

**ENVIRONMENTAL SUSTAINABILITY SUBCOMMITTEE
STANDING ORDERS¹
as at May 2021**

Preamble

Council has adopted the following common set of principles within which its committees operate.

- **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 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.

1. Membership

1. 1. Eligibility for membership and procedure for vacancies

Eligibility for membership of all committees is set out in general regulations. See regulations 1.2 of Council Regulations 14 of 2002:

<https://governance.admin.ox.ac.uk/legislation/council-regulations-14-of-2002>

1.2 Period of membership²

Appointed, elected, and co-opted members of the Environmental Sustainability Subcommittee (ESSC) other than the student member, shall, in the absence of provision in these regulations, or in the General Regulations of Council for Committees, to the contrary, serve for three years.

Such a member may serve no more than two full terms of office, and on completion of those two terms may not become an appointed, elected, or co-opted member of ESSC until a full term of office on that subcommittee has passed. GPC may dispense the member from this requirement.

The student member shall serve for one year.

¹ The requirement for Council's main committees to have Standing Orders is set out in Regulation 2.8 of Council Regulations 14 of 2002 <https://governance.admin.ox.ac.uk/legislation/council-regulations-14-of-2002>.

² Regulation 2.2 of Council Regulations 14 of 2002 <https://governance.admin.ox.ac.uk/legislation/council-regulations-14-of-2002>.

Further provisions concerning members whose appointment to the subcommittee is tied to other matters, e.g. membership of Council, and casual vacancies (where a vacancy occurs mid-way through a period of office), are provided in the regulations governing period of membership.

1.3 Composition of ESSC

ESSC's composition, including its powers of co-option, are set out at regulations 38.1 – 38.2 of Council Regulations 15 of 2002:

<https://governance.web.ox.ac.uk/legislation/part-38-environmental-sustainability-subcommittee-of-the-planning-and-resource-allocatio>

1.4 Inclusivity and diversity

In reviewing its membership at its first meeting of the year, ESSC should consider whether to use its power of co-option to provide for a more diverse membership.

1.5 Eligibility to vote

Appointed, elected, and co-opted members of ESSC, other than the student member, shall be entitled to vote, where, at the chair's discretion, a vote is called.

2. Terms of reference

PRAC's terms of reference are set out at regulations 38.3 – 38.6 of Council Regulation 15 of 2002:

<https://governance.web.ox.ac.uk/legislation/part-38-environmental-sustainability-subcommittee-of-the-planning-and-resource-allocatio>

3. Arrangements for meetings

3.1 Timing

Meetings of ESSC shall normally be held twice each Full Term. The Chair may postpone or cancel meetings at their discretion. The Chair may call an extraordinary meeting at any time.

3.2 Declaration of personal interests

Members of ESSC will be asked to declare any interest that could give rise to conflict in relation to any item on the agenda at the beginning of the item in question. All interests so disclosed will be recorded in the minutes. If the Chair deems it appropriate, the member shall absent himself or herself from all or part of the subcommittee's discussion of the matter. Wording reflecting these provisions will be included at the beginning of every ESSC agenda.

3.3 Order of Business

The order of business will normally be as follows, for both unreserved and reserved sections of the agenda:

1. Matters requiring active consideration (business that is 'above the line'):
 - 1.1 minutes of the previous meeting (to be taken as read unless any objection is raised);
 - 1.2 matters arising from the minutes;
 - 1.3 other items requiring discussion and/or decision;
2. Matters not requiring active consideration (business that is 'below the line'):
 - 2.1 matters arising from the minutes;
 - 2.2 other items requiring approval or noting.

3.4 Quorum³

No business shall be transacted at any meeting of a committee reporting directly to Council or one of its main committees unless a quorum is present.

For ESSC, a quorum is one third of those members eligible to vote upon the business of the committee in question (rounded to the nearest integer).

³ Regulations 2.6-2.7 of Council Regulations 14 of 2002 <https://governance.admin.ox.ac.uk/legislation/council-regulations-14-of-2002>.

A member who is participating in a meeting by telephone, video-conference or any other means of communication which permits all members simultaneously to hear one another, shall be considered present and therefore shall count towards the quorum.

If a quorum is not present within half an hour from the time appointed for the meeting, or during a meeting a quorum ceases to be present, the business or remaining business of that meeting shall be deferred to another meeting, whether already scheduled or to be scheduled, or shall be dealt with by the Chair acting under delegated authority in accordance with these standing orders (see paragraph 7.2 below).

3.5 Chair's casting vote⁴

The person taking the chair at any subcommittee meeting shall have a second or casting vote in the event of equality of voting.

3.6 Deputy Chair

At the start of each academic year, or at other times as necessary, the subcommittee shall appoint one of its members as deputy chair, to deputise as chair in the event of the chair's absence, or for an item in which the chair has a conflict of interest.

4. Attendance at meetings

4.1 Voting members

Only individuals appointed, elected or co-opted to the subcommittee or listed in 4.2 and 4.3 below may attend meetings on a regular basis. On occasions when the appointee is unable to attend the appointee will still receive the papers and be able to raise any comments or questions through the Secretariat or with the Chair.

4.2 Officers in attendance

Where they are not members of ESSC, the following officers may attend any meeting of ESSC for the full agenda: the Registrar and the Director of Planning. These officers may speak if invited, but are not entitled to vote.

4.3 Student member

The student member is entitled to attend the unreserved business of a meeting of ESSC, but not the reserved business and is not entitled to vote⁵.

4.4 Those invited for particular items

Other individuals may be invited to attend for particular items and participate in the discussion.

5. Confidentiality of ESSC's proceedings

5.1 Categories of business

Unreserved business is the business of ESSC for which the student member may be in attendance. It may either be designated as 'open', 'restricted', or 'confidential'.

'Open' business is not of a sensitive nature. All 'open' business may be discussed within the wider University and may be published on the intranet.

'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 intranet. 'Restricted' papers are labelled as such.

'Confidential' business is of a sensitive nature, but not to the extent that, in the opinion of the Chair, the student member cannot be present for its discussion. Confidential papers are labelled as such.

Reserved business is the business of ESSC for which the student member may not be present. 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

⁴ Regulation 1.3 of Council Regulations 14 of 2002 <https://governance.admin.ox.ac.uk/legislation/council-regulations-14-of-2002>.

⁵ Regulation 2.3 of Council Regulations 14 of 2002 <https://governance.admin.ox.ac.uk/legislation/council-regulations-14-of-2002>.

reserved where a breach of confidentiality would have potentially serious consequences. The following matters will be ordinarily categorised as 'reserved' business, and therefore as 'confidential':

- a. issues of particular strategic sensitivity;
- b. issues of particular commercial sensitivity; and
- c. 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.

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 ESSC.

The student member shall receive the full agenda (edited as necessary in the opinion of the Chair or Secretary) but not the papers or minutes relating to reserved business.

5.2 Treatment of the different types of business

'Open' and 'restricted' business may be discussed within the wider University. 'Open' business may be made known to the wider University through publication on the intranet; 'restricted' business will not.

Business that is designated 'confidential' may be discussed only with:

- a. other members of ESSC;
- b. members of, and senior officers in attendance at, the committee(s) that have previously considered the issue;
- c. senior officers in attendance at ESSC;
- d. senior officers in receipt of ESSC papers; and
- e. where the business is unreserved, the student member of ESSC.

In exceptional circumstances, an ESSC member may desire to discuss confidential issues with a person outside the groups in a-e above. In such a case, approval must be sought, with reasons, and obtained from the Chair or Secretary in advance of the discussion taking place.

An ESSC 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.

At its meeting, ESSC 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 ESSC meeting in which the item was considered, the Chair has authority to approve such a change.

5.3 Discussion at meetings of ESSC

Irrespective of the categorisation of business, in all cases views expressed by others present at meetings of ESSC (either members of ESSC or those in attendance) during the course of the ESSC meeting may not be disclosed to, or discussed with, anyone outside the meeting unless that person is either another member of ESSC an officer ordinarily in attendance, or, with the exception of discussions of 'reserved confidential' business, the student member.

6. Papers

6.1 Drafting

Cover papers should be no more than three pages in length (including standard template requirements) and should include all the pertinent information required for a decision to be made. Additional information should be provided in annexes. Annexes longer than 10 pages will be published on SharePoint only as standard; exceptions will be agreed by the Chair and Secretary in discussion with the report author.⁶

6.2 Circulation

Electronic copies of the agenda and papers will be published on ESSC's SharePoint site for members of the committee, officers in attendance, and others authorised to see the papers, normally 4-5 working days before the meeting. In line with the objectives set out in the Environmental Sustainability strategy hard copies will not be circulated as standard practice and the printing of hard copy papers is discouraged.

Members of Council will have access to ESSC's SharePoint site.

Others for whom it is necessary for the discharge of their duties shall also have access to the ESSC SharePoint site, subject to endorsement by the secretary to ESSC, in consultation with Heads of Section where necessary.

6.3 Holding and disposal of papers

All information concerning ESSC, including its papers whether in electronic form or hard copy, must be held in accordance with the University's Information Security Policy⁷.

Members of the subcommittee and others in receipt of committee papers, including minutes, must ensure that hard and electronic copies of such papers in their personal possession are disposed of, when no longer needed by them; the secretary of the subcommittee shall make appropriate arrangements for the confidential disposal of any such papers which are returned to them.

7. Delegations

7.1 Powers delegated by PRAC to ESSC

As set out in Part 38 of Council Regulations 15 of 2002, the Planning and Resource Allocation Committee (PRAC) has delegated the following powers to ESSC:

- authority to take decisions, including in respect of spending from the Oxford Sustainability Fund. The subcommittee shall consider and make recommendations to PRAC on sustainability matters outside its delegation as it considers necessary, including recommendations:
 - (1) for the implementation of the Environmental Sustainability Strategy; and
 - (2) to ensure that environmental sustainability is embedded in the University's governance and decision making.

7.2 Powers delegated by ESSC to its chair, or to the officers

(a) Chair of ESSC

- (i) The Chair of ESSC shall have power to give approval to any matter that falls within ESSC's terms of reference, provided that the Chair is satisfied that the case for urgency is such that approval cannot await the next meeting of the subcommittee, and subject to report of the decision at the next meeting. When the likely need for an urgent decision between meetings is foreseen, a report should be brought to the subcommittee outlining the current position and asking for prospective approval of Chair's action on the subcommittee's behalf. In case of doubt or difficulty, the Chair may, at their discretion, seek approval from other members of the subcommittee by correspondence.

⁶ Agreed as part of the PRAC Self-Review 2019/20

⁷ <https://www.infosec.ox.ac.uk/>

8. Reporting

8.1 Reports to PRAC⁸

ESSC shall report to PRAC as required to fulfil its remit. In so doing, it shall also refer to PRAC any matter that in the opinion of the subcommittee requires the attention of PRAC.

In addition to substantive items that are referred to PRAC, the subcommittee shall make available its minutes and supporting papers to PRAC on the business it has considered. Individual items may be marked 'confidential', 'restricted', or 'reserved confidential'.

8.2 Reports to Finance Committee

ESSC shall report annually to Finance Committee on expenditure from the Oxford Sustainability Fund. Business cases for capital investment in infrastructure related to the Environmental Sustainability Strategy shall be submitted to the Strategic Capital Steering Group for approval via Finance Committee and Council in accordance with the Financial Regulations.

8.3 Annual Reporting

ESSC shall make an annual report to PRAC, and Council of no more than 2-3 pages, which draws out themes and issues across the year, identifying the key strategic opportunities and significant risks.

ESSC will review annually the reporting of carbon emissions and biodiversity impacts for submission and publication in the University's Annual Review and financial statements.

8.4 Reports to ESSC

ESSC shall receive reports:

- (a) termly from the Carbon Management Programme Board
- (b) annually from the Energy Purchasing Strategy Group

8.5 Terms of reference of ESSC

Terms of reference of ESSC may be found at

<https://governance.admin.ox.ac.uk/subcommittees-of-prac>

Links are provided below to:

- Financial Regulations: <https://governance.admin.ox.ac.uk/legislation/council-regulations-1-of-2010>

⁸ Regulation 2.4(2) of Council Regulations 14 of 2002 "They shall make reports and recommendations to Council as they consider appropriate, subject to such policies and guidelines as Council lays down by regulation or otherwise."
<https://governance.admin.ox.ac.uk/legislation/council-regulations-14-of-2002>.