

University Of York

Constitution and Nominations Committee

Matters for note by the University Council at its meeting on 1 March 2023 arising from the meeting of the Constitution and Nominations Committee held on 21 February 2023

1. Chair of Council succession

The Committee considered a paper setting out the background to the recruitment of the next Chair of Council, details of the Search Panel's recommendation for appointment, and proposed transition arrangements. Noting the Search Panel's enthusiasm for the recommended appointee, **the Committee resolved to recommend to Council:**

- a. The appointment of Dr Alice Maynard CBE as the next Chair of Council and as a Pro-Chancellor with effect from 01 August 2023**
- b. As provided for in Statute 4.1.f, the appointment of the same individual as an Independent Member of Council in the intervening period prior to her accession to the role of Chair, from a start date to be determined by mutual agreement, with an initial three-year term of office to start from the appointment date.**

The Committee further agreed that Dr Maynard should be asked to start as an Independent Member as early as possible following formal Council approval, towards attending the Council meeting in May 2023. It noted that the University Secretary would shortly initiate arrangements for Dr Maynard's induction and engage with her regarding adjustments to meeting logistics as needed. Wider communication of Dr Maynard's appointment would be undertaken by the Director of External Relations with the University Secretary in due course. The Committee thanked the University Secretary and his team for managing a very smooth recruitment process.

2. Revised University Ordinances Framework

The Committee considered a new and revised set of 20 Ordinances, restructured under 'governance/constitutional' and 'academic' headings. The University Secretary reported that many of the changes had derived from the revised and streamlined Charter and Statutes, and had been informed by sector benchmarking and advice from an external legal consultant. The Committee noted that approval of changes to the Ordinances was within the remit of Council and Senate, without requiring recourse to the Privy Council.

The Committee thanked the University Secretary for his thorough and necessary work, and:

- a. clarified in relation to new Ordinance 7 that:
 - role description of Chancellor, and indeed the function of any Court, would be revisited following the University Court Review;
 - the proposed role of Vice-Chair of Council was built into the Ordinances as it was standard practice for such a role to exist on formal bodies, and it was distinct from that of Senior Independent Lay Member. Given the absence of a current Vice-Chair of Council, this was addressed in Ordinance 9.28;
 - all Council members were asked to act as ambassador for the University and to assist with fundraising as appropriate, rather than just the Pro-Chancellors. The Pro-Chancellor role summary in Ordinance 7 would therefore be streamlined.
- b. agreed that confirmation should be sought from the Pro-Vice-Chancellor for Teaching and Learning that she was comfortable with the Ordinance 14 (University Examiners and Examinations) to capture any final changes regarding a University Board of Examiners, and 15 (Boards of Studies) which had been subject to very minor amendments as set out in the paper, and as approved by Senate.
- c. agreed that any minor comments would be sent to the University Secretary by close of play.

Subject to the above comments and clarifications, the Committee endorsed for Council approval:

- a. The new and revised Ordinances, to come into force by 30 April 2023;**
- b. The repeal of *existing* Ordinances 8 and 9, as these were already addressed in existing regulation and policy;**
- c. Delegation of non-material changes to the new Ordinances Framework to the University Secretary.**

3. University Court Review 2022/23: Scope

The Committee considered a proposed scope for the review of the University Court 2022/23. The University Secretary reported that a light touch process was proposed [REDACTED]

The Committee observed the following:

- a. As currently constituted, the Court had a very limited governance function, and had rightly moved away from operating as a social gathering. [REDACTED]

[REDACTED] There was a need to think about global partnerships and engagement with industry as well as local and regional partnerships. Its governance function should also be reviewed.

- b. Regarding membership of the Review Group:

- [REDACTED] Committee members were invited to suggest further external representatives for the Group beyond Court itself: this might include someone who had been involved in a similar review at another institution.
- It was clarified that the Group would be chaired by a Pro-Chancellor. Informal conversations had been held with the Chancellor, but she would not formally be part of the Group [REDACTED]
- It was agreed that, given her wealth of knowledge and experience of building stakeholder relationships, the Director of OPPA should be a member of the Review Group.
- Overall, it was important to keep the membership as tight as possible.

[REDACTED] There was a need to clarify the route for approving the Group's recommendations [REDACTED]

The Committee agreed that the University Secretary and the Director of External Relations would revisit the proposed scope in the light of the above comments, and that it was important not to lose momentum for the review.

4. Council and related Membership Matters

- a. The University Secretary reported that Mr Jonny Exon was to be seconded from April 2023 to act as interim Chief Executive for the GSA for two years. Given that Mr Exon would remain as a University (rather than a GSA) employee, **the Committee endorsed the recommendation from the Chair and Secretary that Mr Exon should remain an elected staff representative on Council for the remainder of his term of office (ending 21 November 2024).**
- b. Noting his willingness to continue, **the Committee resolved to recommend to Council the reappointment of Mr Owen Trotter as a co-opted member of the Audit and Risk Committee for a further three years with effect from 27 February 2023.**