business of a Council meeting, but not the reserved business<sup>3</sup>.
13. Other individuals may be invited to attend for particular items and participate in the discussion.
14. Council members, the Registrar and those attending for particular items may sit at the main table. The others listed in paragraphs 11-12 above will sit on the side tables.<sup>4</sup>

### ***Unreserved and reserved business, and the confidentiality of Council proceedings***

#### *Categories and treatment of business*

15. Unreserved business is the business of Council for which student observers and the representative of the early career research staff may be in attendance. It may either be designated as 'open', 'restricted', or 'confidential'.
  - 15.1 'Open' business is not of a sensitive nature. All 'open' business may be discussed within the wider University and will be published on the University's website behind single sign-on.
  - 15.2 'Restricted' business may be discussed within the wider University but because of certain sensitivities will not be made known to the wider University through publication on the University's website<sup>5</sup>. 'Restricted' papers are labelled as such.
  - 15.3 'Confidential' business is of such a sensitive nature that it must not be discussed with anyone not listed in paragraph 19 below, but not to the extent that, in the opinion of the Vice-Chancellor, student observers and the representative of the early career research staff cannot be present for its discussion. Confidential papers are labelled as such and will not be made known to the wider University through publication on the University's website.
  - 15.4 The principles and guidelines on the dissemination of items of unreserved business are set out in paragraphs 34-40 below.
16. Reserved business is the business of Council for which student observers and the representative of the early career research staff may not be present (see paragraph 12). It is always 'confidential' and the papers are marked accordingly. The expectation is that this category of business will be used as sparingly as possible. As a principle, items of business are reserved where a breach of confidentiality would have potentially serious consequences. Council members, as Trustees of the University, would take corporate responsibility for any such breach. The following matters will be ordinarily categorised as 'reserved' business (and therefore as 'confidential'):
  - 16.1 issues of particular strategic sensitivity;

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<sup>3</sup> Regulation 8(1) of Council Regulations 13 of 2002.

<sup>4</sup> This Standing Order is not applicable to online meetings.

<sup>5</sup> This may cover items such as the setting of postgraduate fees, in the process of which there has been widespread consultation, but the premature publication of which might infringe competition law, or items aspects of which may be commercially confidential, e.g. budgets for capital projects.

- 16.2 issues of particular commercial sensitivity;
  - 16.3 issues solely for the consideration of the Trustees of the University; and
  - 16.4 matters pertaining to specific individuals, such as honorary degrees and decisions on appointments, promotions, and other matters concerning the personal position of members of the staff of the University; and the admission of individuals and their academic assessment and personal affairs.
17. The list above is not exhaustive and there may be occasion on which matters falling outside those categories listed above need to be treated as 'confidential'. If this occurs, the expectation would be to provide the explanation to Council.
18. Under regulation 8(3) of Council Regulations 13 of 2002<sup>6</sup>, authority is delegated to the Vice-Chancellor to determine into which category of business an item falls.
19. Business that is designated '*confidential*' may be discussed in person only with:
- 19.1 other members of Council;
  - 19.2 members of, and senior officers in attendance at, the Committee(s) that have previously considered the issue;
  - 19.3 senior officers in attendance at Council (see paragraph 11);
  - 19.4 senior officers in receipt of Council papers as identified in Annex A (including those appointed temporarily to such posts) (see paragraph 32); and
  - 19.5 where the business is unreserved, the student observers and the representative of the early career research staff at Council.
20. In exceptional circumstances, a Council member may desire to discuss confidential issues with a person outside the groups in paragraph 19. In such a case, approval must be sought, with reasons, and obtained from the Registrar in advance of the discussion taking place.
21. Notwithstanding paragraphs 19 and 20, a Council member may seek further information on an item from the officer specifically named in the paper as being the source of such information. The same designation of confidentiality will attach to the information provided as to the item on the agenda.
22. At its meeting, Council may alter either the designation of a paper, or its position within the agenda. For example, it may decide that a previously confidential paper should be designated as 'open'. If a change in designation is thought desirable following the Council meeting in which the item was considered, the Registrar has authority to approve such a change.

#### *Discussion at Council*

23. Irrespective of the categorisation of business, in all cases views expressed by others present at Council (either members of Council or those in attendance) during the course of the Council meeting may not be disclosed to, or discussed with, anyone outside the meeting unless that person is either another member of Council, a senior officer ordinarily in attendance, or, with the exception of discussions of 'reserved confidential' business, a student observer and the representative of the early career research staff.

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<sup>6</sup> Regulation 8(3) of Council Regulations 13 of 2002 states: "In any case of doubt, the chairman shall decide whether an item of business falls under one of the categories listed in paragraph (2) above, and his or her decision shall be final."

## ***The agenda***

24. The agenda for each meeting will be determined by the Vice-Chancellor. Items that are expected to be forthcoming will be trailed on the agenda of the previous meeting. Members of Council may propose items for the agenda no later than nineteen days before the long meetings (eleven days before the short meetings scheduled for Week 1).
25. In the case of major or complex items, e.g. large capital projects, opportunities will be taken for engagement with members of Council ahead of the agenda being issued, for example through the circulation of background papers or draft business cases, and where appropriate an independent expert might be engaged to provide assurance to Council.
26. Matters that do not require Council's active consideration (i.e. are for approval or note without discussion) will be categorised on the agenda as business that is 'below the line'. Any member of Council may ask that any item from 'below the line' be brought forward (i.e. 'above the line') for Council's active consideration. Any such request should preferably be made by 5pm on the Friday preceding the meeting, and where possible, with an explanation so as to facilitate any necessary preparation for discussion.
27. In exceptional circumstances, a member of Council may ask the Vice-Chancellor to bring forward for discussion at an earlier stage of the meeting an item in which the member is particularly interested, but such a change in the order of business on the agenda will be made only with the approval of all the members present.

## ***Council papers***

### *Recipients*

28. Council members and senior officers in attendance (see paragraph 11 above) will receive the full agenda for a Council meeting, including the unconfirmed minutes of the previous meeting and papers to be considered at the meeting<sup>7</sup>.
29. The full agenda for the meeting and papers will be published on SharePoint. Members of Council may request hard copies of all or some of the papers, to be received on a routine basis or with regard to specific items. Requests should be directed to the Council Secretariat.<sup>8</sup>
30. Each of Council's main Committees is required to upload its papers, minutes and agendas onto a SharePoint site to which Council members will have access. Where a main Committee refers a matter to Council, the papers the Committee considered relating to that matter should be uploaded onto SharePoint (or equivalent) by the Friday in the penultimate week preceding the relevant long Council meeting, or by the Wednesday in the week preceding the relevant short Council meeting or an extraordinary meeting (subject to appropriate variation where a meeting is held on a day other than Monday). Council members will thereby be able to see the background information on a matter that is referred to Council, as well as gain an overview of the business of that committee as a whole.
31. In addition, on request to the secretary of the particular Committee, members of Council are entitled to receive a copy of any of the papers (including the minutes) of a Committee of Council<sup>9</sup>, whether or not they are a member of that Committee. Such

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<sup>7</sup> The Keeper of the Archives will normally also receive a copy of these papers.

<sup>8</sup> The provision of hard copy papers is not applicable during the period of online meetings.

<sup>9</sup> As defined in sections 23-25 of Statute VI.

requests may be made at any time<sup>10</sup>. Student observers and the representative of the early career research staff will be able to access a copy of the full agenda on SharePoint (edited as necessary in the opinion of the Registrar) but minutes and papers relating only to the unreserved business. Student observers and the representative of the early career research staff may request hard copies of all or some of the papers, to be received on a routine basis or with regard to specific items. Requests should be directed to the Council Secretariat.<sup>11</sup>

32. Copies of the full agenda, minutes and papers, edited as necessary in the opinion of the Registrar, will also be provided to the list of senior officers set out in Annex A through publication on SharePoint.

#### *Distribution*

33. The papers to Council members set out in paragraphs 28 and 29 will ordinarily be issued no later than the Wednesday in the week preceding each long meeting. Certain papers may be the subject of a supplementary issue due to pressure of time, ordinarily no later than the Friday immediately preceding the long meeting (subject to appropriate variation where a meeting is held on a day other than Monday). A later issue may be made at the Vice-Chancellor's discretion in exceptional cases.

#### *Communication*

34. The default expectation is that all business on the unreserved agenda will be published for access on the University's website behind single sign-on. Where items of business are not deemed appropriate for publication, for the reasons set out under *Categories and treatment of business* above, the reasons for withholding publication will be recorded and reviewed by Council on an annual basis.
35. A schedule of the regular items of Council's business for the academic year will be made publicly available on Council's website after Council's first scheduled meeting in Michaelmas term. The schedule will be updated at least termly as business progresses.
36. A copy of the Council agenda, edited as necessary in the opinion of the Registrar, will be posted on Council's website behind single sign-on by the Saturday morning immediately preceding the Council meeting (subject to appropriate variation where a meeting is held on a day other than Monday). The principal items of non-confidential business will be flagged on Council's publicly available webpage for each meeting.
37. A brief note of Council's decisions and copies of the papers relating to Council's unreserved business, (with confidential and restricted items redacted), will be posted on Council's website behind single sign-on within a week of the relevant meeting.
38. Copies of the unreserved minutes, as confirmed by Council (with confidential and restricted items redacted), will be made publicly available on Council's website within a week of the meeting at which those minutes are confirmed.
39. Notwithstanding, but being mindful of, the degree of confidentiality of items of business:
  - 39.1 the Vice-Chancellor has discretion to report to Congregation and the wider University on the business of Council as she deems appropriate; and
  - 39.2 after each scheduled meeting, a summary of the principal items of Council business with links to further information on Council's website will be published on the staff gateway.

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<sup>10</sup> As agreed by Council on 21 June 2010.

<sup>11</sup> The provision of hard copy papers is not applicable during the period of online meetings.

40. At its meeting, Council may decide to alter either the agenda that has been posted on the website, or, as set out in paragraph 22, the designation or position within the agenda of any of the papers that are due to be posted on the website following the meeting. It may, for example, amend the designation of confidentiality, such that a previously 'confidential' paper may subsequently be given an open designation and posted on the website (or vice versa); or an item categorised as being reserved business may be moved to unreserved business and the associated paper, if it does not otherwise retain its confidential designation, therefore be posted on the website (or vice versa).

#### *Retention and Disposal*

41. All those in receipt of Council papers, whether in hard copy or electronically, (see paragraphs 28 - 31) must ensure that all copies of Council's agenda, minutes and papers and any related papers are:
- 41.1 retained in a confidential manner whilst they are required for reference and in accordance with guidance provided by the University's Information Security Team<sup>12</sup>; and
  - 41.2 disposed of in a confidential manner<sup>13</sup> when no longer required by the recipient. Hard copies of any such papers may be returned to the Council Secretariat for disposal. It is accepted that sets of previous papers may be retained in the offices of *ex officio* members of Council, in the offices of senior officers in receipt of papers under these standing orders, and in the offices of Oxford SU.

#### **Conduct of business**

##### *Conflicts of interest*

42. In accordance with the University's Policy on Conflict of Interest, every Council member and those officers and members of committees named in the Conflict of Interest Policy<sup>14</sup> must, at the beginning of each academic year, submit an annual declaration of external interests to the Conflict of Interest Committee<sup>15</sup>. This declaration may be updated at any time during the year.
43. In addition to the submission of the annual declaration, members of Council will be asked to declare any interest that could give rise to conflict in any item on the agenda at the beginning of the item in question. All interests so disclosed will be recorded in the minutes of Council. If the chair of the meeting deems it appropriate, the member will absent themselves from all or part of Council's discussion of the matter. Wording reflecting these provisions will be included at the beginning of every Council agenda.

##### *Motions and Questions*

44. At a meeting, a member of Council may propose a motion, either orally or in writing, on any matter within the jurisdiction of Council. If seconded, such a motion may either be

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<sup>12</sup> <https://www.infosec.ox.ac.uk/>.

<sup>13</sup> For example, by using 'confidential' shredding.

<sup>14</sup> Paragraph 8, Statement of Policy and Procedure on Conflict of Interest (the *Policy*): <https://researchsupport.admin.ox.ac.uk/governance/integrity/conflict/policy>. A list of the officers required to submit an annual declaration of external interests to the Conflict of Interest Committee, in accordance with paragraph 8.1 of the Policy, is set out at Annex B (as agreed by Council on 14 March 2011).

<sup>15</sup> The declarations of interest made by members of Council are published on the web as part of the University's Publication Scheme under the Freedom of Information Act at <https://compliance.admin.ox.ac.uk/guide-to-information> as well as on the webpage 'The University as a Charity' at <http://www.ox.ac.uk/about/organisation/university-as-a-charity> which provides, as required by HEFCE, the publication of declarations of interest made by Council members as at 31 January.

considered at the meeting or be deferred for consideration at a later meeting, as Council will decide.

45. No motion for the suspension of any standing order will be carried unless at least two-thirds of the members present vote in favour of the motion. The exception to this rule is that no motion for the suspension of the standing orders in paragraphs 1 and 3 of Annex E (relating to the conferral and revocation of honorary degrees) will be carried unless at least 15 members vote in favour of the motion.
46. At a meeting, a member of Council may ask the Vice-Chancellor a question, either orally or in writing, on any matter which is within the jurisdiction of Council. Such a question may either be answered at the meeting or be deferred for answer at a later meeting, as the Vice-Chancellor will decide.

### ***Self-effectiveness reviews***

47. Council will carry out a review of its operations and effectiveness at least every three years<sup>16</sup>, following a procedure to be agreed by Council immediately prior to the review.

### ***Council's Committees***

48. Council may establish ad hoc committees, in addition to those set up by legislation, and lay down their composition, terms of reference, powers, and duties<sup>17</sup>.
49. The following common principles will apply to the handling of business by Council's committees and will be included in the Standing Orders of Council's main committees.
  - **Subsidiarity** Handling of committee business through Council's main committees reflects the principle of subsidiarity, that decisions should be delegated to the lowest level appropriate to that decision.
  - **Clarity** There should be clarity regarding the membership of the committee and the role of those in attendance, the flow of business to and from the committee, its terms of reference, delegations (both in matters delegated to the committee and by the committee), the reports coming to the committee and the reporting arrangements of the committee itself (e.g. to Council, to other bodies, to Congregation and the wider community of the collegiate University). Matters such as these are set out in the Standing Orders of a main committee of Council.
  - **Flow of business** Where allowed by legislation and timeliness, most items should come to Council through one of its five main committees. Items normally should go to only one of those committees. If an item has to go to more than one, it should do so sequentially, so that a single report comes up to Council. The reason for an item coming through more than one main committee should be clearly documented for Council.
  - **Timeliness** Handling also reflects the importance of timeliness. Ensuring timely decision-making may require Chair's Action; in such cases Chair's decisions are reported at the next available meeting.
  - **Inclusivity** Consideration should be given to ensuring diverse membership of the committee and to conducting business in a way that encourages the full participation and engagement of all members to achieve effective decision-making.
  - **Reporting** Items coming to Council should first and foremost enable Council members to exercise their duties as trustees. They therefore normally address key strategic

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<sup>16</sup> Regulation 12, Council Regulations 13 of 2002.

<sup>17</sup> Under the provisions of Parts 2-36 of Council Regulations 15 of 2002, and under sections 23-25 of Statute VI.



opportunities and/or significant risks. These may be new risks not necessarily yet reflected in the current risk register.

Reports to Council should be brief and focussed. Detailed consideration, wherever possible, should already have taken place at the level of the reporting committee. Information recording this detailed consideration, in the form of minutes and supporting papers, is accessible to Council members via the SharePoint site.

Notwithstanding the above, the chairs of Council's committees are encouraged to provide Council with reports on discussions in their committees, particularly where matters were contentious, to help the wider Council membership to be aware of matters which are of concern to the wider University community.

### ***Delegations by Council to the Vice-Chancellor, other bodies and officers***

#### *General delegation to the Vice-Chancellor*

50. Subject to the provisions of section 3 of Statute VI, the Vice-Chancellor is empowered to take such steps as she may deem necessary for the discharge of Council's responsibilities under section 1 of that Statute, including the authorisation of the taking or defending of legal proceedings in the name of the University. This power is subject to consulting, or reporting to, Council on any exercise of the power as deemed appropriate by the Vice-Chancellor.

#### *Delegations to other bodies and officers*

51. Pursuant to section 3 of Statute VI, Council has agreed that certain of its powers should be delegated. Those delegations that are additional to the delegations conferred under the University's legislation to its committees and other bodies and officers are set out in Annex C.

### ***Other matters***

#### *Appointment of Pro-Vice-Chancellors with portfolio*

52. Procedures relating to the appointment of Pro-Vice-Chancellors with portfolio are set out in Annex D.

#### *Honorary Degrees, Degrees by Diploma, Degrees by Resolution and Membership of Congregation*

53. Procedures relating to the Honorary Degrees Committee, the conferral of degrees by diploma and of degrees by resolution and membership of Congregation are set out in Annex E.

#### *Individual Severance Arrangements Panel*

54. There will be an Individual Severance Arrangements Panel whose membership and terms of reference will be defined from time to time by Council.

#### *Lecturers' merit pay and professorial distinction<sup>18</sup>*

55. Council will have a sub-committee to determine annually the maximum amount available for (a) *any lecturers' merit pay exercise* and (b) *any professorial distinction exercise* to be held in the following year:

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<sup>18</sup> As agreed by Council on 15 February 2010.

- 55.1 the sub-committee will comprise the external members of Council, less the Chair of the Audit and Scrutiny Committee;
- 55.2 in reaching its decision, the sub-committee will :
  - 55.2.1 take account of any parameters set by Council (acting on the advice of the Planning and Resource Allocation Committee);
  - 55.2.2 if desired, consult the Chief Financial Officer and the Pro-Vice-Chancellor (People and Digital); and
  - 55.2.3 if desired, seek the views of a small group of those familiar with the collegiate University, and whose own salaries would be unaffected by the issues in question, in order to provide context and perspective. This group will be approved by Council on an annual basis.

*Approval of the holding of outside appointments and the conduct of outside work: line of approval for senior officers of the University<sup>19</sup>*

- 56. The line of approval for applications concerning the holding of outside appointments and the conduct of outside work, made in accordance with Council Regulations 5 of 2004<sup>20</sup>, is to the senior officer's line manager (where applicable). For the avoidance of doubt, the application should be made to the Vice-Chancellor in respect of each of the Pro-Vice-Chancellors with portfolio, the Heads of Division, the Registrar and Bodley's Librarian. In the case of the Vice-Chancellor, she should submit an application to the Chancellor.

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<sup>19</sup> As agreed by Council on 14 March 2011.

<sup>20</sup> <http://www.admin.ox.ac.uk/statutes/regulations/198-094.shtml>

**List of Senior Officers (including those appointed temporarily to such posts and other than those 'in attendance' as set out in paragraph 11) entitled to receive a copy of the agenda, minutes and papers of Council (edited as necessary in the opinion of the Registrar)**

1. Director of Research Services
2. Director of Estates
3. Chief Information Officer
4. **Director of Finance Operations**
5. Head of Financial Planning and Analysis
6. Academic Registrar
7. Director of Educational Policy Support
8. Director of Undergraduate Admissions and Outreach
9. Director of Human Resources
10. Deputy Director of Human Resources
11. Director of Occupational Health and Safety
12. Chief Development Officer
13. Director of International Strategy
14. Director of Assurance
15. Head of Communications
16. Senior Assistant Registrar (Policy)
17. Bodley's Librarian
18. Director, Department for Continuing Education
19. Divisional Registrar, Medical Sciences Division
20. Divisional Registrar, Social Sciences Division
21. Divisional Registrar, Mathematical, Physical and Life Sciences Division
22. Divisional Registrar, Humanities Division
23. Secretary, Continuing Education Strategic Management Board
24. Divisional Registrar, Gardens, Libraries and Museums
25. Director of the Conference of Colleges Secretariat
26. The Secretaries of the Main Committees of Council<sup>21</sup>, the Secretary of Council's Finance Committee and the Secretary of the Audit and Scrutiny Committee

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<sup>21</sup> These are Education Committee, General Purposes Committee, PRAC, Personnel Committee and Research and Innovation Committee (Section 23(1) of Statute VI; <https://governance.admin.ox.ac.uk/legislation/statute-vi-council>).

## Conflicts of Interest

The following post holders will be required to complete an annual declaration of external interests to the Conflict of Interest Committee under paragraph 8.1 of the Conflict of Interest Policy<sup>22</sup>:

Academic Registrar

Director of Planning and Council Secretariat

Director of Research Services

Deputy Director of Research Services

Director of Estates

Director of Legal Services and General Counsel

Oxford University Innovation Solicitor

Chief Financial Officer

**Director of Finance Operations**

Director of Purchasing

Chief Information Officer

Director of Public Affairs and Communication

Head of Communications

Director of Educational Policy Support

Director of Graduate Admissions

Director of Undergraduate Admissions and Outreach

Director of Human Resources

Director of Occupational Health and Safety

Director of Student Welfare and Support

Chief Development Officer

Director of the Department for Continuing Education

Director of International Engagement

Director of Assurance

**Head of the Registrar's Office**

Director of Language Centre

CEO, Oxford University Innovation

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<sup>22</sup> <https://researchsupport.admin.ox.ac.uk/governance/integrity/conflict/policy>

University Company Secretary

Head of Trusts Management Bodley's Librarian

Divisional Registrar, Medical Sciences Division

Divisional Registrar, Social Sciences Division

Divisional Registrar, Mathematical, Physical and Life Sciences Division

Divisional Registrar, Humanities Division

Secretary, Continuing Education Strategic Management Board

Divisional Registrar, Gardens, Libraries and Museums

Those appointed temporarily to any of the posts above

## **Delegations to other bodies and other officers**

These delegations are made pursuant to section 3 of Statute VI and are additional to the responsibilities of the committees, other bodies and officers as set out in the Statutes and Regulations.

### ***Delegations to General Purposes Committee (GPC)***

1. The terms of reference of GPC are set out at regulations 3.5-3.6 of Council Regulations 15 of 2002. The delegations set out below are additional to the responsibilities conferred upon GPC within that legislation. Council delegates to GPC the following:
  - 1.1 authority for appointing Council representatives to committees, boards of management etc. In turn, the committee has agreed that certain of the appointments which would ordinarily fall to it to decide under the delegated powers under this heading should be delegated to divisional boards or other committees. Details of such appointing arrangements are available from the secretary on request;
  - 1.2 authority to approve matters relating to Kellogg College, St Cross College and Reuben College, including the annual reports, save for changes in by-laws and the terms and conditions of appointments of Fellows, Professorial Fellows and officers which currently require the approval of Council, on the understanding that the General Purposes Committee will bring forward to Council any matters which give rise to concern;
  - 1.3 authority to receive six-monthly reports from the University's subsidiary companies, monitor their performance and periodically review the procedures for the governance and oversight of the subsidiary companies. Council will retain responsibility for the establishment of new subsidiary companies, advised by General Purposes Committee;
  - 1.4 authority to consider the review of the annual reports of the recognised independent centres produced by the Joint Committee for the Recognised Independent Centres and the quinquennial review of each centre. The General Purposes Committee will bring forward to Council any matters which give rise to concern and make recommendations as appropriate;
  - 1.5 authority to receive the annual report from Council's Trusts Management Board; and
  - 1.6 authority to approve additions to electoral boards above the nine permitted in the regulations;
  - 1.7 authority to approve the annual statement on slavery and human trafficking made under the Modern Slavery Act 2015;
  - 1.8 authority to receive and note on behalf of Council the annual report on the Van Houten Fund;
  - 1.9 authority to receive the Proctors Complaints Report, on the understanding that GPC will bring forward to Council any matters which give rise to concern.

### ***Delegations to the Planning and Resource Allocation Committee (PRAC)***

2. The terms of reference of PRAC are set out at regulations 5.4-5.5 of Council Regulations 15 of 2002. There are currently no specific delegations to PRAC additional to those set out in those regulations and the Financial Regulations. The delegations set out below are additional to the responsibilities conferred upon PRAC within that legislation. Council delegates to PRAC the following:
  - 2.1 authority to authorise expenditure commitments within the limits set out in the Financial Regulations, available at: <https://governance.admin.ox.ac.uk/legislation/council-regulations-1-of-2010>.
3. In exercising this power, PRAC will take account of risk factors such as novelty, complexity, size of project, environmental impact and political sensitivity, which may affect the treatment and level of scrutiny. For any capital project anticipated to entail substantial risk, approval may be escalated to Council at an early stage. In particular, in the case of any capital project for which the total cost is expected to be over £10m, PRAC should seek Council approval for initial expenditure above £1m.

**Delegations to Education Committee**

4. The terms of reference of Education Committee are set out at regulations 2.3-2.4 of Council Regulations 15 of 2002. There are currently no specific delegations to Education Committee additional to those set out in the regulations.

**Delegations to Personnel Committee**

5. The terms of reference of Personnel Committee are set out at regulations 4.3-4.5 of Council Regulations 15 of 2002. The delegations set out below are additional to the responsibilities conferred upon Personnel Committee within that legislation. Council delegates to Personnel Committee the following:
  - 5.1 authority to approve the implementation of revised salary scales, subject to approval by the Planning and Resource Allocation Committee of Council as to the financial implications;
  - 5.2 whilst Council will continue to consider future policy and practice on distinctions exercises authority for implementing the agreed policy and the award of titles of distinction has been delegated to the Personnel Committee or to an appropriate subcommittee or panel of that committee, subject to the report of the outcome of the distinctions exercises to Council for information;
  - 5.3 authority to approve elections to committees or other bodies under the auspices of the Personnel Committee of those who have retired, are about to retire, or are above the normal retiring age (this power has been further delegated to the Chair of the Personnel Committee) ; and
  - 5.4 its powers under sections 1-4 of Statute XIV, in connection with authority to appoint and dismiss staff.

**Delegations to Research Committee**

5. The terms of reference of Research Committee are set out at regulation 6.4 of Council Regulations 15 of 2002. There are currently no specific delegations to the Research Committee additional to those set out in the regulations.

**Delegations to other bodies and/or officers**

6. The following delegations set out below are additional to the responsibilities conferred upon the named bodies and officers as set out in the University's legislation. Council delegates to the named bodies and officers the following:
  - 6.2 *to the Committee to Review Donations and Research Funding*: authority for the approval of nominations for membership of the Chancellor's Court of Benefactors (CCB) and Vice-Chancellor's Circle (VCC) to be put to the Chancellor and Vice-Chancellor respectively has been delegated to the Committee to Review Donations (CRDRF) or its successor save for those cases which raise issues which, in the opinion of CRDRF or its successor fall outside the terms of reference of CRDRF or its successor. These cases must be referred to GPC for consideration (under regulation 18.3(2) of Council Regulations 15 of 2002)<sup>23</sup>;
  - 6.3 *to the Committee on Statutes before the Privy Council*: authority for giving the necessary consent to proposals from colleges in relation to college statutes has been delegated to the committee itself without the need to seek Council approval;
  - 6.4 *to Reuben College, Kellogg College and St Cross College*: authority to make changes in by-laws and the terms and conditions of appointments of Fellows, Professorial Fellows and officers for these societies (which are formally departments of the University) has been delegated to the societies themselves. Authority to approve other matters relating to these societies which currently require the approval of Council has been delegated to the GPC, on the understanding that it will bring forward to Council any matters which give rise to concern;

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<sup>23</sup> As agreed by Council on 16 February 2009.

6.5 *to the Student Wellbeing Subcommittee of the Education Committee*<sup>24</sup>:

- 6.5.1 consideration of reports from the Assessor on Student Hardship. The Committee may report to Education Committee in cases where specific issues of concern are raised in the report;
- 6.5.2 consideration of reports on Access to Learning Funds. The Committee may report to Education Committee on specific issues of concern raised in the report;

6.6 *to the Trusts Board of Management*, subject to provision of an annual report to Council (see further paragraph 1.5 above)<sup>25</sup>:

- 6.6.1 responsibility for the oversight of the management of all University trust funds, including their compliance with University practice and the general law;
- 6.6.2 all of the University's delegable functions as Trustee of the Oxford University Development Trust, including the allocation of funds between University investment vehicles, but excluding the management of investments;

6.7 *to the Vice-Chancellor*:

- 6.7.1 authority to decide on the dates of Full Term and Encaenia, on the advice of relevant officers;
- 6.7.2 approval of grants from the Hulme Fund;
- 6.7.3 authority for the appointment of Council's electors to electoral boards<sup>26</sup>;
- 6.7.4 authority to approve Distinguished Friends of Oxford awards, on the recommendation of the Pro-Vice-Chancellor (Development and External Affairs)<sup>27</sup>

6.8 *to the Head of GLAM* authority for approval to publish in the University Gazette the annual reports of bodies in GLAM (such as the Visitors of the Ashmolean);

6.9 *to the Pro-Vice-Chancellor (Education)*:

- 6.9.1 authority for the approval of undergraduate expeditions (i.e. those which are permitted to carry the name of the University);
- 6.9.2 authority to approve recommendations relating to Randall-Macliver Fellowships;

6.10 *to the Registrar*:

- 6.10.1 authority to approve applications for grants from the Van Houten Fund, subject to regular reports to GPC, Council and the Chancellor<sup>28</sup>; and
- 6.10.2 authority for the addition of names to the Register of Congregation;

6.11 *to the Academic Registrar*:

- 6.11.1 authority for the publication of notices in the University Gazette of MAs conferred by special resolution; and
- 6.11.2 authority to deal with applications for the incorporation of degrees from the University of Cambridge and Trinity College, Dublin.

<sup>24</sup> A change from reporting to Council, following the change in the terms of reference of the Committee, in particular its reporting line to Education Committee.

<sup>25</sup> As agreed by Council on 17 January 2011.

<sup>26</sup> As agreed by Council on 14 November 2011.

<sup>27</sup> Committee for Development and Alumni Relations disestablished by Council 29 November 2021. Previous delegation agreed by Council on 10 March 20210 and given to the Pro-Vice-Chancellor (Development and External Affairs) to recommend to CDAR and then Vice-Chancellor.

<sup>28</sup> This is a further delegation – Council on 17 January 2005



**[Procedure for the appointment of Pro-Vice-Chancellors with special responsibility for designated functions<sup>29</sup>**

The following principles will be used in the appointment of Pro-Vice-Chancellors with special responsibility for designated functions. These are designed to recognise that the Pro-Vice-Chancellors are acting as an extension of the Vice-Chancellor who is not able to carry out every function needed to be undertaken at the level of vice-chancellor ; that being the case it is essential that the Vice-Chancellor has full confidence in each appointee.

1. Whenever there is an impending vacancy in one or more of these posts, the Vice-Chancellor will consider whether any changes in the designated functions carried out by all or any of the Pro-Vice-Chancellors might be appropriate and put to Council for its approval any proposals for change. Where no changes are proposed an outline of the duties and responsibilities of the post to be filled will be submitted to Council for information. The proposed period of the appointment will be included in the documentation submitted to Council.
2. All vacancies in these posts will be advertised internally (with full further particulars which include relevant selection criteria). A decision on whether a post should also be advertised externally will be taken by Council on the occasion of each vacancy, on the recommendation of the Vice-Chancellor who will take account of all relevant factors and prevailing circumstances in making the recommendation.
3. A selection committee will be established by Council on the occasion of each vacancy on the basis of proposals put forward by the Vice-Chancellor who will, before formulating such proposals, invite written suggestions from each member of Council. The committee, which will be chaired by the Vice-Chancellor, will include members who have particular knowledge of and experience in, the area(s) of the post to be filled. In all cases care will be taken to ensure an appropriate gender and disciplinary balance in the membership of the committee.
4. The selection committee will at all times have regard to diversity issues, to the general University guidance on recruitment and selection to University posts, and to relevant particular University policies and practices relating to senior appointments.
5. The selection committee will arrive at its decision for submission to Council by majority vote, the Vice-Chancellor as chair having a casting vote as is the normal convention. Given the nature of the post, the Vice-Chancellor will also have the power of veto so that the name of the candidate recommended to Council for approval must in every case have the full support of the Vice-Chancellor.
6. In addition to submitting the name of the recommended candidate to Council, the selection committee will provide a report which summarises the procedures followed, provide statistical information on the number of applicants, the numbers of other names considered, and the numbers interviewed, and which will include any particular comments on the process that it considers would be helpful to Council.
7. Council will take its decision on appointment on the basis of the information provided by the selection committee. Council will also confirm the period of appointment.

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<sup>29</sup> Approved by Council, February 2006.

## Honorary Degrees, Degrees by Diploma and Degrees by Resolution

### Honorary Degrees

#### *General*

1. The privilege which the University possesses of conferring honours of this kind, which are highly estimated in public opinion, ought to be used with the greatest care and circumspection. Honorary degrees should therefore be conferred sparingly, and as a general rule only on persons of conspicuous distinction, and always with regard to good character. The practice of refusing honorary degrees sought with a view to professional advancement will be rigidly adhered to. Honorary degrees should not be conferred upon any person who holds, or who has retired from, a resident teaching, research, or administrative post in the University (including Oxford University Press) or in any college or other society, save in exceptional circumstances such as distinguished service outside the terms of his or her paid service.
2. Council has established the Committee on Honorary Degrees ('the committee') with remit and composition as laid down in Part 21 of Council Regulations 15 of 2002.<sup>30</sup>
3. Only proposals to confer an honorary degree received from members of Congregation and Council<sup>31</sup> will be considered.
4. No member of Council or of the committee will forward to that committee or propose to Council the name of any person for any honorary degrees unless they are prepared personally to recommend that the conferment of such a degree be seriously considered.

#### *Conferment of Honorary Degrees at Encaenia*

5. The committee will meet at least three times in each year to consider the conferment of honorary degrees at Encaenia in subsequent years.
6. The committee will, at all times, have regard to:
  - 6.1 the overall balance of the academic subjects, and the areas of public services and the creative and performing arts covered by its proposals;
  - 6.2 the University's obligations under the Public Sector Equality Duty and any diversity targets adopted by the committee or directed by Council; and
  - 6.3 the requirement of Standing Order 1 in this annex.
7. The committee will take such steps as it considers necessary each year to obtain proposals from members of Congregation and from members of Council who are not members of the committee. Proposals should be accepted at any time of the year, but only proposals received at least two weeks before the committee's Hilary Term meeting will be eligible for consideration for Encaenia in the following calendar year. Proposals received after that date will be held for consideration in the following cycle.
8. Members of the Committee may also put forward new names at any time of the year, but only proposals made at or before the Committee's Hilary Term meeting will be eligible for consideration Encaenia in the following calendar year. Proposals made after that date will be held for consideration in the following cycle.
9. At its meeting in Hilary Term, the committee will:
  - 9.1 review names newly proposed in accordance with Standing Orders 3, 7 and 8 above and names which were put forward to it in previous years but which were not included in the final lists of honorands; and
  - 9.2 identify those names on which it wishes to obtain further information.
10. The committee will make a report to Council for consideration no later than Week 4 of Michaelmas Term, containing a list of names of proposed candidates for the forthcoming Encaenia. The list will normally comprise approximately eight proposed honorands with a matching number of reserve candidates. The committee's report will normally be

<sup>30</sup> <http://www.admin.ox.ac.uk/statutes/regulations/520-1221.shtml>

<sup>31</sup> As agreed by Council on 14 November 2011.

circulated to members of Council not later than ten days in advance of the meeting at which it is to be considered to allow them to give careful consideration to the list, and to satisfy themselves (e.g. by consulting the chair of the committee) on any specific points of difficulty. Members of Council will be asked to let the Vice-Chancellor or Secretary of Council know if they have any concerns about any names on the list by a given date to allow the Chair to prepare a more detailed note on the individual(s) in question. If concerns have been expressed in advance on a name or names Council will decide whether it wishes either to refer the matter to the Honorary Degrees Committee for review, or to exclude that name/those names from the list for further consideration by the committee.

11. The Committee on Honorary Degrees will determine the final list of proposals (approximately eight in number) to submit to Congregation for honorary degrees to be conferred at Encaenia (but not degrees by diploma). A report on the agreed names will be submitted to Council for information.

*Late submissions of nominations*

12. Once the report in Standing Order 11 above is made, no additional name will be proposed for the forthcoming Encaenia except by the Vice-Chancellor. Any such proposal will be presented to Council. It may be discussed and questions may be asked concerning the name proposed; after which the proposal will be endorsed or rejected, or if opinion is divided, may be voted upon by Council in writing, and a two-thirds majority of the votes of the members present will be required for the conferment of the honorary degree.

*Conferment of Honorary Degrees not at Encaenia*

13. Proposals to confer honorary degrees not at Encaenia will be subject to the following rules of procedure.
14. Proposals will be considered by the Honorary Degrees Committee and, if the committee so decides, referred to Council for decision.
15. If the committee refers the matter to Council, the proposal may be discussed and questions may be asked concerning the name proposed; after which the proposal will be endorsed or rejected, or, if opinion is divided, may be voted upon in writing, and a two-thirds majority of the votes of the members present will be required for the conferment of the degree.
16. If Council has voted in 15 above for the conferment of the degree, the name will be submitted to Congregation.

**Degrees by Diploma**

17. When a degree is conferred upon a royal personage or upon the head of a foreign state it will be conferred by diploma.
18. Only proposals to confer a degree by diploma received from members of Congregation and Council will be considered.
19. Proposals to confer degrees by diploma received by the committee or referred by the Vice-Chancellor to the committee will be subject to the same rules of procedure as proposals to confer honorary degrees on occasions other than the Encaenia under paragraphs 13-16 above, except that:
  - 19.1 the Vice-Chancellor may at any time put to Council a proposal for the conferment of a degree by diploma;
  - 19.2 any such proposal may be discussed and questions may be asked concerning the name proposed; after which the proposal will be endorsed or rejected, or if opinion is divided, may be voted upon in writing, and a two-thirds majority of the votes of the members present will be required for the conferment of the degree, or referred to the Honorary Degrees Committee for consideration under 13-16 above;
  - 19.3 if Council has voted in 19.2 above for the conferment of the degree, the name will then be submitted to Congregation.

## Procedure for the revocation of an honorary degree or degree by diploma

### *Introduction*

20. Honorary degrees and degrees by diploma are awarded, in good faith, to recognise conspicuous distinction in contributions to academic inquiry and society, whether nationally or internationally, and to the life of the University, and always with regard to good character.
21. The privilege which the University possesses of conferring honours of this kind, which are highly esteemed in public opinion, is used with the greatest care and circumspection.
22. However, in exceptional circumstances, it may be considered appropriate for an honorary degree or degree by diploma to be revoked. This may arise from significant new information becoming available to the University or a major recent development which calls into question the appropriateness of the honour.
23. It is not intended that this procedure should be used in situations where shifts in public thinking render an honorand unpopular; the circumstances in which the decision to award the degree was made will remain relevant.
24. No proposal for the revocation of an honorary degree or degree by diploma will be made in respect of an honorand who is no longer alive.

### *Procedure*

25. If the Registrar is satisfied that there are substantial grounds for review, she may at any time refer a proposal for the revocation of an honorary degree or degree by diploma to the Committee on Honorary Degrees (the Committee).
26. The Registrar will write to the honorand as soon as is reasonably practicable to (i) inform him or her of the referral and the procedure that will be followed and (ii) invite him or her to make a written submission in respect of the proposal within a reasonable period of time.
27. The committee will review the proposal, and any submissions received from the honorand, and make a recommendation to Council as to whether or not they consider that the degree should be revoked.
28. Council will consider the proposal, any submissions received from the honorand and the recommendation received from the committee. If Council recommends that the honorary degree should be revoked, Council will put forward a resolution to Congregation requesting its approval for the revocation of the degree and the Registrar will write to the honorand to inform him or her of the recommendation.
29. If Congregation approves the resolution, the Registrar will write to the honorand to inform him or her that the degree has been revoked.

### **Degrees by resolution and membership of Congregation<sup>32</sup>**

30. If a person has been appointed to any of the positions listed below, but does not hold any of the degrees (other than an honorary degree) of Doctor of Divinity, Doctor of Civil Law, Doctor of Medicine, Master of Arts, Master of Biochemistry, Master of Chemistry, Master of Computer Science, Master of Computer Science and Philosophy, Master of Earth Sciences, Master of Engineering, Master of Mathematics, Master of Mathematics and Computer Science, Master of Mathematics and Philosophy, Master of Mathematics and Physics, Master of Physics, and Master of Physics and Philosophy of the University of Oxford, or a degree of the University of Cambridge or Dublin which qualifies him or her to incorporate into such a degree, Council will, on receiving notice of the appointment, as soon as possible propose to Congregation that the Degree of Master of Arts by Resolution be conferred upon him or her without fee, subject to the provisions of paragraph 33 below:

- 30.1 head of a college or Permanent Private Hall referred to in Statute V;

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<sup>32</sup> Council has delegated to the Registrar the practical arrangements necessary for the implementation of Standing Orders 30-33 in straightforward cases.

- 30.2 member of the governing body of a college or society referred to in Statute V (but not the Permanent Private Halls);
  - 30.3 principal bursar or treasurer of each college or society referred to in Statute V (but not the Permanent Private Halls), if not a member of its governing body;
  - 30.4 fellow of a college holding a permanent University appointment;
  - 30.5 (on condition that a college or society is willing to support him or her) holder of the title of Visiting Professor, or of the title of professor or reader awarded in a distinction exercise, upon whom the degree would not already be conferred by virtue of membership of the governing body of a college or society.
31. Subject to the provisions of paragraph 33 below, Council may, if it thinks fit, on the application of a college, propose to Congregation that a Degree of Master of Arts by Resolution be conferred upon any person who has been appointed to any other position which qualifies him or her for membership of Congregation.
32. Council has determined under section 1(11) of Congregation Regulations 1 of 2002 that persons appointed to offices which entitle them, or will entitle them on confirmation of appointment, to hold fellowships under section 12 of Statute XIV, members of the Finance Committee of the Delegates of the University Press, the Peter Moores Dean of the Said Business School, the Principal of Ripon College (Cuddesdon), the Clerks of the Market, the Vicar of the University Church of St Mary the Virgin, and the Editor of the University Gazette hold posts which qualify them for membership of Congregation.
33. The Degree of Master of Arts by Resolution under these standing orders shall be conferred only on persons who:
- 33.1 hold both a bachelor's and a doctor's degree (other than an honorary degree) of any university or universities or of any such other institution or institutions as Council may from time to time determine; or
  - 33.2 first became a member of a university or such other institution at least 20 terms previously; or
  - 33.3 in the case of persons who are not members of any university or such other institution, are at least 25 years of age.