

**DE MONTFORT UNIVERSITY
HIGHER EDUCATION CORPORATION**

ARTICLES OF GOVERNMENT

April 1989
Revised June 1990
Revised October 1995
Revised October 1998
Revised October 2001

ARTICLES OF GOVERNMENT
FOR
DE MONTFORT UNIVERSITY
HIGHER EDUCATION CORPORATION

In exercise of the powers conferred upon it by section 125 of the Education Reform Act 1988, the De Montfort higher education corporation makes the following Articles of Government in accordance with which De Montfort University shall be conducted:-

1 INTERPRETATION

- 1.1 In these Articles, words and expressions shall have the meanings ascribed to them in paragraph 1 of the Instrument of Government made by the Privy Council on 26 April 1993 and, unless the context otherwise requires, the following expressions shall have the meanings indicated in this paragraph:-

"the holders of senior posts" means the Principal and the holders of such senior posts as the Board of Governors may determine and "holder of senior post" shall be construed accordingly;

"the staff" includes both teaching and other staff of the University;

"independent Governor" means a member of the Board of Governors who has experience of, and has shown capacity in industrial, commercial or employment matters or the practice of any profession, appointed under the provisions of Section 3.3 of the Instrument of Government;

"staff Governor" means a member of the Board of Governors appointed on the nomination of the Academic Board, or as a co-opted staff nominee;

"student Governor" means a member of the Board of Governors appointed as a student nominee or a co-opted student nominee; and

"a students' union" means any association of the generality of students formed to further the educational purposes of the University and the interests of the students as students.

2 CONDUCT OF THE UNIVERSITY

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

3 RESPONSIBILITIES OF BOARD OF GOVERNORS, PRINCIPAL AND ACADEMIC BOARD

The Board of Governors

- 3.1 The Board of Governors shall be responsible for:-
- (a) the determination of the educational character and mission of the University and for oversight of its activities;
 - (b) the effective and efficient use of resources, the solvency of the University and the Corporation and for safeguarding their assets;
 - (c) approving annual estimates of income and expenditure;
 - (d) the appointment, assignment, grading, appraisal, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts;
 - (e) setting a framework for the pay and conditions of service of all other staff; and
 - (f) procedures for the award of honorary academic titles.

The Principal

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

The Academic Board

- 3.3 Subject to the provision of these Articles, to the overall responsibility of the Board of Governors, and to the responsibilities of the Principal, the Academic Board (see Article 4) shall be responsible for:-
- (a) general issues relating to the research, scholarship, teaching and courses at the University, including criteria for the admission of students; the appointment and removal of internal and external examiners; policies and procedures for assessment and examination of the academic performance of students; the content of the curriculum; academic standard and the validation and review of courses; the procedures for the award of qualifications and academic titles; and the procedures for the expulsion of students for academic reason. Such responsibilities shall where relevant be subject to the requirements of validating and accrediting bodies;
 - (b) considering the development of the academic activities of the University and the resources needed to support them and for advising the Principal and the Board of Governors thereon; and
 - (c) advising on such matters as the Board of Governors or the Principal may refer to the Academic Board.
- 3.4 The Academic Board may establish such committees as it considers necessary for the purposes enabling it to carry out its responsibilities provided that each establishment is first approved by the Principal and the Board of Governors. The number of members of any such committee and the terms on which they are to hold and vacate office shall be determined by the Academic Board.

4 ACADEMIC BOARD

- 4.1 There shall be an Academic Board of no more than 36 members, comprising the Principal (who shall be Chairman) and such other numbers of staff and students as may from time to time be approved by the Board of Governors. The Principal may nominate a Deputy Chairman from among the members of the Academic Board to take chair in his or her place. The period of appointment of members and the selection or election arrangements shall be subject to the approval of the Board of Governors.
- 4.2 The Academic Board shall consist of:-
- | | | |
|----------------|---|---|
| Class A | - | The Vice-Chancellor, up to 4 Pro Vice-Chancellors, the Academic Registrar |
| Class B | - | Up to 13 Deans and Directors (and/or those in posts of such equivalence as may at any time be established as decided by the Board of Governors) |
| Class C | - | 7 persons, one from each Faculty, elected from among their number by the Heads of Department |
| Class D | - | 7 persons, one from each Faculty other than Deans and Directors or Heads of Departments elected from among their number by the academic staff |

- Class E** - 3 students nominated by the Students' Union
- Class F** - No persons co-opted by the members of Classes A-E inclusive but people could be invited *ad hoc* for specific items

The Academic Board shall determine the period of appointment of members in Classes C, D, E and F and the arrangements for their election or selection and the procedure for dealing with casual vacancies subject to the approval of the Board of Governors. Taken together, Classes A and B shall comprise no less than 50% of the Academic Board.

5 DELEGATION OF FUNCTIONS AND COMMITTEES

- 5.1 Subject to the following provisions of this Article, the Board of Governors may establish committees for any purpose or function, other than those assigned elsewhere in these Articles to the Principal or to the Academic Board, and may delegate powers to such a committee or to the Chairman of the Board of Governors or to the Principal.
- 5.2 The Board of Governors shall establish a committee or committees to determine or advise on such matters relating to employment policy or finance as the Board may remit to them. The members of the committee or committees shall be drawn from the Board of Governors other than staff or student Governors.
- 5.3 The Board of Governors shall not, however, delegate the following:-
 - the determination of the educational character and mission of the University;
 - the approval of the annual estimates of income and expenditure;
 - ensuring the solvency of the institution and the Corporation and the safeguarding of their assets;
 - the appointment or dismissal of the Principal; or
 - the varying or revoking of these Articles.

6 APPOINTMENT OF CLERK TO THE BOARD OF GOVERNORS

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

7 PROCEDURES FOR MEETINGS

- 7.1 The quorum for meetings of the Board of Governors shall be 10 members of whom 7 shall be independent members. If a meeting has a quorum, but less than half the members present are independent members, a majority of the independent members present shall be able to require that a decision be deferred to the next meeting. No decision shall be deferred more than once under this provision. All votes shall be cast either personally or by proxy and attendance by proxy shall be deemed to be accepted as physical presence for the purposes of a quorum.

- 7.2 Members of the Board of Governors shall not be bound in their speaking and voting by mandates given to them by other bodies or persons, except where acting as a proxy for another member.
- 7.3 The Board of Governors shall choose a Chairman from among the independent members and a Deputy Chairman from among those members to act in the absence of the Chairman.
- 7.4 At least four ordinary meetings of the Board of Governors shall be held during each University year. Special meetings of the Board of Governors may when necessary be convened by the Chairman or the Principal, or in his absence by the Deputy Principal. At any time the Principal, or in his absence the Deputy Principal, shall, on receiving the written requisition of ten members of the Board of Governors, stating the business they desire to submit, direct that a special meeting of the Board of Governors be called, and the meeting shall be held within fourteen days of the receipt of such requisition. Not less than one clear day's notice of a special meeting shall be given, and no business shall be considered at such meeting other than that contained in the notice.
- 7.5 Eight days' notice of all ordinary meetings of the Board of Governors, specifying the business to be brought forward at the meetings, shall be sent by the Clerk to every member of the Board of Governors. All reports and details of business to be brought forward and all notices of motions shall be sent to each member of the Board of Governors before the meeting at which such business is to be considered; and no meeting shall be competent to transact any business other than such as shall directly arise out of the business so brought forward, or business brought forward before the meeting by the Chairman, or business for which urgency has been claimed and obtained by a vote of a majority of two-thirds of those present and voting in person or by proxy. In the event of there being no business to lay before an ordinary meeting of the Board of Governors, the Chairman may, at his discretion, direct that notice be sent to every member that such meeting will not be held.
- 7.6 Members of the Board of Governors shall give at least forty-eight hours' notice in writing to the Clerk of any business which they desire to lay before an ordinary meeting of the Board of Governors, prior to distribution of notice of ordinary meetings, specified in Article 7.5.
- 7.7 A majority of those present and voting in person or by proxy shall decide all questions; in the case of an equality of votes the Chairman shall have a second and casting vote. In the absence of the Chairman and Deputy Chairman the members present, being a quorum, shall appoint a chairman for the meeting.
- 7.8 At every meeting of the Board of Governors and Committees of the Board of Governors, attendance shall be recorded, and all proceedings entered in Minute Books which shall be kept by the Clerk.
- 7.9 Members of the Board of Governors shall declare any pecuniary, family or other personal interest that they may have in any matter under discussion and shall not take part in the consideration of that matter except that the Board of Governors shall not be prevented from considering and voting upon proposals for the Corporation to insure members of the Corporation against liabilities incurred by them arising out of their office or the Corporation obtaining such insurance and paying the premiums.
- 7.10 Reserved areas of business shall be:-

- (a) matters affecting the employment, appointment to any office, promotion, dismissal and personal affairs of individual members of the staff including the composition and work of selection committees;
 - (b) matters affecting the admission, academic assessment and withdrawal on grounds of academic failure of individual students;
 - (c) the procedures of examination committees; and
 - (d) such other matters as may be declared as reserved business by the Chairman of the Board or the Chairman of any Committee established by the Board.
- 7.11 (a) All students whether members of or attending meetings of the Board of Governors the Academic Board a Faculty Board or any committee or body duly established under these Articles shall withdraw from the meeting when it is declared by the Chairman of the meeting that the meeting is about to discuss a reserved area of business and shall not return to the meeting until the reserved business is concluded. In the event of doubt the decision of the Chairman shall be final. No student whether a member of or attending any meeting within the provisions of the article shall receive any papers or information relating to a reserved area of business.
- (b) Where the Principal or the Chairman of any meeting so decides the provisions of this Article shall apply to staff as they do to students.
- 7.12 The quorum at meetings of the Board of Governors at which members of the Board of Governors are to be appointed shall be 15 (the majority of whom shall be independent members); and 8 days' notice shall be given of any such meeting. All votes shall be cast either personally or by proxy, and appointments may only be made by a vote representing an absolute majority of the members of the Board of Governors. Where appointments are to be made by the independent members only, the independent members shall form a committee. The quorum for that meeting shall be three quarters of their number, all votes shall be cast either personally or by proxy and appointments may only be made by a vote representing an absolute majority of the independent members.
- 7.13 The instrument appointing a proxy shall be in writing signed by the Appointor in this form or as near to it as circumstances allow:-
- De Montfort University
Higher Education Corporation
- I _____ of _____
- a member of the De Montfort University Higher Education Corporation
- appoint _____
- of _____
- and failing him/her _____
- of _____

to vote for me on my behalf at the meeting of the Board of Governors

to be held on

19 and every adjournment of that meeting

AS WITNESS my hand this day of 19

A proxy must be a member of the Corporation.

7.14 The instrument appointing a proxy must be lodged with the Clerk not less than 48 hours before the time appointed for the meeting or adjourned meeting at which the proxy is to vote unless a Special Meeting has been convened on one clear day's notice in accordance with Article 7.4 when 24 hours' notice will suffice.

7.15 At any meeting the votes of members present shall be taken first followed by the votes of members acting as proxies. A member acting as a proxy shall observe any instructions given by the Appointor. In the absence of instructions the proxy may vote as he or she thinks fit.

7.16 Except where material relates to named members of staff or students, or prospective members of staff or students, or to matters which the Board of Governors or any committee thereof, as appropriate, are satisfied should be dealt with on a confidential basis as reserved areas of business the following should be available for inspection by students and staff of the University:-

- agenda;
- draft minutes, if they have been approved by the chairman of the meeting;
- signed minutes; and
- reports or papers considered at meetings

8 APPOINTMENT AND PROMOTION OF STAFF

8.1 Each member of staff shall serve under a contract of employment with the Corporation.

8.2 Upon the occurrence of a vacancy or expected vacancy for the post of Principal, the post shall be advertised at least nationally.

9 CONDUCT OF STAFF

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

Academic Freedom

9.2 In making rules under Article 9.1, the Board of Governors shall have regard to the need to ensure that academic staff have freedom within the law to question and test received wisdom, and put forward new ideas and controversial or unpopular opinions,

without placing themselves in jeopardy of losing their jobs or any privileges they may have at the University.

10 SUSPENSION AND DISMISSAL OF STAFF

Suspension

- 10.1 The Chairman of the Board of Governors or in the absence of the Chairman the Deputy Chairman, may suspend from duty, with pay, the holder of a senior post for misconduct or other good and urgent cause. The Chairman, or the Deputy Chairman, shall report such suspension in writing to the Board of Governors within two working days or as soon thereafter as practicable.
- 10.2 The Principal may suspend from duty, with pay, any member of the staff of the University other than the holder of a senior post for misconduct or other good and urgent cause and shall report such suspension in writing to the Chairman of the Board of Governors within 7 working days or as soon thereafter as practicable.
- 10.3 Anyone who is suspended from duty under Articles 10.1 or 10.2 shall be entitled to receive from the Principal, or in the case of holders of senior posts from the Chairman or Deputy Chairman of the Board of Governors, written notification of the suspension, setting out the grounds on which the decision to suspend has been taken.
- 10.4 Procedures for the suspension of staff under Articles 10.1 or 10.2 shall be specified in rules made by the Board of Governors after consultation with the staff. The rules include the provision that:-
- (a) any person who has been under suspension for three weeks or more may appeal in writing to the Board of Governors against the suspension, save that no such right of appeal shall lie if the person is the subject of a reference to a Special Committee under Article 10.5 or of a notification from the Principal under Article 10.12;
 - (b) any appeal made under (a) shall be considered as soon as practicable; and
 - (c) a suspension against which an appeal is made shall continue to operate pending the determination of the appeal.

Dismissal of Holders of Senior Posts including the Principal

- 10.5 If the Chairman of the Board of Governors, or in his absence the Deputy Chairman, or a majority of the members of the Board of Governors, consider that it may be appropriate for the Board to dismiss the holder of a senior post, the Chairman, Deputy Chairman or Board of Governors as appropriate shall refer the matter to a Special Committee of the Board which shall be convened as soon as possible to examine the facts, otherwise investigate the grounds for dismissal and make a report to the Board of Governors.
- 10.6 The person whose dismissal is to be considered by the Special Committee shall have the right to make representations to the Committee, including oral representations, for which purpose he or she may be accompanied and represented by a friend.
- 10.7 The Special Committee shall prepare a written report for consideration by the Board of Governors, a copy of which shall be sent to the person to whom it relates. The

report shall set out the facts relating to the case, and any considerations which the Committee considers should be taken into account in Board's consideration of the matter. The report should not contain recommendations as to the decision to be taken by the Board.

- 10.8 The Board of Governors shall consider the report of the Special Committee and take such action as it considers appropriate, which may include the dismissal of the person concerned. The person concerned shall have the right to make representations to the Board of Governors, including oral representations, for which purpose he or she may be accompanied and represented by a friend.
- 10.9 The Special Committee shall consist of 5 members of the Board who shall not be entitled to sit as members of the Board or to have a vote when the written report of the Special Committee is being considered. The Chairman of the Board of Governors, the Deputy Chairman and the Principal shall not be eligible for membership of the Special Committee.
- 10.10 The Board of Governors shall make rules specifying procedures for the conduct of the Special Committee and other aspects of the procedure set out in Articles 10.5 to 10.9.

Dismissal of Other Members of Staff

- 10.11 The Principal may dismiss any member of the staff of the University other than the holder of a senior post and if the circumstances are such that he is entitled to do so by virtue of the conduct of that member of staff that dismissal may take immediate effect without any need for prior notice.
- 10.12 Where the Principal proposes to dismiss such a member of staff and the circumstances described in Article 10.11 do not prevail he shall notify the member of staff concerned of that proposal. That staff member shall be given an opportunity to make representations to the Principal (including oral representations, for which purpose he may be accompanied and represented by a friend) before any decision to dismiss by the Principal is taken.
- 10.13 Where a staff member has been dismissed pursuant to Article 10.11 or a decision to dismiss has been taken pursuant to Article 10.12 that staff member may appeal against the dismissal or decision, as the case may be, to the Board of Governors. In the case of an appeal against a decision to dismiss the dismissal shall not take effect until the appeal has been determined.
- 10.14 Procedures for the dismissal of staff by the Principal and for the consideration of appeals against dismissals shall be specified in rules made by the Board of Governors after consultation with the staff. The rules should include rights of representation.

11 GRIEVANCE PROCEDURES

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

12 STUDENTS

- 12.1 A students' union shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Board of Governors and shall present audited accounts annually to the Board of Governors. No amendment to or rescission of that constitution, in part or in whole, shall be valid unless and until approved by the Board of Governors.
- 12.2 The Board of Governors, after consultation with the Academic Board and representatives of the students, shall make rules with respect to the conduct of students, including procedures for suspension and expulsion.
- 12.3 In exercise of their responsibilities under Article 3.3(a) the Academic Board, after consultation with the Board of Governors and representatives of the students, shall determine procedures for the expulsion of a student for an unsatisfactory standard of work or other academic reason.
- 12.4 The Board of Governors shall also ensure that students may raise matters of proper concern to them at all levels in the University.

13 FINANCIAL MATTERS

Fees

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

Accounts and Estimates

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

14 RULES AND BYE-LAWS

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

15 COPIES OF ARTICLES, RULES AND BYE-LAWS

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

16 AMENDMENT OF ARTICLES

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

17 DATE OF ARTICLES

These Articles, as revised, shall come into operation on 19 October 2001.

**GIVEN under THE COMMON SEAL of
DE MONTFORT UNIVERSITY HIGHER
EDUCATION CORPORATION on**

Chairman of the Board of Governors

Clerk to the Board of Governors