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| **Meeting title:** | | Council | | |
| **Date:** | | Tuesday 17th May 2022 | **Time** | 12noon |
| **Location:** | | The Senate Room, Building 37, Highfield | | |
| **Present:** | | Mr P Greenish (Chair), Prof. Dame M Atkins, Dr V Cardo, Mr P Hollins, Professor J Holloway, Ms H Pawlby, President & Vice-Chancellor, Professor m.c. schraefel, Senior Vice-President (Academic), Mr Akshay Thakur, Mr T Whitmore, Dr K Vithana | | |
| **In attendance:** | | Clerk to the University Council & Senate, Executive Director - Finance & Planning, Vice-President (Education), Vice-President (Operations), General Counsel & University Secretary. | | |
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| **74** | **Apologies for Absence**  There were apologies from Ms F Barnes, Mr G Hobbs, Dame J Macgregor, SUSU President, Mr W Shannon and Baroness S Verma and Mr S Young | | | |
| **75** | **Declarations of Interest**  There were no declarations. | | | |
| **76** | **Modernising the Governance**  Council considered a report by the Vice-President (Operations) which provided the fifth update to Council on the progress of the Modernising the Governance project following the fourth update delivered on 8 March 2022 and also provided the information and rationale to support the request for a special resolution of Council that the Charter of the University be amended and that the Statutes of the University be revoked.  The Vice-President presented the amended Charter which attempted to future-proof the University by moving aspects which were likely to be changed as the University operated and evolved into Ordinance, thus removing the requirement to seek approval from Privy Council. Keeping the content of the Charter at a high level would mean that changes to it would seldom be required.  In addition, the report proposed that the University Statutes would be revoked in their entirety. It was noted that a previous review had removed a large amount of the content and the Statutes that remained were largely “sign-posting” the reader to other documents, such as the Ordinances. Council was reminded that changes to the Statutes also required approval from the Privy Council while changes to the Ordinances were approved by the University Council only. Together, these changes would, in effect, remove the need to obtain Privy Council approval and thus offer the University a great deal of agility within its constitutional documents. While future changes to the University Ordinances were expected to occur from time to time and be approved by the University Council, changes to the Charter would be exceptional.  Prior to consideration by Council, consultation had been undertaken with the University Senate. While largely supportive of the changes, the term “academic matters”, which was used to describe those matters where the Senate would be consulted during future proposed changes to the Charter and Ordinances, was queried. Senate wished to see a firm definition of the term and which person or body approved any future changes to the term. It was decided with the Senate that work would be carried out to confirm these two queries, but the inclusion of the term into the Charter and Ordinances was agreed.  Negotiations had been conducted with UCU, which centred round the elevation of academic freedom to the Charter and the revocation of Statute 7, the employment statute. There had been considerable discussion concerning the wording of Article 25 concerning academic freedom. It was noted that the major matter raised was the request for a potential extension to academic freedom. At present, academic freedom covered academics when engaged in teaching or research. UCU sought an amendment to include engagement in enterprise or public engagement. This had been rejected on the basis that not all enterprise or public engagement would engage academic freedom and such cases would be judged on a case-by-case basis.  During discussion with UCU, two minor changes were made to the proposed Charter with regard to academic freedom as follows:  “The Council shall have regard to the need to ensure that employees (other than registered students) engaged in teaching or research, in undertaking academic activity, shall 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 which they may have at the University.”  Be amended to:  “The Council shall have regard to the need to ensure that employees engaged in teaching or research or in undertaking other academic activity, shall 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 which they may have at the University.”  Council agreed this amendment.  It was noted that overall, all of the campus trade unions had much to gain from the new proposals and it was hoped that the outcome of the remaining negotiation with UCU would be that they note the changes as it was unlikely given their national position, that they would approve the changes. In the event that they objected to the changes, Council still had the power to approve the revised Charter and revoke the Statutes for onward final submission to the Privy Council.  Council then made the following points:   * The addition of a clause in the process to allow for minor changes proposed by the Privy Council to be approved without the need for further Council approval – It was noted that the report resolution delegated this approval to the University Secretary and any such changes would be reported to Council accordingly. * The addition of a commencement clause – The University Secretary would ensure the appropriate wording would be added. * Clarification of University powers under 4. (w) to include all types of investments including hedge funds and dealing in crypto-currency – The University Secretary would seek Counsel advice to ensure that (w) was broad enough and removed any perceived or actual limitations. * Measures to explicitly allow for virtual meetings was clarified. Use of the word “virtual” in addition to “electronic” was noted and it was agreed that the spirit of the wording was to ensure that all meetings were accessible whenever possible. * In response to a query it was confirmed that Pinsent Masons law firm had worked closely with the University Secretary to produce the new revised Charter. Counsel at the firm had been involved in many University Charter revisions and dealings with the Privy Council. **ACTION: University Secretary**   **RESOLVED** That, subject to the passing of a second confirmatory resolution in accordance with the provisions of the Charter, that:  i) the Charter of the University be amended in the form attached to this resolution (subject to such amendments as may be required by the Privy Council and which are approved by the University Secretary); and  ii) with the approval of the Privy Council, the Statutes of the University be revoked in their entirety. | | | |
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**The meeting concluded at 12.47pm**