

## **ARTICLES OF GOVERNMENT**

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

### **1. INTERPRETATION**

- (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, and

"the holder of senior posts" means the Vice-Chancellor and Principal, the Clerk and the holders of such other senior posts as the Board of Governors may determine and "holder of a senior post" shall be construed accordingly;

"the staff" includes both teaching and other staff of the University of Wales, Newport;

"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 of Wales, Newport and the interests of students as students.

### **2. CONDUCT OF THE UNIVERSITY OF WALES, NEWPORT**

- (1) The University of Wales, Newport 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, VICE-CHANCELLOR AND PRINCIPAL, AND ACADEMIC BOARD**

### **The Board of Governors**

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

### **The Vice-Chancellor and Principal**

- (2) Subject to the responsibilities of the Board of Governors, the Vice-Chancellor and Principal shall be principal academic and executive officer of the University of Wales, Newport, and shall be responsible for:
  - (a) making proposals to the Board of Governors about the educational character and mission of the University of Wales, Newport, and for implementing the decisions of the Board of Governors;
  - (b) the organisation, direction and management of the University of Wales, Newport and leadership of the staff;
  - (c) the appointment, assignment, grading, appraisal, suspension, dismissal, and determination – within the framework set by the Board of Governors – of the pay and conditions of service of the staff other than the holders of senior posts;
  - (d) the determination, after consultation with the Academic Board, of the academic activities of the University of Wales, Newport, 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 the budget 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; and

- (g) making reports to the Board of Governors on the performance appraisal of the holders of senior posts.

### **The Academic Board**

- (3) Subject to the provisions of these Articles, to the overall responsibility of the Board of Governors, and the responsibilities of the Vice-Chancellor and Principal, the Academic Board shall be responsible for:
  - (a) general issues relating to the research, scholarship, teaching and courses at the University of Wales, Newport, 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 standards and the validation and review of courses; the procedures for the award of qualifications and honorary academic titles; and the procedures for the expulsion of students for academic reasons. Such responsibilities shall be subject to the requirements of validating and accrediting bodies;
  - (b) considering the development of the academic activities of the University of Wales, Newport and the resources needed to support them and for advising the Vice-Chancellor and Principal and the Board of Governors thereon; and
  - (c) advising on such other matters as the Board of Governors or the Vice-Chancellor and Principal may refer to the Academic Board.
- (4) The Academic Board may establish such committees as it considers necessary to enable it to carry out its responsibilities, provided that each establishment is first approved by the Vice-Chancellor and 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**

- (1) There shall be an Academic Board of no more than 30 members, comprising the Vice-Chancellor (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 Vice-Chancellor may nominate a Deputy Chairman from among the members of the Academic Board to take the chair in the Vice-Chancellor's place. The period of appointment of members and the selection or election arrangements shall be subject to the approval of the Board of Governors. The ex-officio members, excepting the Vice-Chancellor, shall always comprise at least one half of the membership of the

Academic Board. The membership shall also include not less than four members of the teaching staff (other than Heads of Department or above); not less than two members of the administrative and support staff; and not less than two students.

- (2) The Academic Board shall meet at least once each term.
- (3) The quorum of the Academic Board shall be one half of its membership.
- (4) A special meeting of the Academic Board may be summoned on the written request of any six members of the Academic Board which shall state the business to be discussed.

## 5. **DELEGATION OF FUNCTIONS AND COMMITTEES**

- (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 Vice-Chancellor and Principal or to the Academic Board, and may delegate powers to such committees or to the Chairman of the Board of Governors or to the Vice-Chancellor and Principal.
- (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.
- (3) The Board of Governors shall appoint an Audit Committee.
- (4) The Board of Governors shall not, however, delegate the following:
  - (a) the determination of the educational character and mission of the University of Wales, Newport;
  - (b) the approval of the annual estimates of income and expenditure;
  - (c) ensuring the solvency of the University of Wales, Newport and the Corporation and the safeguarding of its assets;
  - (d) the appointment or dismissal of the Vice-Chancellor and Principal; or
  - (e) the varying or revoking of these Articles.

## 6. **APPOINTMENT OF CLERK TO THE BOARD OF GOVERNORS**

- (1) The Board shall appoint a Clerk to act as secretary to the Board of Governors.

## 7. **PROCEDURES FOR MEETINGS**

- (1) The quorum for meetings of the Board of Governors shall be 7 members of whom 4 shall be independent members. If a meeting is quorate, but less than half the members present are independent members, a majority of 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.
- (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.
- (3) The Board of Governors, at its last full meeting in each academic year, shall elect from its members a Chairman and a Deputy Chairman to hold office for the ensuing academic year.
- (4) The Board of Governors shall hold ordinary meetings at least once in each term.
- (5) A special meeting of the Board of Governors shall be summoned by the Clerk within 7 clear days of receipt by him of a written request from any five members of the Board which will state the business to be discussed, or on the request of the Chairman.
- (6) At least seven clear days before a meeting of the Board of Governors a summons to attend the meeting, together with an agenda paper, shall be left at or sent by post to the usual address of each member of the Board of Governors.
- (7) Minutes shall be kept by the Clerk of all proceedings and resolutions of the Board of Governors and the same, when signed by the Chairman of the meeting or next meeting, shall be conclusive evidence of the matters stated therein.
- (8) The Chairman, or in his absence the Deputy Chairman, shall preside at meetings of the Board, but if both are absent from the meeting, a Chairman shall be appointed by the members present for that meeting.
- (9) If a member of the Board has any pecuniary or family interest direct or indirect in any contract or proposed contract or other matter, and is present at the meeting of the Board which the contract or proposed contract or other matter is subject to consideration, they shall disclose the fact as soon as practicable at the meeting, shall take no part in the consideration or discussion of or vote on any question with respect to the contract or proposed contract or other matter and shall, if so requested by the Chairman of the meeting, withdraw from the room while the question is being discussed and voted upon. No member of the Board who is employed at the University of Wales, Newport shall, solely by virtue of their remuneration for service as employees, be deemed for the purpose of the Article to have a "pecuniary interest". This shall not prevent the Board of Governors considering and voting upon proposals for the Corporation to insure the members of the Corporation against liabilities incurred by them arising out of their

office of the Corporation, obtaining such insurances and paying the premiums.

- (10) Any staff or student governor, other than the Vice-Chancellor and Principal, present at any meeting of the Board or committee of the Board at which a named member of staff or a named student is being considered shall, if so requested by the Chairman of the meeting, withdraw from the room while the question is being considered and voted upon. The Vice-Chancellor and Principal shall withdraw from that part of any meeting at which there is consideration of his or her own position, unless invited by a resolution of the other members present to remain.
- (11) The papers relating to meetings of the Board of Governors and its Committees shall be available for inspection by members of staff and students, except where those papers refer to named members of staff or students or prospective members of staff or students or to matters which the Board or an appropriate committee of the Board is satisfied shall remain confidential to members.
- (12) There shall be no circumstances, in which members of the Board of Governors may appoint proxies to vote in their place.

8. **APPOINTMENT OF MEMBERS OF THE UNIVERSITY OF WALES, NEWPORT HIGHER EDUCATION CORPORATION**

- (1) Where a member of the Corporation appointed as staff governor or student governor ceases to qualify for such an appointment his or her office shall thereupon become vacant.
- (2) Where the Corporation is the appointing Authority for the purposes of Schedule 7 of the Act, the provision for the convening and conduct of meetings shall be as set out in Article 7.
- (3) Where the current independent members are the appointing Authority, they shall form a Committee of the Corporation for this purpose. There shall be a quorum when four of the independent members are present.
- (4) The appointment of members of the Corporation shall require an absolute majority of all the members of the appointing Authority whether or not taking part in the vote.

9. **APPOINTMENT OF STAFF**

- (1) Each member of staff shall serve under a contract of employment with the Corporation.
- (2) Upon the occurrence of a vacancy or expected vacancy for the post of Vice-Chancellor and Principal, the post shall be advertised nationally.

10. **CONDUCT OF STAFF**

- (1) After consultation with the staff, the Board of Governors shall make rules relating to the conduct of the staff.

### **Academic Freedom**

- (2) In making rules under Article 10 (1), the Board of Governors shall have regard to the need to ensure that academic staff of the University of Wales, Newport have freedom within the law to question and test received wisdom, and to 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 of Wales, Newport.

### **Representation of Views**

- (3) The Board of Governors shall ensure that there are suitable arrangements for enabling members of staff and students of the University of Wales, Newport to raise matters of proper concern to them at all levels in the University of Wales, Newport.

## **11. SUSPENSION AND DISMISSAL OF STAFF**

### **Suspension**

- (1) The Chairman of the 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 Deputy Chairman, shall report such suspension in writing to the Board of Governors within two working days or as soon thereafter as practicable.
- (2) The Vice-Chancellor and Principal may suspend from duty, with pay, any member of the staff of the University of Wales, Newport other than the holder of a senior post for misconduct or other good and urgent cause.
- (3) Anyone who is suspended from duty under Articles 11 (1) or 11 (2) shall be entitled to receive from the Vice-Chancellor and 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.
- (4) Procedures for the suspension of staff under Articles 11 (1) or 11 (2) shall be specified in rules made by the Board of Governors after consultation with the staff. The rules shall include provision that:
  - (a) any member of staff 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 11 (5) or of a notification from

the Vice-Chancellor and Principal under Article 11 (12);

- (b) any appeal made under 11 (4) (a) shall be considered as soon as practicable;
- (c) a suspension against which an appeal is made shall continue to operate pending the determination of the appeal.

### **Dismissal**

#### (i) **Holders of senior posts including the Vice-Chancellor and Principal and the Clerk**

- (5) If the Chairman of the 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.
- (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.
- (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 the Board of Governors' consideration of the matter. The report should not contain recommendations as to the decision to be taken by the Board of Governors.
- (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 may be accompanied and represented by a friend.
- (9) The Special Committee shall consist of five members of the Board of Governors. The Chairman of the Board, the Deputy Chairman and the Vice-Chancellor and Principal shall not be eligible for membership of the Special Committee.
- (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 11 (5) to 11 (9).

#### (ii) **Other Members of Staff**

- (11) The Vice-Chancellor and Principal may dismiss any member of the staff other than the holder of a senior post and if the circumstances

are such that he or she 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.

- (12) Where the Vice-Chancellor and Principal proposes to dismiss such a member of staff and the circumstances described in Article 11 (11) do not prevail, he or she shall notify the member of staff concerned of that proposal. That staff member shall be given an opportunity to make representations to the Vice-Chancellor and Principal (including oral representations, for which purpose the staff member may be accompanied and represented by a friend) before any decision to dismiss the staff member is taken by the Vice-Chancellor and Principal.
- (13) Where a staff member has been dismissed pursuant to Article 11 (11) or a decision to dismiss has been taken pursuant to Article 11 (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.
- (14) Procedures for the dismissal of staff by the Vice-Chancellor and 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.

## 12. **GRIEVANCE PROCEDURES**

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

## 13. **STUDENTS**

- (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.
- (2) The Board of Governors, after consultation with the Academic Board and representatives of the students, shall make rules with respect of the conduct of students, including procedures for suspension and expulsion.
- (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 students for an unsatisfactory standard of work or other academic reasons.

14. **FINANCIAL MATTERS**

**Fees**

- (1) The Board of Governors shall determine the tuition and other fees payable to the Corporation (subject in respect of courses of further education to any regulations made by the Secretary of State within the powers conferred by the Education Acts and subject to any terms and conditions attached to grants, loans or other payments paid or made by the appropriate Higher Education Funding Council).

**Annual Estimates and Audit**

- (2) The Board of Governors shall keep accounts and records, and appoint auditors in accordance with the provisions of the Act.
- (3) Annual estimates of income and expenditure shall be prepared by the Vice-Chancellor and Principal for the consideration and approval of the Board of Governors.

15. **RULES AND BYE-LAWS**

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

16. **COPIES OF ARTICLES, RULES AND BYE-LAWS**

- (1) A copy of these Articles, and any rules or bye-laws, shall be given to every Governor and shall be available for inspection upon request to every member of staff and every student.

17. **AMENDMENT OF ARTICLES**

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.

18. **DATE OF ARTICLES**

- (1) These Articles shall come into operation on 28 February 1996.