

ARTICLES of GOVERNMENT

For

STRANMILLIS UNIVERSITY COLLEGE

a College of Queen's University Belfast

ARTICLES of GOVERNMENT

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The Department for Employment and Learning, in exercise of the powers conferred on it by Article 5(1) of the *Colleges of Education (Northern Ireland) Order 2005*, and of all other powers enabling it in that behalf, hereby makes the following order:

PART 1 - COMMENCEMENT AND INTERPRETATION

1 This order may be cited as the *Articles of Government for Stranmillis University College*, a College of the Queen's University Belfast and shall come into operation on X October 2005.

2 In these Articles:

'the Order' means *The Colleges of Education (Northern Ireland) Order 2005*;

'the Instrument of Government' means the *Instrument of Government for the College* made in accordance with the requirements of Article 5(1) of the Order;

'the Governing Body' means the body established to manage the College by virtue of Article 3(1) of the Order;

'the Principal' means the Principal of the College;

'senior staff' means the posts of Principal and Directors and such other staff as the Department may determine;

'the staff' means all the staff of the College;

'the Secretary' means the person appointed by the Governing Body under the *Instrument of Government* to perform the duties of secretary to that body;

'the Students' Union' means the association of students formed to further the educational purposes of the College and the interests of students recognised by the Governing Body;

'the staff members' mean those members of the *Governing Body* referred to in paragraph 2(1)(c) of Schedule 2 to the Order;

'staff representatives' means those persons who are recognised by the trade unions which in turn are recognised by the *College* for the purpose of representing staff; and

'the student member' means the member of the *Governing Body* referred to in paragraph 2(1)(d) of Schedule 2 to the Order.

- 3 The Interpretation Act (Northern Ireland) 1954 applies to these Articles as it applies to an Act of the Assembly.

PART II - CONDUCTING OF THE COLLEGE

- 4 The *College* shall be conducted in accordance with the provisions of the Order, any relevant regulations, orders or directions made by the Department and, subject thereto, in accordance with the provisions of the Instrument of Government, these Articles, any rules or standing orders made under these Articles and any trust deed regulating the *College*.

Responsibilities of Governing Body

- 5 Subject to the requirements of the Order, the *Governing Body* shall be responsible for approving the mission and strategic vision of the *College* and securing the efficient and effective management of the *College's* activities and property. The *Governing Body* shall develop mechanisms to ensure that the views of stakeholders with an interest in teacher education are taken into account. It may, however, subject to paragraph 7, delegate to an appropriate committee of the *Governing Body* or to the Principal such responsibilities as would be more expedient for the efficient organisation of the *College* business and activities.
- 6 The *Governing Body* shall ensure that its members are given the required information and adequate opportunities to acquire and update the knowledge and skills required to enable them to perform effectively as a member of the *Governing Body* of the *College*.

- 7 Notwithstanding paragraph 5, the *Governing Body* shall not delegate responsibility for the following:
- a) determining the mission of the *College* and the strategic oversight of its activities and for maintaining its general character;
 - b) the effective use of resources, the solvency of the *College* and for safeguarding its assets;
 - c) approving annual estimates of income and expenditure;
 - d) the appointment, discipline, conduct, grievance, suspension, dismissal and conditions of service of senior staff;
 - e) approving a framework for the pay and conditions of staff, other than senior staff, and arranging for the negotiation of such with recognised representatives of such staff;
 - f) approving the arrangements for the appointment, promotion, discipline, conduct and grievance of staff, other than senior staff; and
 - g) ensuring that there is an efficient and effective appraisal system operating in the *College*.

Responsibilities of individual Members of the Governing Body

- 8 Members of the *Governing Body* shall exercise their responsibilities in the interests of the *College* as a whole rather than as a representative of any constituency. Members shall ensure that they do not to become involved in the day-to-day management of the *College*.

Responsibilities of the Principal

- 9 Subject to the *Governing Body* having overall responsibility, the Principal shall be responsible for:

- a) making proposals to the *Governing Body* about the educational nature and mission of the *College* and for ensuring that the decisions of the *Governing Body* in this and all other regards are implemented;
- b) the day-to-day organisation, direction and management of the *College* and leadership of staff;
- c) the quality and performance of the *College* especially with regard to academic provision;
- d) the arrangements for the admission, assessment and examination of students;
- e) the development of the curriculum and programmes of staff development;
- f) the arrangements as necessary for the appointment, appraisal, suspension and dismissal of staff, other than senior staff, within the framework set by the *Governing Body* and the terms set out in these *Articles*;
- g) the preparation of annual estimates of income and expenditure, for consideration and approval by the *Governing Body*, and for the overall management of the budget and other resources within the estimates approved by the *Governing Body*;
- h) the maintenance of proper accounts and records subject to any guidance and instruction from the *Department* or requirements of statutory authorities, and the making available of such data as may be required to the *Governing Body*, the *Department* or other appropriate statutory body;
- i) the maintenance of student discipline and, within procedures provided for within these *Articles*, for the suspension and/or expulsion of students; and
- j) such other duties as may be delegated by the *Governing Body*, subject to the exclusions listed in paragraph 7.

PART III - PROCEEDINGS OF THE GOVERNING BODY

- 10 The Governing Body shall meet not less than four times a year and shall hold such other meetings as may be necessary. Meetings of committees of the Governing Body shall be conducted in accordance with the provisions set out in Part IV of these Articles.
- 11 The validity of any proceedings of the Governing Body, or of any committee of the body, shall not be affected by a vacancy amongst the members or any defect in the appointment of any member.
- 12 All meetings of the Governing Body shall be summoned by the Secretary who shall send to members written notice of the meeting, including the agenda, at least seven calendar days in advance of the meeting.
- 13 A special meeting of the Governing Body may be called at any time by the Chairman, or at the request in writing of any five members. In addition, a special meeting may be called by the Internal and External Auditors where they wish to discuss the circumstances related to their removal or resignation. Where the Chairman or in his absence the Vice-Chairman, decides that there are matters requiring urgent consideration, it shall be sufficient if the written notice convening the meeting, together with the agenda for the meeting, are delivered within such period being less than seven days as he determines.
- 14 Members of the Governing Body shall not be bound in their speaking or voting by mandates given to them by other bodies or persons.
- 15 To assist the Governing Body in the exercise of their responsibilities senior staff of the College may, with the approval of the Governing Body, attend meetings of the Governing Body and its Committees in an advisory capacity.

Quorum

- 16 The quorum for a meeting of the *Governing Body* shall be nine persons of whom at least five should be those persons appointed under the provisions of paragraph 2(1)(a) of Schedule 2 to the Order.
- 17 If the number and/or the composition of members assembled for a meeting does not constitute a quorum, the meeting shall not be held. If, in the course of a meeting, the number or composition of members ceases to represent a quorum, then the meeting shall be terminated.
- 18 If for lack of a quorum a meeting cannot be held, or is terminated prematurely, the *Chairman* shall, if he thinks fit, cause a special meeting to be convened as soon as is convenient.

Minutes

- 19 Minutes shall be kept of meetings of the *Governing Body* and any of its committees. Minutes and any papers tabled at meetings of the *Governing Body* should be made available to all members of the *Governing Body* subject to confidentiality restrictions as set out in Part V and Schedule 4 of the *Instrument of Government* and Paragraph 20 below.
- 20 At every such meeting, the minutes of the previous meeting shall be taken as an agenda item, unless the members decide otherwise, and, if agreed to be accurate, shall be signed as a true record by the *Chairman*, or, in his absence, the *Vice-Chairman* or other member acting as *Chairman*.
- 21 The minutes shall include a record of all withdrawals and re-entries as required under Part V and Schedule 4 of the *Instrument of Government*. Separate minutes shall be taken of those parts of meetings from which any person has withdrawn. Such persons shall only be entitled to see the minutes of that part of the meeting if the other members of the *Governing Body* present agree.

Voting

- 22 In the absence of unanimity on a particular issue under consideration, the issue shall be decided by a majority of the votes of the members present and voting on the question. Where there is an equal division of votes the Chairman of the meeting shall have a second or casting vote. The outcome of the vote shall be recorded in the minutes.
- 23 On a requisition of any member, before a vote is taken, who is supported by at least one other member, the voting on any question shall be recorded so as to show whether each member present gave his vote for or against that question or abstained from voting.
- 24 A member may not vote by proxy.
- 25 No resolution of the members may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.

Openness and Access to Information

- 26 Any question as to whether a person who is not a member of the Governing Body or the Secretary may attend a meeting of the Governing Body shall be dealt with by the Chairman in the first instance, subject to ratification at the meeting by the Governing Body before such person joins the meeting. In any case, the Finance Manager of the College may normally attend any meeting of the Governing Body at which the finances of the College are to be discussed.
- 27 Subject to paragraph 28, the Governing Body shall ensure that, for every meeting, a copy of the agenda, the approved minutes and any final report, document or other paper considered at the meeting shall, in each case as soon as possible, be made available during normal office hours at the College to any person who wishes to inspect them.

- 28 There shall be excluded from any items being made available under the terms of paragraph 27, any material which makes reference to:
- a) an employee or former employee of the College or an applicant for employment at the College;
 - b) a named student of the College or candidate for admission to the College;
 - c) any information, the disclosure of which is prohibited by this Instrument or by any enactment or rule of law; or
 - d) any matter which it appears to the Governing Body should be treated as confidential, either permanently or for a specified period.
- 29 A copy of these Articles shall be given to every member of the Governing Body and be made available during normal office hours at the College to any person wishing to inspect it.

Allowance to Members

- 30 The Governing Body may pay travelling and subsistence expenses claimed by members of the Governing Body undertaking approved College business including attendance at governor training events and conferences providing their attendance has previously been agreed. Any such payments shall be subject to the terms and conditions specified in the College Scheme for the payment of Travelling Expenses.

PART IV - COMMITTEES OF THE GOVERNING BODY

- 31 To assist the Governing Body and the Principal in the exercise of their responsibilities, the Governing Body may arrange for the setting up of an appropriate committee structure in accordance with the provisions of these Articles.

- 32 Neither the staff members nor the student member of the Governing Body shall be eligible for membership of any committee of the Governing Body.
- 33 Committees of the Governing Body shall be chaired by a member of the Governing Body appointed under paragraph 2(1)(a) of Schedule 2 to the Order. The Chairs of the Committees shall be appointed by the Governing Body.
- 34 Except as otherwise provided in these Articles, the terms of reference, membership and reporting arrangements of any committee shall be subject to the approval of the Governing Body.
- 35 In the absence of unanimity on a particular issue under consideration by any committee, the procedures set out in paragraphs 22 to 25 shall apply. Only members of the committee who are members of the governing body may vote.
- 36 The minutes of the meetings of any committee established by the Governing Body shall be circulated to all members of the Governing Body. Minutes of meetings of committees shall be submitted to the Governing Body for consideration at the meeting of the Governing Body following the meeting of the committee, subject to the confidentiality restrictions set out in Part V and Schedule 4 of the Instrument of Government and Paragraph 21 of these Articles.

Finance and Resources Committee

- 37 The Governing Body shall, in accordance with arrangements which it shall determine, establish a Finance and Resources Committee, comprising at least six members of the Governing Body and the Principal, of whom at least half shall be members appointed under paragraph 2(1)(a) of Schedule 2 to the Order. The Committee may have in attendance such other officers of the college as considered appropriate by the Governing Body.

38 The Committee shall meet at least three times per year and, subject to the provisions of these Articles, determine or advise the Governing Body on such matters as the Governing Body may from time to time remit to it, including, in particular, matters relating to the estimates, budget and the presentation of the Accounts of the College.

Audit Committee

39 The Governing Body shall, in accordance with arrangements which it shall determine and with such guidance as the Department may provide, establish an Audit Committee comprising at least four members (other than the Principal).

40 The Chairman of the Audit Committee shall be a member of the Governing Body appointed under the provisions of paragraph 2(1)(a) of Schedule 2 to the Order but shall not also be the Chairman of the Governing Body or the Chairman of the Finance and Resources Committee.

41 The Principal, the Director of Corporate Services, the Finance Manager and the Internal Auditor should be required to attend meetings of the Audit Committee. The External Auditor should be required to attend when an External Audit Report is being considered. The Committee may also have in attendance such other officers of the College and other professional advisers as are considered appropriate.

42 The Audit Committee is authorised by the Governing Body to investigate any activity within its terms of reference and all staff and members of the Governing Body are required to co-operate with the Committee. The Committee shall provide a channel of communication from the College's auditors, which is not controlled by the College management. In particular it shall ensure that the internal systems, including audit activities, of the College are monitored actively, independently and objectively, in order to:

- a) promote and ensure high standards of propriety, accountability and financial management within the College;

- b) improve the quality of financial reporting by reviewing internal and external financial statements on behalf of the Governing Body;
- c) promote a climate of financial discipline and control which will help to reduce the opportunity for financial mismanagement;
- d) improve where necessary, the effectiveness of the College's internal controls and mechanisms for achieving value for money and the extent to which these comply with requirements set down by the Department;
- e) reinforce the independence and effectiveness of the internal audit function and to underpin the objectivity and independence of the external auditors;
- f) advise on the reliability of the College's information systems;
- g) provide a sounding board for College management on issues of concern in relation to the College's internal control systems; and
- h) contribute to the maintenance or increasing of public confidence in the quality of the College's corporate governance and management.

43 The Audit Committee shall meet at least twice a year.

44 The Audit Committee shall report annually to the Governing Body. The report should record the work of the committee and include a review of the internal and external audit of the College together with any other audit related activities such as value for money investigations. Following approval by the Governing Body a copy of the Audit Annual Report shall be submitted to the Department.

Establishment and Development Committee

- 45 The Governing Body shall, in accordance with arrangements which it shall determine, establish an Establishment and Development Committee comprising at least six members of the Governing Body and the Principal, of whom at least half shall be members appointed under paragraph 2(1)(a) of Schedule 2 to the Order. The Committee may have in attendance such other officers of the college as considered appropriate by the Governing Body.
- 46 It shall be the responsibility of the Establishment and Development Committee, on behalf of the Governing Body;
- a) to draw up standard arrangements, for the approval of the Governing Body, for the recruitment, appointment and promotion of staff, other than senior staff;
 - b) to ensure that each member of staff shall serve under a contract of employment with the Governing Body;
 - c) upon the occurrence of a vacancy or expected vacancy in the staffing (other than in a post for a member of the senior staff), to set in train the standard procedures; and
 - d) to ensure that all procedures, and their application, in relation to the recruitment, appointment, promotion and remuneration of staff shall comply with industrial relations and equal opportunity legislation.

Search Committee

- 47 The Governing Body may from time to time set up a Search Committee to assist it in identifying such bodies and/or persons as might be suitable to serve on the Governing Body, for recommendation to the Department.

Temporary Committees

- 48 The *Governing Body* may from time to time set up other committees of itself which are of a temporary and ad hoc nature; but any committee which is for other than a short-term need, shall only be established after these Articles have been amended accordingly.

PART V - LEARNING, TEACHING AND RESEARCH

- 49 The *Governing Body* shall approve the establishment of such committees as it considers appropriate to further the learning, teaching and research objectives of the College.

Such committees will advise the Principal on:

- a) the standards, planning, co-ordination and general oversight of the academic work of the College, including arrangements for the admission, assessment and examination of students;
- b) the development of the curriculum and programmes of staff development; and
- c) the procedures for the suspension and/or expulsion of students for academic or other reasons.

PART VI - APPOINTMENT AND PROMOTION OF STAFF

Senior Staff

- 50 It shall be the responsibility of the *Governing Body* to ensure that each member of the senior staff shall serve under a contract of employment with the *Governing Body*. In particular, the *Governing Body* shall ensure that all procedures, and their application, in relation to the appointment and remuneration of senior staff shall comply with industrial relations and equal opportunity legislation.

- 51 Upon the occurrence of a vacancy or expected vacancy in the post of Principal, the *Governing Body* shall obtain from the Department approval to the proposed remuneration and conditions of service for the post.
- 52 Appointments to post of Principal and other senior staff shall be made in accordance with procedures determined by the *Governing Body*.

PART VII - CONDUCT, DISCIPLINE AND GRIEVANCE CODE AND DISMISSAL OF STAFF

- 53 The *Governing Body*, after consultation with staff representatives, shall approve a Code of Conduct and a Disciplinary and Grievance Code setting out the standard of behaviour expected of staff and the procedure to be followed should they be breached.
- 54 The *Governing Body* shall draw up procedures for notifying the Department of cases where misconduct on the part of a member of the teaching staff of the *College* may have implications for his subsequent employment as a teacher.

PART VIII - STAFFING

Complement and Structure

- 55 The *Governing Body* has overall responsibility for determining the size and structure of the *College's* staffing complement in order to deliver its mission and maintain the character of the *College*. In exercising this responsibility, the *Governing Body* shall have regard to its financial, human and physical resources.

PART IX - STUDENTS

- 56 The Students' Union shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Governing Body and shall present audited accounts annually to the Governing Body. No amendment to or rescission of that constitution, in whole or in part, shall be valid until approved by the Governing Body.
- 57 The Governing Body, after consultation with the staff and with representatives of the students, shall approve a disciplinary code setting out a code of conduct and behaviour expected of all students and the procedures to be followed should the code be breached.

PART X - FINANCE

Accounts and Audit

- 58 The Governing Body shall set up, and review from time to time, arrangements for:
- a) the keeping of proper accounts and proper records in relation to the accounts on behalf of the Governing Body;
and
 - b) the accounts to be prepared and audited in respect of each financial year in such manner as the Department may direct and for the accounts to be submitted to the Department on or before such date as the Department may direct.
- 59 The accounts shall separately identify those transactions in which a member of the Governing Body had a material interest and shall include details of the transaction and the name of the member or members involved.
- 60 The financial year for the College shall end on 31 July.

- 61 The Comptroller and Auditor General shall have the right of access to the books, accounts and records of the Governing Body.

Financial Management

- 62 The financial administration of the College shall be conducted in accordance with the Order, the Financial Memorandum and any other instructions, requirements or directions issued by the Department.
- 63 The Governing Body shall determine the tuition and other fees payable to the College, subject to any conditions specified by the Department.

PART XI - MISCELLANEOUS

Corporate Seal

- 64 The Governing Body shall make appropriate arrangements for the custody and for the authentication of the seal of the Governing Body.

Rules and Standing Orders

- 65 The Governing Body shall have power to make rules and standing orders concerning such matters with regard to the governance and conduct of the College as it thinks fit. Such rules and standing orders shall be subject to the provisions of these Articles.

Copies of Articles of Government, Rules and Standing Orders

- 66 A copy of these Articles and of any rules and standing orders shall be given to every member of the Governing Body and shall be made available during normal office hours at the College to any person wishing to inspect them.

Amendment to Articles of Government

67 These Articles may be modified or replaced subject to Article 5(2) of the Order.

Signed and sealed

Date

On behalf of the Department for Employment and Learning