



ARTICLES OF GOVERNMENT

In exercise of the powers conferred upon it by Section 125 of the Education Reform Act 1988, the Sheffield Hallam University Higher Education Corporation makes the following Articles of Government in accordance with which the Sheffield Hallam University shall be conducted:

1 INTERPRETATION

- 1.1 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 on 26th April 1993, and

"the holders of senior posts" means the Principal, the Deputy Principal, the Director of Finance and the Clerk to the Board of Governors 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;

"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;

"a students' union" means any association of the generality of students recognised by the Corporation and formed to further the educational purposes of the University and the interests of students as students.

2 CONDUCT OF UNIVERSITY

- 2.1 The University 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, PRINCIPAL AND ACADEMIC BOARD

The Board of Governors

3.1 The Board of Governors shall be responsible for:

- (a) the determination of the educational character and mission of the University and for oversight of its activities;
- (b) the effective and efficient use of resources, the solvency of the University and the Corporation and for safeguarding its assets;
- (c) approving annual estimates of income and expenditure;
- (d) the appointment, assignment, appraisal, suspension, dismissal and determination of the pay and conditions of service of the Principal, the Deputy Principal, the Director of Finance and the Clerk to the Board of Governors and the holders of such other senior posts as the Board of Governors may from time to time determine; and
- (e) setting a framework for the pay and conditions of service of all other staff.

The Principal

3.2 Subject to the responsibilities of the Board of Governors, the Principal shall be the chief executive of the University and shall be responsible for:

- (a) making proposals to the Board of Governors about the educational character and mission of the University and for implementing the decisions of the Board of Governors;
- (b) the organisation, direction and management of the University and leadership of the staff;
- (c) making proposals to the Board of Governors about the assignment and appraisal of holders of senior posts as defined under Article 3.1(d);
- (d) 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 staff other than the holders of senior posts;
- (e) the determination, after consultation with the Academic Board, of the University's academic activities, and for the determination of its other activities;

- (f) preparing annual estimates of income and expenditure for consideration by the Board of Governors, and for the management of budget and resources within the estimates approved by the Board of Governors; and
- (g) 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.

The Academic Board

3.3 Subject to the provisions of these Articles, to the overall responsibility of the Board of Governors and to the responsibilities of the Principal, the Academic Board (see Article 4) shall be responsible for:

- (a) general issues relating to the research, scholarship, teaching and courses at the University, 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 and the resources needed to support them and for advising the Principal and the Board of Governors thereon;
- (c) advising on such other matters as the Board of Governors or the Principal may refer to the Academic Board.

3.4 The Academic Board may establish such committees as it considers necessary to enable it to carry out its responsibilities and shall determine membership of such committees which may include persons who are not members of the Academic Board.

4 ACADEMIC BOARD

4.1 There shall be an Academic Board normally of 30 members and of no more than 40 members, comprising the Principal (who shall be Chair) and such other numbers of staff and students as may from time to time be approved by the Board of Governors. The Principal may nominate a Deputy Chair from among the members of the Academic Board to take the chair in his or her place and shall nominate a member of the staff of the University to act as Secretary to the Academic Board. The period of appointment of members and the procedures for their

selection or election arrangements shall be subject to the approval of the Board of Governors or in the absence of such procedures being put to the Board of Governors for approval, arrangements shall be initiated by the Board of Governors.

- 4.2 At least half of the total membership of the Academic Board shall be drawn from any Deputy and Assistant Principals, Directors of School, or equivalent posts; and Directors of academic or related departments.

The remaining members shall include other members of staff and students, and may include co-opted members. The balance of membership shall reflect the spread of the academic work of the University.

- 4.3 The composition of the Academic Board and any changes to it shall be subject to the provisions of these Articles and subject to the approval of the Board of Governors. The Academic Board may make recommendations to the Board of Governors about the composition of the Academic Board.
- 4.4 Subject to the provisions of these Articles and after consultation with the Board of Governors, the Academic Board may make such rules and standing orders as it thinks fit for the exercise of its functions.

5 DELEGATION OF FUNCTIONS AND COMMITTEES

- 5.1 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 Principal or to the Academic Board, and may delegate powers to such committees or to the Chair of the Board of Governors or to the Principal. The Board shall agree the composition and terms of reference of any such committee and, except in the case of committees established under Article 5.3 or 5.4, may appoint persons who are not members of the Board of Governors.
- 5.2 The Board of Governors may vary or revoke the delegation of powers carried out under Article 5.1.
- 5.3 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.
- 5.4 The Board of Governors shall establish a committee consisting of all the independent members, to appoint independent members which shall be convened if necessary in accordance with the Instrument of Government.

5.5 The Board of Governors shall establish an Audit Committee, in accordance with guidance issued from time to time by the Higher Education Funding Council for England.

5.6 The Board of Governors shall not delegate the following:

- the determination of the educational character and mission of the University
- the approval of the annual estimates of income and expenditure
- ensuring the solvency of the University and the Corporation and the safeguarding of their assets
- the appointment or dismissal of the Principal
- the varying or revoking of these Articles of Government.

5.7 For the purpose of promoting efficiency and the development of the University, the Board of Governors shall take such steps as it deems appropriate to maintain contact with industry, commerce, the professions and art and design, educational establishments, research organisations and public bodies, and may appoint such advisory committees as may be considered necessary. Such committees shall report to the Board of Governors and their reports shall be made available to the Academic Board.

6 APPOINTMENT OF CLERK TO THE BOARD OF GOVERNORS

6.1 The Board of Governors shall appoint a Clerk to act as secretary to the Board of Governors who shall be a member of the permanent staff of the University.

7 PROCEDURES FOR MEETINGS OF THE BOARD OF GOVERNORS

Rules and Standing Orders

7.1 Subject to the provisions of these Articles the Board of Governors may make such rules and standing orders as it thinks fit for the exercise of its functions.

Quorum

7.2 The quorum for meetings of the Board of Governors shall be 10 members of whom 6 shall be independent members. If a meeting is quorate, but less than half of the members present are independent members, a majority of the independent members present may require that a decision be deferred to the next meeting. No decision shall be deferred more than once under this provision. A member shall not be

counted in the quorum present at a meeting in relation to any matter on which he or she is not entitled to vote.

- 7.3 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 and there shall be no provision for the appointment of proxies.

Voting

- 7.4 Subject to the provisions of Article 7.2 every question to be determined at a meeting of the Board of Governors shall be determined by a majority of the votes of the members present and voting on the question. Where there is an equality of votes, the Chair of the meeting shall have a second or casting vote.

Election of Chair and Deputy Chair

- 7.5 The Board of Governors shall at its inaugural meeting and triennially thereafter, elect a member to be Chair and shall elect annually another member to be Deputy Chair. A member of the Board of Governors who is employed at the University or who is a student at the University shall not be eligible for such election. In the event of a vacancy in the office of Chair or Deputy Chair, the Clerk shall put in hand arrangements for the election of a successor and in either case such person shall serve only for the remainder of the period of office.

Meetings of the Board

- 7.6 The Board of Governors shall normally meet at least four times in every calendar year.
- 7.7 At least seven days notice of meetings of the Board or its committees shall be given in writing and such notice shall specify the date, time and place of the meeting and the business to be transacted, but accidental want of service of notice on any member shall not affect the validity of a meeting.
- 7.8 The Chair or any three members of the Board of Governors may, for any cause which seems to them sufficient, require a special meeting to be convened by giving notice in writing to the Clerk to the Board of Governors specifying the business to be transacted. In such a case the period of seven clear days may be reduced at the discretion of the Chair to not less than 24 hours.
- 7.9 All meetings shall be convened by the Clerk, through whom all proposals and reports for consideration by the Board of Governors shall be submitted formally to the Board of Governors.

- 7.10 The Clerk shall make arrangements which shall be approved by the Board of Governors for the recording of proceedings of the Board and for the publication in the University of agenda, agenda papers and minutes subject to any provisions for confidentiality.

Allowances to Members

- 7.11 The Board of Governors shall determine any travelling, subsistence or other allowances payable to members of the Corporation.

Financial or other Interests of the Governors

- 7.12 No member of the Board of Governors shall take or hold any interest in any property held or used for the purpose of the University otherwise than as a trustee thereof, or receive any remuneration for his or her services, provided that the Principal and staff Governors may receive remuneration for their services as members of the staff of the University and a student Governor who is an officer of the Students' Union holding a sabbatical post may receive remuneration for his or her services in that capacity and any student of the University duly appointed to the Board of Governors as a student Governor who is also a member of the staff of the University may receive remuneration for his or her services as a member of the staff.
- 7.13 Except as provided under Article 7.12, if any member has any pecuniary, family or personal interest, direct or indirect, in any contract or proposed contract or other matter, and is present at a meeting of the Board of Governors at which the contract or proposed contract or other matter is the subject of consideration, he or she shall at the meeting, as soon as practicable after the commencement thereof, disclose the fact, and shall not take part in the consideration or discussion of, or vote on any question with respect to, the contract, proposed contract or other matter. Any member who discloses such an interest shall not be included in the quorum for the purposes of considering the matter in question.
- 7.14 Any member of the Board of Governors who is a member of the student body of the University shall withdraw from that part of any meeting of the Board of Governors at which there is a consideration of his or her appeal or that of any other student against a decision of the Academic Board or of a disciplinary committee set up by the Board of Governors.
- 7.15 Any student or staff member of the Board of Governors other than the Principal present at any meeting of the Board at which the subject of discussion is the appointment, remuneration, conditions of service, promotion, suspension, dismissal or retirement of a member or prospective member of staff of the institution shall:

- (a) withdraw from the meeting, if any one member of the Board of Governors present at the meeting so requires; or
 - (b) if no member of the Board present at the meeting requires the withdrawal, take no part in the consideration or discussion of the matter in question and not vote on any question with respect to the matter.
- 7.16 Any member of the Board of Governors who is a member of staff of the University, including the Principal, shall withdraw from that part of any meeting of the Board of Governors at which there is consideration of his or her suspension, dismissal or termination of appointment by notice.

Appointment of Governors

- 7.17 Members shall be appointed by the Board of Governors or by the independent members, under procedures determined by the Board of Governors which shall be subject to the provisions of the Instrument of Government.
- 7.18 All nominations for membership shall be submitted to the Board of Governors through the Clerk who shall ensure that the names of nominee members are elicited from their respective nominating bodies.
- 7.19 The Board of Governors shall at the time of appointment of a member determine his or her term of office.
- 7.20 At least four weeks notice in writing shall be given of a meeting of the Board of Governors or of the committee established under Article 5.4 at which appointments of members of the Board of Governors are to be made.
- 7.21 Except in the case of a person aged over 70 who shall be appointed by a vote representing an absolute majority of all the members of the Board of Governors, members of the Board of Governors other than independent members appointed by a committee established under Article 5.4 for that purpose, shall be appointed by a vote representing a simple majority of those members present at the meeting subject to the provisions of Article 7.2.
- 7.22 Where independent members are appointed at a meeting of the committee established under Article 5.4 for that purpose, they shall be appointed by a vote representing a simple majority of those present at the meeting provided that the total number of independent members present at the meeting shall not be less than two thirds of those eligible to participate in the appointment.

- 7.23 The proceedings of the Board of Governors shall not be invalidated by any vacancy in their number or by any defect in the election, appointment or qualification of any member.

8 APPOINTMENT AND PROMOTION OF STAFF

- 8.1 Each member of staff shall serve under a contract of employment with the Corporation.
- 8.2 Upon the occurrence of a vacancy or expected vacancy for the post of Principal, the post shall be advertised nationally.

9 CONDUCT OF STAFF

- 9.1 After consultation with the staff (or their representatives), the Board of Governors shall make rules relating to the conduct of the staff.

Academic Freedom

- 9.2 In making rules under Article 9.1, the Board of Governors shall have regard to the need to ensure that academic staff of the University 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.

10 SUSPENSION AND DISMISSAL OF STAFF

- 10.1 The Chair of the Board of Governors or in the absence of the Chair, the Deputy Chair, may suspend from duty, with pay, the holder of a senior post for misconduct or other good and urgent cause. The Chair, or Deputy Chair, shall report such suspension in writing to the Board of Governors within two working days or as soon thereafter as practicable.
- 10.2 The Principal may suspend from duty, with pay, any member of the staff of the University, other than the holder of a senior post, for misconduct or other good and urgent cause. The Principal may delegate his powers of suspension or dismissal to another member of staff. In such cases the Principal remains responsible, with the Board of Governors, for ensuring that the relevant rules are observed.
- 10.3 Anyone who is suspended from duty under Articles 10.1 or 10.2 shall be entitled to receive from the Principal, or in the case of the holders of senior posts from the Chair or Deputy Chair of the Corporation, written notification of the suspension, setting out the grounds on which the decision to suspend has been taken.

- 10.4 Procedures for the suspension of staff under Articles 10.1 or 10.2 shall be specified in rules made by the Board of Governors after consultation with the staff. The rules shall include provision that:
- (a) any person 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 10.5 or of a notification from the Principal under Article 10.12;
 - (b) any appeal made under (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

Holders of senior posts including the Principal and the Clerk to the Board of Governors

- 10.5 If the Chair of the Board of Governors, or in his or her absence the Deputy Chair, 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 Chair, Deputy Chair or Board of Governors as appropriate shall refer the matter to a Special Committee of the Board, which shall be convened as soon as practicable to examine the facts, otherwise investigate the ground for dismissal and make a report to the Board of Governors.
- 10.6 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.
- 10.7 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's consideration of the matter. The report should not contain recommendations as to the decisions to be taken by the Board.
- 10.8 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 or she may be accompanied and represented by a friend.

- 10.9 The Special Committee shall consist of five members of the Board. The Chair of the Corporation, the Deputy Chair and the Principal shall not be eligible for membership of the Special Committee.
- 10.10 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 10.5. to 10.9.

Other Members of Staff

- 10.11 The Principal may dismiss any member of the staff of the University 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.
- 10.12 Where the Principal proposes to dismiss such a member of staff and the circumstances described in Article 10.11 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 Principal (including oral representations, for which purpose he or she may be accompanied and represented by a friend) before any decision to dismiss by the Principal is taken.
- 10.13 Where a staff member has been dismissed pursuant to Article 10.11 or a decision to dismiss has been taken pursuant to Article 10.12 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.
- 10.14 Procedures for the dismissal of staff by the 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.

11 GRIEVANCE PROCEDURES

- 11.1 After consultation with the staff or their representatives, the Board of Governors shall make rules specifying procedures according to which staff may seek redress of any grievances relating to their employment.

12 STUDENTS

- 12.1 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.

12.2 The Board of Governors, after consultation with the Academic Board and representatives of the students, shall make rules with respect to the conduct of students, including procedures for suspension and expulsion.

12.3 In exercise of its 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 a student for an unsatisfactory standard of work or other academic reason.

12.4 The Board of Governors shall satisfy itself that students have the fullest opportunity to raise matters of proper concern to them at all levels in the University as may be appropriate.

13 FINANCIAL MATTERS

Fees

13.1 The Board of Governors shall determine a framework for the tuition and other fees payable to the Corporation subject to any terms and conditions attached to grants, loans or other payments paid or made by the appropriate Higher Education Funding Council or other funding body.

Accounts, Estimates and Audit

13.2 The Board of Governors shall keep true accounts and records and appoint auditors in accordance with the provisions of the Act.

13.3 Annual estimates of income and expenditure shall be prepared by the Principal for the consideration and approval of the Board of Governors.

14 RULES AND BYE-LAWS

14.1 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 as it shall think fit. Such rules and bye-laws shall be subject to the provisions of these Articles.

15 COPIES OF ARTICLES, RULES AND BYE-LAWS

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

16 AMENDMENT OF ARTICLES

16.1 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.

17 DATE OF ARTICLES

These Articles shall come into operation on 21 September 1994.

ENQUIRIES TO: University Secretariat, ext 3367

Issuing Authority: Secretary and Registrar September 1994
