

Senate: Code of Conduct

1. Charter: Establishment of Senate

The University's Charter states, inter alia, that there shall be a Senate which shall:

- (i) be the Executive Governing Body of the University;
- (ii) be responsible for the management and administration of the revenue and property of the University;
- (iii) subject to the powers of the Academic Council, have general control over the conduct of the affairs of the University;
- (iv) have such other powers and duties as may be conferred on it by the Statutes.

2. Statutes: Powers of Senate

The powers of the Senate are set out in Statute VIII - Annex 1. Where necessary, Regulations give effect to these powers.

3. Responsibilities of Senate

3.1 Senate must adhere to the highest standards of corporate governance. This means that members must demonstrate integrity and objectivity in transacting business and must follow a policy of openness and transparency wherever possible, in the dissemination of decisions. In addition to adopting the guide for members of Governing Bodies published by the Committee of University Chairs, Senate has also endorsed the Seven Principles of Public Life as enunciated by the Committee on Standards in Public Life (Nolan Report). These principles are set out in Annex 2.

3.2 Senate, in general, is responsible for ensuring that it conducts its affairs in accordance with the Charter and Statutes. As a result it has the following specific responsibilities along with others derived from the Financial Memorandum with the Department for Employment and Learning: -

- (i) the determination of the educational character and mission of the University and for oversight of its activities;
- (ii) the effective and efficient use of resources, the solvency of the University and for safeguarding its assets;
- (iii) approving annual estimates of income and expenditure;
- (iv) the appointment, assignment, grading, appraisal, suspension, dismissal and determination of the pay and conditions of service of the President and Vice-Chancellor, and the holders of such other senior posts as the Senate may determine;
- (v) setting a framework for the pay and conditions of all other staff;
- (vi) ensuring the existence and integrity of financial control systems and directing the arrangements for internal and external audit;
- (vii) ensuring that the Students' Union operates in a fair and democratic manner and is accountable for its finances;
- (viii) ensuring freedom of speech, within the law, on University premises for staff and students and for visitors;
- (ix) the health and safety of employees, students and others while on the University's premises;
- (x) ensuring that the property and income of the University are applied only in support of purposes which are charitable in law;
- (xi) monitoring institutional performance against planned strategic and operational targets set out in the Corporate Plan, Academic Plans and other relevant University documents.
- (xii) monitoring its own effectiveness in governing the University.

4. Rights of Members of Senate

Members of Senate have the right:

- (i) to be consulted about the dates of meetings;
- (ii) to adequate notice of meetings, and of the business to be transacted at meetings, in accordance with the Standing Orders of Senate;
- (iii) to receive carefully prepared papers and reports that are clear, reasonably succinct and enable members to focus speedily on the key issues for debate and decision;
- (iv) to receive sufficient information from the University to enable them to discharge their duties and responsibilities;
- (v) to express their views in meetings of the Senate and its Committees on any issue that requires a decision of Senate and to have reasonable time for debate of major issues;
- (vi) to require the Registrar and Chief Operating Officer to convene an extraordinary meeting of Senate if any ten members request such a meeting in writing;
- (vii) to be received courteously in their dealings with members of the University and with other Senate members;
- (viii) to be able to express their views in meetings of the Senate and its Committees in the secure knowledge and confidence that individual comments will not be attributed to them outside the meeting without their consent;
- (ix) to expect their fellow members of the Senate to act with due skill, care and diligence in the discharge of their responsibilities.

5. Performance of Duties by Members of Senate

5.1 Due Care and Diligence

5.1.1 Members should perform their duties with due care and diligence and should bring to bear their relevant skills and expertise.

5.1.2 Members should use their best endeavours to ensure that Senate fulfils its responsibilities and that decisions are taken only in accordance with the powers of the Senate identified in Statute VIII.

5.2 Collective Responsibility

5.2.1 The Senate reaches its decisions generally by consensus or, on occasions, by a majority vote of those present at quorate meetings. The open expression of views at meetings is encouraged but members should accept collective responsibility for all decisions made by Senate. This collective responsibility holds whether or not a member of Senate is present when a decision is taken and regardless of whether or not they supported a recommendation originally.

5.2.2 When a member disagrees with a proposed course of action, that member should voice their concerns at a meeting of Senate. They may also do so through the Chair or the Registrar and Chief Operating Officer, preferably with a written submission, if they cannot attend the meeting. This will allow the issue to be fully debated and an informed decision reached.

5.2.3 Where a member's view is held so strongly that they wish to disassociate themselves from a decision of the Senate they should ensure that their dissent is explicitly recorded in the minutes. The member concerned may feel that the matter is one that raises such issues of principle that they cannot accept the decision that has been taken. In such circumstances it will be for that individual to decide whether or not they feel that they can continue as a member of Senate.

5.2.4 Members should recognise that the Vice-Chancellor has specific responsibilities as "Accounting Officer" under the terms of the Financial Memorandum between the University and the Department for Employment and Learning.

5.3 Probity

Members of the Senate owe a fiduciary duty to the University, which means that they are required to act in good faith at all times in their dealings with and on behalf of the Senate. In particular, they must ensure that:

- 5.3.1 the University's assets and resources are applied only for proper purposes;
- 5.3.2 they exercise their powers in the interests of the University, not for any ulterior purpose or to benefit themselves or anyone else at the University's expense;
- 5.3.3 at meetings of the Senate and its Committees, they are not bound in their speaking and voting by mandates given to them by other bodies or persons;
- 5.3.4 they avoid any conflict between their personal interests and their duties to the University, or any conflict which might interfere with the exercise of their independent judgement;
- 5.3.5 they declare all pecuniary, business, family or other personal interests in the Register of Interests and ensure that the Register entry is modified as soon as any changes to their circumstances occur;
- 5.3.6 they declare any pecuniary, business, family, or other interest in a contract, proposed contract or other matter to be determined by the Senate or a University Committee as soon as possible after commencement of the meeting; and that they take no part in the consideration or discussion of the contract or other matter, nor vote on it, and that they withdraw from the meeting for consideration of it;
- 5.3.7 they do not receive gifts, hospitality or benefits of any kind from a third party which might be seen to compromise their personal judgement or integrity; and that they report any offer of such gifts, hospitality or benefits to the Registrar and Chief Operating Officer.

6. Confidentiality of Business

- 6.1 There should be a general presumption that the principles of openness and transparency should apply to the publication of the proceedings of the Senate and its Committees. Members should keep confidential, however, any matter which the Chair of the Senate, the Senate itself, the Chair of a Committee, or the Committee itself has determined should be dealt with on a confidential basis.
- 6.2 It is important that the Senate and its Committees have full and frank discussion on important issues in order that collective decisions can be taken properly. Members should have the right to enjoy mutual trust and confidence. Members should refrain, therefore, from reporting outside a meeting individual comments and expressions of opinion that were expressed within the confines of a meeting.
- 6.3 Members should not make statements to the press or media or at any public meeting that purport to represent the Senate's view or speak on behalf of the Senate, without having first obtained the consent of the Chair or, in his or her absence, a Pro-Chancellor or the Vice-Chancellor.

7. Attendance at Meetings

Members are expected to use all reasonable endeavours to attend meetings of Senate and of those Committees on which they sit.

Statute VIII - Powers of the Senate

1. Subject to the provisions of the Charter and these Statutes, Senate shall have power to regulate and determine all matters concerning the University, shall exercise all the powers and discretions of the University, and shall by Regulation prescribe the form, custody and use of the Common Seal. In exercise of its powers Senate shall have regard to the obligations under the Charter to provide and maintain equality of opportunity to all persons.
2. Senate may delegate any of its functions and may withdraw any such delegation at any time.
3. Senate shall have power to make Statutes and Regulations for the general government of the University, subject to the following conditions:
 - (a) No Statute or Regulation shall be altered so as to change the status, powers, or constitution of any of the Authorities of the University until such Authority shall have had an opportunity of pronouncing an opinion upon the proposed change.

The Authorities of the University are:

 - The Chancellor
 - The Pro-Chancellors
 - The President and Vice-Chancellor
 - The Honorary Treasurer
 - The Senate
 - The Academic Council
 - Convocation
 - (b) No resolution for a new or amended Statute shall have effect, unless the Academic Council and Convocation (or the Standing Committee of Convocation if Convocation so authorises it to act on its behalf) shall have had an opportunity of considering the draft of the proposed new or amended Statute, and the Senate has considered any subsequent representation within three months from the date of communication of the draft; provided that if the Senate shall make any substantial alteration in the draft, then the draft so altered shall be “the draft of a proposed new or amended Statute” for the purpose of this sub-paragraph.
 - (c) No Regulation relating to Degrees and examinations shall be made without a report from the Academic Council.
4. Senate may from time to time appoint Committees, including joint committees with the Academic Council, consisting wholly or partly of persons not being members of the Senate, with such powers and duties as Senate thinks fit. When appointing members to committees, the Senate shall use its best endeavours to ensure that the membership of the committees is representative of the diversity of the Northern Ireland Community.
5. No resolution of the Senate seeking to enact, alter, amend or add to the Charter shall have effect unless:
 - (a) it has been provisionally adopted at one meeting of the Senate;
 - (b) a copy thereof has been subsequently communicated to the Academic Council and Convocation (or the Standing Committee of Convocation if so authorised by Convocation);
 - (c) the Senate has considered any representation on the subject thereof that may be made by the Academic Council, or Convocation (or the Standing Committee of Convocation if so authorised as above) within two months from the date of such communication; and

- (d) the Senate has confirmed the resolution with or without amendment, at a subsequent meeting held within six months after the former meeting by the votes of not less than three-fourths of those present and voting.
- 6. The Senate shall make all appointments to offices established under Statute and to such other posts as Senate shall from time to time determine in accordance with Regulations. The Senate shall prescribe from time to time Regulations to govern all appointments of members of academic and support staff.
- 7. The Senate shall have power upon receiving a report of the Standing Committee to take into consideration the conduct of any Holder of Office provided for in these Statutes (other than a person to whom Statute XIII applies) and for good cause to remove him/her from his/her post; provided that the resolution for such removal shall not be carried unless supported by the votes of a majority of the then members of the Senate and unless due notice and opportunity for showing cause against the exercise of such power shall have been given to such Holder of Office provided for in these Statutes.

The Committee on Standards in Public Life: Seven Principles of Public Life

1. Selflessness

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their families or their friends.

2. Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

3. Objectivity

In carrying out public business, including making public appointments, awarding contracts or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

4. Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

5. Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

6. Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

7. Leadership

Holders of public office should promote and support these principles by leadership and example.