

INSTRUMENT of GOVERNMENT

For

STRANMILLIS UNIVERSITY COLLEGE

a College of Queen's University Belfast

INSTRUMENT 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 Instrument of Government for Stranmillis University College, a College of Queen's University Belfast and shall come into operation on X October 2005.

2 In this Instrument of Government:

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

'the Articles of Government' mean the Articles 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;

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

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

'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; and

'the Secretary' means the person appointed by the Governing Body to perform the duties of secretary to that body.

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

PART II - APPOINTMENT AND COMPOSITION OF THE GOVERNING BODY

- 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 this Instrument, the Articles of Government, any rules or standing orders made under the Articles and any trust deed regulating the College.
- 5 The Governing Body, when complete, shall consist of eighteen persons.
- 6 The Department, after consultation with such bodies or persons as appear to the Department to be appropriate, shall appoint all the members of the Governing Body.
- 7 The elections to be held to identify the staff members and the student member of the Governing Body shall be conducted in accordance with rules made by the Governing Body. These rules, or any amendments made thereto, shall be made after consultation with such persons as appear to the Governing Body to be representative of each category of persons entitled to elect such members.
- 8 When the office of a member of the Governing Body is or falls vacant, it shall be filled so as to maintain the requirements of paragraph 2(1) of Schedule 2 to the Order as follows:
 - a) in the case of a vacancy arising in the membership appointed under paragraph 2(1)(a) of Schedule 2 to the Order, the Department shall appoint a person to fill the vacancy; and

- b) in the case of a vacancy arising in the membership appointed under paragraph 2(1)(b) to (e), the Governing Body shall submit the nomination of the replacement to the Department for appointment in accordance with the Code of Practice of the Office of the Commissioner for Public Appointments.
- 9 The Department may, where it considers it to be appropriate, appoint one or more observers to attend meetings of the Governing Body, but such observer(s) shall not have voting rights.

PART III - TENURE OF OFFICE

- 10 Subject to the provisions set out elsewhere in this Instrument:
- a) a member of the Governing Body shall hold office in accordance with the terms of his appointment and, on such appointment ceasing or expiring, shall, subject to Schedule 1 to this Instrument, be eligible for re-appointment;
 - b) a member of the Governing Body, other than the Principal or the student member, shall hold office for a period of four years.
 - c) the Principal shall remain a member of the Governing Body for so long as he is the Principal of the College;
 - d) the student member shall hold office until 31st May of the year following his appointment or until he ceases to be President of the Student Union, whichever is the earlier;
 - e) the staff members shall hold office until their term of office expires or until they cease to be employed by the College in a permanent capacity, whichever is the earlier; and
 - f) a member of the Governing Body, other than the Principal may resign his office at any time by giving notice in writing to the Secretary.

- 11 Where any member of the *Governing Body* resigns his office under paragraph 9(f), the Secretary shall notify the Department of such resignation in writing.

PART IV - PERSONS INELIGIBLE TO BE MEMBERS

- 12 A person shall not be eligible for appointment as a member of the *Governing Body* where any of the grounds set out in Schedule 1 apply.
- 13 Where, by virtue of the grounds set out in Schedule 1, a member subsequently becomes ineligible from holding office as a member, that member shall give written notice of the fact to the Secretary.
- 14 If at any time the *Governing Body* is satisfied that any of its members:
 - a) has become a member to whom any of the grounds listed in Schedule 1 applies;
 - b) has become absent, without special reason recognised by the *Governing Body*, for a period exceeding six months from all meetings of the *Governing Body* (or of any of its committees or sub-committees to which he has been appointed, as provided for under the *Articles of Government*);
 - c) has failed to comply with the requirements set out in Part V; or
 - d) without prejudice to other provisions in this paragraph, has become unfit or unable to discharge his functions as a member of the *Governing Body*;

the *Governing Body* may, having given notice in writing to the member of its intention to do so, make application to the Department to have the member removed from office. In the event of such an application being made, the Department shall notify the member concerned that such an application has been received and shall afford that member an opportunity to respond before a decision is reached.

- 15 A person who is ineligible to be appointed as a member to the Governing Body by virtue of Schedule 1 shall become eligible:
- a) if, where his estate has been sequestrated, when the sequestration is recalled or reduced or he is discharged under or by virtue of The Insolvency (Northern Ireland) Order 1989;
 - b) if, where he has been adjudged bankrupt, on the discharge from bankruptcy or from the date of annulment if the bankruptcy order is annulled; or
 - c) if, where he has made an arrangement with his creditors, or granted a trust deed for his creditors or a composition contract, shall become eligible when the arrangement or, as the case may be, the trust deed or composition contract is no longer in force.

PART V - CODE OF CONDUCT

- 16 All Members of the Governing Body are required to subscribe to the Principles of Public Life set out in Schedule 2 as a condition of appointment. In addition all Members shall uphold and abide by the Code of Conduct adopted by the Governing Body.
- 17 Except with the approval of the Department, no member of the Governing Body shall:
- a) take or hold any interest in any property held or used for the purpose of the College; or
 - b) receive any remuneration from the College for his services as a member, other than allowances as defined in paragraph 30 of the Articles of Government, except that the Principal and the staff members may receive remuneration in their capacity as members of staff and the student member may receive remuneration if he is also a paid Students' Union Officer of the College.

- 18 The Governing Body shall prepare and maintain a Register of Interests in accordance with the requirements set out in Schedule 3. The Register shall be made available during normal office hours at the College to any person wishing to inspect it.
- 19 Subject to paragraph 20, where, whether before or during any meeting of the Governing Body (or any committee or sub-committee of the Governing Body as provided for in the Articles of Government), any member becomes aware that he, or any person related to or connected with him, has a material interest in or relating to any matter to be or being considered, he shall declare such interest and shall withdraw from the meeting during such consideration and shall not vote on any question relating to the matter. This should be recorded in the minutes of the meeting.
- 20 Subject to paragraph 21, nothing in paragraph 19 shall require the Principal, a member of staff or a student to declare an interest or withdraw from consideration of any matter where his interest exists only by reason of his being the Principal or, as the case may be, a member of staff or a student.
- 21 Notwithstanding paragraphs 19 and 20, the Principal, the staff members and the student member shall, unless invited to remain by a resolution of the other members present, withdraw from any meeting including meetings of committees where any of the circumstances set out in Schedule 4 apply.
- 22 The requirements set out in paragraphs 17 and 19 shall not prevent members of the Governing Body from considering and voting upon proposals for the College to insure members against liabilities arising out of their office or prevent the College from obtaining such insurance and paying the premiums.

PART VI - APPOINTMENT OF CHAIRMAN AND VICE-CHAIRMAN

- 23 The Chairman of the *Governing Body* shall be appointed by the Department, for such period as the Department may determine, subject to a maximum of four years and subject to such other conditions as the Department may prescribe.
- 24 Subject to paragraph 25, at the first meeting of the fully constituted *Governing Body*, the Members shall elect a Vice-Chairman from among their number.
- 25 The Principal, the staff members or the student member shall not be eligible for election as Vice-Chairman.
- 26 The Vice-Chairman, shall hold office for such period as the *Governing Body* may determine subject to a maximum of four years. The Chairman and the Vice-Chairman retiring at the end of their respective terms of office shall be eligible for reappointment, subject to the provisions set out in Parts II, III and IV of this Instrument.
- 27 If both the Chairman and Vice-Chairman are absent from any meeting of the *Governing Body*, the members present shall elect one of their number to act as Chairman for that meeting. The Principal, the staff members or the student member shall not be eligible for election as Chairman or Vice-Chairman.
- 28 The Chairman and Vice-Chairman may resign their respective offices at any time by giving notice in writing to the Secretary. The Secretary shall advise the Department in writing of the resignation of the Chairman or the Vice-Chairman.
- 29 At the first meeting following the expiry of the term of office of the Vice-Chairman, or following the resignation of the Vice-Chairman, the members shall elect a new Vice-Chairman, subject to paragraph 25.
- 30 The Secretary of the *Governing Body* shall advise the Department in writing of the name of the person elected to the office of Vice-Chairman of the *Governing Body*.

PART VII - SECRETARY TO THE GOVERNING BODY

- 31 The *Governing Body* shall appoint a *Secretary to the Governing Body*. The person so appointed shall be an existing member of staff of the *College*, but not an existing member of the *Governing Body*.
- 32 The person appointed must be capable of taking responsibility for organising the business of the *Governing Body* and for advising on points of procedure. Where the duties of the *Secretary to the Governing Body* are being combined with other *College* duties, the job description for the post shall clearly delineate between the person's duties and relationship to the *Governing Body* with regard to his role as *Secretary* and his other *College* duties and responsibilities with regard to his role as a member of staff.

PART VIII - TRANSITIONAL ARRANGEMENTS

- 33 In this Part -

The 'Board' means the body of persons appointed by the Department to manage the *College* whose terms of appointment are still ongoing as at the day before the transfer date.

- 34 Subject to paragraph 35, a person who is a member of the Board, shall be considered appointed by the Department to hold office on the *Governing Body*, to take effect from the transfer date.
- 35 Notwithstanding the provisions of paragraph 10, such a person shall hold office on the *Governing Body* only until such time as he would have remained a member of the Board in accordance with the terms of his appointment.
- 36 The number and category of persons appointed to the *Governing Body* by the Department under paragraph 34 shall be in accordance with the relevant provisions of paragraph 2(1) of Schedule 2 to the Order, save that a person who is a member of the Board who does not fall into one of the categories listed in paragraph 2(1)(b) to (e) shall be deemed to be appointed to hold office on the *Governing Body* under paragraph 2(1)(a).

PART IX - CHANGE OF NAME

- 37 The Governing Body shall obtain the approval of the Department before changing the name of the Governing Body or the College.

PART X - COPIES OF INSTRUMENT OF GOVERNMENT

- 38 A copy of this Instrument 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 it.

PART XI - AMENDMENT OF INSTRUMENT OF GOVERNMENT

- 39 This Instrument 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

SCHEDULE 1

INELIGIBILITY GROUNDS FOR MEMBERSHIP OF THE GOVERNING BODY

- 1 A person shall not be eligible for appointment as a member of the *Governing Body*:
 - a) where the total number of years of any term of office (whether or not consecutive) served as a member of the *Governing Body* exceeds eight, unless he is the current Principal, but no account shall be taken of any term of office served as a member of a *Governing Body* established under Article 102(4) of the Education Reform (Northern Ireland) Order 1989;
 - b) if he is under the age of 18 years on the date of commencement of the term of office;
 - c) if he is a full-time student of the *College*, except as a student member;
 - d) if he is a member of staff of the *College*, except if he is the Principal or a staff member;
 - e) if he is incapacitated by mental illness;
 - f) if he has been removed from the *Governing Body* or its equivalent in any organisation in receipt of public funds;
 - g) if he has, within five years of the date of his appointment would take effect, been convicted in a court in the United Kingdom, Channel Islands, the Isle of Man or the Irish Republic of any offence and has passed on him a sentence of imprisonment (whether suspended or not) for a period of not less than three months without the option of a fine; or

h) if his estate has been sequestrated, he has been adjudged bankrupt, he has made an arrangement with his creditors, or he has granted an arrangement with his creditors, or has granted a trust deed for his creditors or a composition contract.

SCHEDULE 2

PRINCIPLES OF PUBLIC LIFE

- 1 The Committee on Standards in Public Life (the Nolan Committee) set out seven principles of Public Life in its first report in May 1995. These are:
 - a) **Selflessness** - holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family or their friends;
 - b) **Integrity** - holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties;
 - c) **Objectivity** - in carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit;
 - d) **Accountability** - holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office;
 - e) **Openness** - holders of public office should be as open as possible about all the decisions and actions they take. They should give reasons for their decisions and restrict information only when the wider public interest demands;

f) Honesty- holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest; and

g) Leadership - holders of public office should promote and support these principles by leadership and example.

2 The Governing Body acknowledges and accepts these principles in the conducting of its business and that of the College.

SCHEDULE 3

REGISTER OF INTERESTS

- 1 The Register of Interest, compiled in accordance with the requirements set out in Part V of this Instrument shall contain information in respect of each member of the *Governing Body* as follows:
 - a) a list of all business interests held;
 - b) membership of public bodies including local councils, Education & Library Boards, Health Trusts and the *Governing Bodies* of other educational establishments;
 - c) unremunerated posts, honorary positions and other positions that might give rise to a conflict of interest or trust;
 - d) the names of any employees of the *College* either related to him by virtue of being his spouse, parent, grandparent, child, grandchild, brother, sister, uncle, aunt, nephew, niece, or connected to him through a close personal relationship; and
 - e) a declaration of any significant political activity (including office holding, public speaking and candidature for election) undertaken in the five years prior to appointment.
- 2 A copy of the Register of Interests should be given to members at the first meeting of the *Governing Body* in the autumn term of each year and any subsequent amendments to the Register should be announced at the meeting of the *Governing Body* and details of the amendments recorded in the minutes.

SCHEDULE 4

WITHDRAWAL FROM MEETINGS OF THE GOVERNING BODY

- 1 Under the terms of paragraph 19 of this Instrument, the Principal, the staff members and the student member shall, unless invited to remain by a resolution of the other members present, withdraw from any meeting of the Governing Body, including any committee established by the Governing Body, where any of the following circumstances apply.
- 2 In the case of the Principal, in relation to consideration of:
 - a) his salary or terms and conditions of his employment;
 - b) his appraisal;
 - c) his retirement;
 - d) his conduct, suspension, dismissal or any other disciplinary matter relating to him; or
 - e) the appointment of his successor.
- 3 In the case of a staff member, in relation to consideration of:
 - a) his salary or terms and conditions of his employment;
 - b) the salary, terms and conditions of employment of any group of employees with which he is associated;
 - c) the appointment, promotion, salary, terms and conditions of employment, appraisal, retirement, conduct, suspension, dismissal or any other disciplinary matter of any member of staff holding a post of the same level or senior to him;
 - d) his promotion, conduct, suspension, dismissal or any other disciplinary measure relating to him; or
 - e) the appointment of his successor.

4 In the case of the student member, in relation to consideration of:

- a) his academic performance;
- b) any disciplinary measure relating to him; or
- c) the salary, terms and conditions of employment, appraisal, appointment, retirement, promotion, conduct, suspension, dismissal or any other disciplinary matter relating to any employee or prospective employee of the College.