



ROLE DESCRIPTION FOR LAY MEMBERS OF COUNCIL

Term of office: Three years. Appointments may be renewed for further terms of three years, but the maximum length of service is normally nine consecutive years. Members must then retire for at least three full years before becoming eligible for possible re-appointment.

Time commitment: Estimated to total the equivalent of 5-10 full days per year, spread over a greater number of separate visits to the University, including (by individual agreement) involvement in the work of relevant Council and Senate committees.

Remuneration: Appointments to Council are in the nature of public service appointments and no remuneration is made.

Expenses: Lay members of Council are eligible to claim reimbursement of travelling expenses for attendance at meetings of Council and any University committee or other body to which they are appointed, with the exception of Court.

In addition to the above, travelling expenses will also be reimbursed in respect of any necessary duties arising from membership of Council or other University bodies. This would include, for example, fact-finding visits to another institution, participation in induction and development events, and attendance at briefing meetings with University officers.

All claims will be dealt with on the same terms and conditions as apply to University staff.

Appointments made: On the recommendation of the Nominations Committee.

Responsibilities:

All members of Council have a collective responsibility to:

- a. ensure that Council exercises control over the strategic direction of the University, and that the performance of the University against its strategic objectives is properly assessed on a regular basis
- b. ensure that the University maintains its long-term financial sustainability, safeguards its assets, and operates proper mechanisms to ensure effective internal control, risk management, academic quality and value for money
- c. contribute to debate and to make their knowledge, insight and expertise available to Council as needs and opportunities arise
- d. act fairly and impartially at all times, in the interests of the University as a whole, using independent judgement and maintaining confidentiality as appropriate
- e. observe the seven "Nolan Principles" of behaviour in public life, embracing selflessness, integrity, objectivity, accountability, openness, honesty and leadership
- f. ensure that the University conducts its affairs in accordance with its status as a charity and its public benefit objectives
- g. accept collective responsibility for the decisions reached by Council.

Expectations:

Lay members of Council, acting in a non-executive capacity, are expected to:

- a. attend meetings of Council and participate in discussions, acting as a “critical friend”, contributing to the development, implementation and monitoring of University strategy
- b. question intelligently, debate constructively, challenge rigorously and decide dispassionately, listening respectfully to the views of others, inside and outside meetings of the Council
- c. serve as a member and attend meetings of at least one Council or Senate Committee
- d. attend some of the formal or informal events of the University, including degree ceremonies, as may be organised from time to time
- e. act as an ambassador for the University, promoting its activities in the wider community including, for example, assisting with philanthropic activity and fundraising projects
- f. attend any induction and training as may be required by the University to carry out effectively the role of a member of Council
- g. contribute to regular reviews of the effectiveness of Council, both collectively and individually
- h. submit an annual *Register of Interests* and *Fit and Proper Persons* declaration, and ensure that the University is notified promptly of any material changes to these details as may arise during the year.

Governance and Management

It is reasonable and appropriate for lay members of Council to maintain constructive and supportive working relationships with University staff and students with whom they come into contact. These relationships must remain both independent and challenging, and must always observe the proper separation between governance and management. In particular, lay members of Council must not seek, or allow themselves to develop, an involvement in the day-to-day executive management of the University. Notwithstanding this clear separation, lay members of Council are still eligible to serve as a member of, or chair, a committee of Council.

The practicalities of Council membership

Five ‘ordinary’ meetings of the Council are held in each academic year. These meetings normally commence at 4.00pm on dates in October, November, March, May and July, and typically last for up to three hours. An annual awayday is also held, usually in the summer term.

Lay members are also usually expected to serve on at least one standing committee of Council or Senate, most of which meet once or twice per term. These meetings normally commence at 10.00am or 2.00pm and typically last for up to two hours.

The University year runs from 1 August to 31 July and dates of forthcoming Council and committee meetings are published during the preceding session, to give as much notice as possible. The University recognises that lay members will have other personal or professional commitments which may mean that, occasionally, they will have to tender their apologies for absence from meetings. Members are expected to attend a minimum of three Ordinary meetings of Council per year, and attendance is monitored by the Nominations Committee. Any problems identified by the Committee will be a matter for discussion between the Chair of Council and the individual member concerned. If problems of attendance cannot be resolved it may be necessary for the member to stand down from Council. The attendance records are published annually in the University’s *Financial Statements*.

Please note that this summary document is intended to provide a representative overview of the main features of membership of Council. It is not designed to be a full and complete description of all of the responsibilities of Council or of individual members of Council.

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