

STATUTES

Schedule

1. DEFINITIONS AND INTERPRETATION

1.1 In these Statutes:

- 1.1.1 "Academic Staff" means all persons holding appointments as Professors, Readers, Senior Lecturers, Lecturers of the University and such other persons or holders of appointments as the Council on the recommendation of the Senate may from time to time determine.
- 1.1.2 "Charter" means the Charter of the University.
- 1.1.3 "Council" means the Council of the University.
- 1.1.4 "Graduate" means a Graduate of the University.
- 1.1.5 "Independent Member" means a member of the Council who is neither employed by nor a student of the University and who is considered by the Council to be otherwise independent and impartial.
- 1.1.6 "Internal Member" means a Staff Member, a Student Member or the Vice-Chancellor.
- 1.1.7 "Ordinances" means Ordinances made pursuant to the Charter or these Statutes.
- 1.1.8 "Regulations" means Regulations made pursuant to the Charter, these Statutes or the Ordinances.
- 1.1.9 "Senate" means the Senate of the University.
- 1.1.10 "Staff" means all persons employed by the University.
- 1.1.11 "Staff Member" means a Council member who is employed by the University and who is not the Vice Chancellor.
- 1.1.12 "Student" means any current Postgraduate or Undergraduate Student of the University whether full-time or part-time.
- 1.1.13 "Student Member" means a Student who is a member of the Council who is nominated by the Students' Union.
- 1.1.14 "University" means the University of Salford.
- 1.1.15 "Year" means any twelve month period.

1.2 1.2.1 Words defined in the Charter or these Statutes shall have the same meaning in the Ordinances and the Regulations unless the context otherwise requires.

1.2.2 These Statutes shall be interpreted in such manner as not to conflict with the Charter.

2. **THE CHANCELLOR**

2.1 The Chancellor shall be appointed in accordance with the Ordinances.

3. **THE VICE-CHANCELLOR**

3.1 There shall be a chief executive officer of the University, to be called the Vice-Chancellor, or such other name as the Council shall decide.

3.2 The Vice-Chancellor shall be appointed by the Council.

3.3 During a vacancy in the office of Vice-Chancellor or in the event of his or her inability through illness or any other cause to perform his or her duties for a period likely to exceed three months, the Council shall appoint a suitable person as Acting Vice-Chancellor for such period and on such conditions as the Council may determine.

3.4 As Chief Executive and principal academic and administrative officer the Vice-Chancellor shall have a general responsibility to the Council for maintaining and promoting the efficiency and good order of the University.

3.5 The Vice-Chancellor, by virtue of his or her office, shall be a member of the Council and the Senate, and may be a member of all or any Committees and Joint Committees of these bodies.

4. **THE COUNCIL**

4.1 The Council shall be comprised of a maximum of twenty four Council members. The ratio of Independent Members to Internal Members on the Council shall be no lower than five Independent Members to three Internal Members. The procedure for the appointment of Independent and Internal Members shall be prescribed in Ordinances

4.2 The Council shall elect a Chair from among the Independent Members.

4.3 Internal Members shall include:

4.3.1 the Vice-Chancellor;

4.3.2 a minimum of three Staff Members, of whom:

(a) one shall be appointed by the Senate;

- (b) one shall be nominated from among the Academic Staff of the University; and
- (c) one shall be nominated from among all other Staff of the University.

4.3.3 Two Student Members nominated by the Students' Union.

4.4 The periods during which Council members shall hold office shall be as follows:

4.4.1 The Vice-Chancellor shall remain a Council member so long as he or she continues in office.

4.4.2 Independent Members and Staff Members shall be Council members for three years or for such shorter period as the Council may decide at the time of appointment. They shall be eligible for reappointment up to a maximum normally of three terms of three years or nine years in total in any one capacity.

4.4.3 Student Members shall hold office for one year, renewable for up to two further years.

4.5 The quorum for the Council shall be one-third rounded up to the next whole number of the total actual membership of the Council, with the number of Independent Members exceeding the number of Internal Members by at least two, except in relation to matters in respect of which a conflict of interest prevents Independent Members from voting with the result that a quorum could not otherwise be formed.

4.6 In the absence of a quorum at the beginning of or during a meeting of the Council, no business shall be transacted other than the adjournment of the meeting. At a reconvened meeting following an adjournment for lack of quorum, the business for which the original meeting was called may be completed in the absence of a quorum. The manner of reconvening the adjourned meeting and the period of notice to be given shall be prescribed in the Ordinances.

5. **FUNCTIONS OF THE COUNCIL**

5.1 The Council shall be responsible for the conduct and activities of the University and shall exercise the University's powers.

5.2 The functions and duties of the Council shall (without imposing any limitation on its general powers) include:

5.2.1 overseeing the University's activities, determining its mission and future direction;

- 5.2.2 fostering an environment in which the University's objects are achieved and providing strategic input on all material policy or other matters affecting the University (including the adoption and publication of a statement of the primary responsibilities of the Council);
 - 5.2.3 appointing and regulating committees of the Council;
 - 5.2.4 setting up within the University such departments, schools, faculties and other units of organisation and delegating to them such functions, duties and powers as it sees fit;
 - 5.2.5 employing Staff and other contract-holders and regulating their employment;
 - 5.2.6 ensuring that there are in place policies and procedures dealing with Staff performance, discipline, dismissal and grievances, and with Student discipline, complaints and academic appeals;
 - 5.2.7 appointing a Chancellor;
 - 5.2.8 appointing a Vice-Chancellor as the chief executive officer of the University, and monitoring his or her performance;
 - 5.2.9 appointing such office holders to have such powers as the Council may see fit;
 - 5.2.10 making Ordinances and Regulations for the exercise of the functions and duties of the Council acting on behalf of the University;
 - 5.2.11 providing facilities to carry on any activities which are necessary or desirable to enable the University to fulfill its objects;
 - 5.2.12 establishing and monitoring systems of control and accountability including financial and operational controls and risk assessment; and
 - 5.2.13 reviewing and monitoring the management of the University and its performance.
- 5.3 In carrying out its functions and duties in relation to Staff employment, policies and procedures, the Council shall have regard to the University's responsibilities set out in Articles 13 and 14 of the Charter.
- 5.4 Subject to paragraphs 5.5 and 5.6 and any other provision preventing delegation, the Council shall be entitled to delegate all or any of its functions, powers and duties to any person or body.

- 5.5 The Council shall not delegate responsibility for:
- 5.5.1 the solvency of the University;
 - 5.5.2 the determination of strategic direction or significant policy matters affecting the University;
 - 5.5.3 appointing the Vice-Chancellor and monitoring his or her performance;
 - 5.5.4 the variation, amendment or revocation of the Charter or Statutes;
 - 5.5.5 the approval of a business plan and budget;
 - 5.5.6 the approval of a strategy for risk management;
 - 5.5.7 the review and the monitoring of the management of the University and its performance; or
 - 5.5.8 the approval of the University's annual audited accounts.
- 5.6 The Council shall not delegate responsibility for any matter it considers to be material relating to:
- 5.6.1 safeguarding the property, assets or undertaking of the University;
 - 5.6.2 approving any significant commercial activities involving the University;
 - 5.6.3 establishing and monitoring systems of control and accountability within the University; or
 - 5.6.4 strategy for establishing and monitoring of any entity with which the University is involved.

6. **RESPONSIBILITY OF COUNCIL MEMBERS**

- 6.1 Council Members shall be responsible for discharging the responsibilities of the Council and shall have the personal responsibility specified in a code of conduct approved by the Council.

7. **COMMITTEES OF THE COUNCIL**

- 7.1 There shall be Committees of the Council with responsibility for audit, remuneration and nominations.
- 7.2 The Council may from time to time establish additional standing, special and advisory Committees, Sub-Committees or Boards.

7.3 The respective constitutions and responsibilities of Committees of the Council shall be set out in the Ordinances.

8. **SENATE**

8.1 The Senate shall be responsible for maintaining the academic quality and standards of the University.

8.2 The membership of the Senate shall be prescribed in the Ordinances.

8.3 The Council shall delegate to the Senate such of its functions relating to the planning, co-ordination, development and supervision of the academic work of the University, or other functions, as it sees fit.

9. **THE AUDITORS**

9.1 The Council shall appoint auditors of the University who shall be members of a recognised supervisory body and eligible for appointment under the rules of that body.

10. **TRANSITIONAL PROVISIONS**

10.1 The persons who, immediately before the date this provision comes into force, were members of the Council shall remain members of the Council after that date for a period equivalent to the remainder of their respective terms of office as members of the Council.

10.2 At no time during the operation of these transitional provisions shall the total membership of the Council exceed thirty eight persons.

10.3 The transitional provisions set out in Statute 10.1 and 10.2 above shall remain in force until all members of the Council holding office at the time of these provisions coming into effect have completed their respective terms of office.

10.4 The requirements as to ratio of Independent Members to Internal Members of Council set out in Statute 4.1 shall only come into effect when the number of Internal Members shall have reduced to nine or below.

10.5 This Statute shall be revoked in its entirety at the point when the conditions set out in paragraphs 10.1 to 10.4 have been fulfilled.