

## **Extracts from the Council Standing Orders about unreserved/reserved business and confidentiality**

### ***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>1</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;
  - 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.

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<sup>1</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.

18. Under regulation 8(3) of Council Regulations 13 of 2002<sup>2</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);

senior officers in receipt of Council papers as identified in Annex A (including those appointed temporarily to such p **Extracts from the Council Standing Orders about unreserved/reserved business and confidentiality**

### ***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>3</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>2</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."

<sup>3</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>4</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.

#### **The agenda**

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<sup>4</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."

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>5</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>6</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>7</sup>, whether or not they are a member of that Committee. Such requests may be made at any time<sup>8</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>9</sup>

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<sup>5</sup> The Keeper of the Archives will normally also receive a copy of these papers.

<sup>6</sup> The provision of hard copy papers is not applicable during the period of online meetings.

<sup>7</sup> As defined in sections 23-25 of Statute VI.

<sup>8</sup> As agreed by Council on 21 June 2010.

<sup>9</sup> The provision of hard copy papers is not applicable during the period of online meetings.

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.
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).
  - 40.1 (see paragraph 32); and
  - 40.2 where the business is unreserved, the student observers and the representative of the early career research staff at Council.

41. 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.
42. 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.
43. 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*

44. 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.

#### **The agenda**

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#### **Council papers**

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49. 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>10</sup>.

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52. 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>12</sup>, whether or not they are a member of that Committee. Such requests may be made at any time<sup>13</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>14</sup>
53. 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.

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

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