

University Council Standing Orders

These University Council Standing Orders are established subsequent to section 8.1 of the [University Council Ordinance](#) which states that 'The Council will determine the procedure for calling and conducting its meetings'.

Meetings of University Council (Council)

1. The dates and locations of meetings shall be determined by the end of the year for the following year, with provision for special meetings either by resolution of Council or, in the case of emergency, by the Chancellor, Vice-Chancellor or the Deputy Chancellor¹ in the event of the Chancellor being unable to act.
2. The Chancellor or Vice-Chancellor, or in their absence, the University Secretary, is to convene a special meeting of Council on a written request from at least five (5) members, setting out the items of business for the meeting.
3. A special meeting is to deal only with those items of business that the meeting was convened to consider.
4. At every meeting of Council the Chancellor, or in their absence the Deputy Chancellor is to preside, and in the absence of both, the members of Council present are to elect the Chair via instruction from the University Secretary.
5. The quorum for general meetings of Council shall be a majority of current members.
6. If at any meeting it appears, on notice being taken, that a quorum is not present, the Chancellor is to conclude or adjourn the meeting.

Declaration of Interest

7. Any member of Council who has a potential conflict of interest in a matter being considered or about to be considered by Council or by a Council committee must, as soon as possible after the relevant facts come to the member's knowledge, disclose the nature of the potential conflict of interest to the Chancellor or Council committee Chair and to the University Secretary. The member must also disclose the nature of the potential conflict of interest at the next scheduled meeting of Council.

¹ All instances of "Chancellor" in these Standing Orders can be substituted by 'Deputy Chancellor' in the event of the Chancellor being unable to act.

8. The University Secretary is to indicate in the agenda papers if there are any items in which it appears likely that any member of Council may have a potential conflict of interest.
9. The University Secretary is to record any disclosure of interest by a member in the minutes of the meeting of the Council and must maintain a register of interests for members of Council.
10. Unless Council determines otherwise in a particular case, a member who has declared an interest must not:
 - be present during any deliberation of Council in relation to that matter
 - take part in any decision of Council in relation to that matter.

This clause does not prevent participation by a member of Council who is also a member of University staff, unless that member's interest in the matter is different in nature or extent from the interest in that matter common to staff members generally, or to a significant number of staff members.

Notice and Agenda

11. The University Secretary must send to every member of Council notice of the date, time, place and business for every meeting of Council, whether ordinary or special, at least 5 business days before the meeting. However, the requirement of 5 business days' notice may be dispensed with in the case of an emergency.
12. The order of business shall follow the agenda authorised by the Chancellor. Members shall introduce new business only after completion of the business set out on the agenda, and only with the approval of Council. The nature of Other Business shall be disclosed at the start of the meeting.
13. The Chancellor shall determine whether each item on the agenda shall be marked as starred, that is requiring discussion, or unstarred, that is not requiring discussion. At the commencement of the meeting a star may be placed on any unstarred item at the request of any member. Unstarred items will not be debated by Council, but will be resolved in the terms proposed in the papers.

Conduct of the Meeting

14. All remarks shall be addressed to the Chancellor, and any questions to another member shall be put through the Chancellor.
15. The Chancellor is to control debate and encourage open and free discussion by permitting members to speak more than once to a motion or proposed amendment when the Chancellor determines that circumstances require further discussion and debate.

16. Council will meet at least six times per year.

Attendance of Senior Executive and Other Non-Members

17. The Provost and the Chief Operating Officer will normally attend Council meetings, but not the Members Only Session unless specifically invited to be present for that session.
18. The Chancellor, in consultation with the Vice-Chancellor, may determine who will normally attend the strategic sessions of Council meetings.
19. Observers are determined by the Chancellor. Observers are not permitted to vote, but do have speaking rights.
20. A person who is not a member of Council may be present at meetings of Council with the permission of the Chancellor.

Members Only Session

21. Members of Council will normally meet in the absence of non-members (apart from the University Secretary) for at least part of each meeting.
22. A person who is not a member of Council may in an individual case be present at a Members Only Session of Council, with the permission of the Chancellor.

Motions and Amendments

23. All proposals made to the meeting shall be in the form of motions or amendments thereto.
24. In order to facilitate open and free discussion on motions and questions, the Chancellor will invite discussion on any proposed motion, and on any amendment if the issue or amendment arises during discussion of the motion.
25. The Chancellor may at any time direct that a motion is to be divided into separate parts. Each part is then to be treated as a separate motion.
26. With permission by Council, a motion or amendment may be withdrawn.
27. When all debate is concluded, and all amendments have been dealt with, the Chancellor is to put the motion.
28. Motions will only be put to vote provided one of the following two conditions are met:
 - (a) the matter and associated information was distributed electronically in an agenda pack to the members at least three clear working days prior to the date of the meeting, or
 - (b) Council resolves to allow motions regarding an urgent matter not

complying with 29 (a) above.

Voting

29. Voting shall be by the voices or by show of hands of members or by an electronic alternative determined by the Chancellor at the start of the meeting.
30. The Chancellor is to state whether the 'Ayes' or 'Noes' have it, but if the Chancellor or any member present so requires, the motion is to be determined by a count of hands.
31. A member who is not present when the motion is put is not entitled to vote.
32. A member voting on a count of hands may require the votes of all members voting to be recorded in the minutes.
33. The Chancellor has a deliberative and also, if necessary, a casting vote.
34. No member may speak on any motion after it has been put to the vote.
35. No amendment may be moved after the substantive motion has been put to the vote.
36. In order to close a debate on a particular question, the Chancellor may at any time move "that the question be now put". Such a motion, when seconded, shall be put without debate. If the motion is carried, the question shall be put forthwith without further amendment or debate. If the motion is not carried, debate on the original question may continue.
37. The Chancellor's ruling on all points of order and procedure shall be final, unless a motion is moved, seconded, and carried "that the Chancellor's ruling be disagreed with". The mover may speak briefly in support of the motion, and the Chancellor explain why the ruling was given. The Chancellor will then put the motion.

Motion by circulation

38. If a majority of the members who are eligible to vote on a motion have electronically conveyed the statement that they are in favour of the motion in the terms set out in the electronic circulation, then a resolution in those terms must be taken to have been passed at a meeting of Council held on the day on which the last of the members making up the majority conveyed their favourable statement.
39. The University Secretary shall determine the timeframe for response from members eligible to vote on a motion by circulation, as appropriate to the item of business, noting that the timing will be no less than 1 business day and no more than 5-business days.

40. The minute of any such resolution will be included for confirmation at the next ordinary Council meeting.
41. In the case of a tied vote, or members raising significant concerns about the matter circulated, the matter would be directed to a special meeting of Council.

Minutes

42. The University Secretary is to send a copy of the minutes of each meeting, approved by the Chancellor, to each member of Council before the next meeting.
43. Council is to confirm the minutes, subject to any necessary correction, at the next meeting of Council.
44. The University Secretary may also send the Council minutes to non-members in consultation with the Chancellor and in accordance with any confidentiality restrictions placed on them by Council.

Meetings via digital technology

45. A member may participate in a meeting of Council by telephone or other digital technology, as allowed by Council.
46. A member who participates in a meeting as permitted under clause 45 is taken to be present at the meeting.

Execution of documents

47. A document (other than one referred to in clause 47) is validly executed when signed in compliance with the [General Delegations Ordinance](#) or the [Academic Delegations Ordinance](#), whether or not the University Seal is affixed to it.
48. Council, the Chancellor or the Vice-Chancellor may decide that a document (or a class of documents) must be executed under seal, for ceremonial or other purposes. Any such document (other than an ordinance or a by-law) must then be signed and sealed by the Chancellor (or nominee) and the Vice-Chancellor (or nominee).
49. The University Secretary has custody of the University Seal, and must keep a register of documents that have been sealed (other than testamurs).
50. The register of documents that has been sealed must be made available to Council on request.

General

51. Any procedural issue or dispute about the procedure of a meeting for which at least three quarters of the members present require resolution,

other than by the direction of the Chancellor, is to be resolved by reference to Horsley's Meetings: Procedure, Law and Practice (4th edition, AD Lang, Butterworths, 1998, or any later edition).

52. These meeting procedures apply, with any necessary changes, to Council committees.

Suspension of Standing Orders

53. Any of these Standing Orders may be suspended at a meeting of Council by the Chancellor for the time being if a quorum is present and at least three quarters of the members present agree.

Review of Standing Orders

54. Council will review these Standing Orders every two years or as required.

Made by University Council on 30 July 2021