



## **University Court**

### **Changes to Charter, Statutes and Ordinances relating to Higher Education Governance (Scotland) Act 2016**

Noting the approval of the Senate at its meeting on 12 October 2016, the following changes to Charter, Statutes and Ordinances were approved in principle by the Court at its meeting on 24 October 2016:

**Charter Sections 12 and 17**

**Statute 6 - The Secretary**

**Statute 9 – The Court**

**Statute 10 - The Senatus**

**Statute 15 - Academic Council**

**Ordinances 27 – Academic Council**

**the creation of new Ordinance 65 – Appointment of the Chairperson of Court**

**And**

**the creation of new Ordinance 66 – Nominations to the Court by the Trade Unions and the Students' Association**

These changes are subject to formal ratification at a second meeting of Court on 12 December 2016, noting that changes to Charter and Statutes require formal approval by the Privy Council, which may itself require additional changes to the documents.

## Changes as a Result of the Change to a Staff Council from an Academic Council

### Charter

[...]

- 12.1 There shall be ~~an Academic~~ a **Staff Council** of the University which shall consist of ~~all the staff of the University the Principal, the Vice-Principals, if any, the Professors, Readers, Senior Lecturers, Lecturers, Assistant Lecturers, Librarian and all other full time members of the Academic Staff~~ and such other members of the University as shall be designated by the Senatus. The Principal shall be the ~~Chairperson~~ **Chairman** of the ~~Academic Staff~~ Council.
- 12.2 The powers and functions of the ~~Academic Staff~~ Council and all other matters relative thereto which it may be thought proper so to regulate shall be as prescribed in the Statutes or Ordinances.

[...]

- 17 Subject to the provisions of this Our Charter, the Statutes and Ordinances, the Court, the Senatus, the Graduates' Association and the ~~Academic Staff~~ Council respectively may from time to time make regulations for governing their proceedings, and may amend, add to or repeal any regulations theretofore made.

[...]

### Statute 6 - The Secretary

- (1) The Court shall appoint a Secretary with such duties, at such remuneration and (subject to Statute 16) upon such terms and conditions as it shall think fit. The Court, however, shall make such an appointment only after considering a report from a Joint Committee of the Court and Senatus.
- (2) The Secretary shall be responsible for providing secretarial services for the Court, the Senatus, the ~~Academic Staff~~ Council, and the Graduates' Association and, under the direction of the Principal, for the administration of the University.

### Statute 15 Academic Council

- (1) The ~~Academic Staff~~ Council shall meet at least once in each year.
- (2) The ~~Academic Staff~~ Council may at any of these meetings:
- (a) Discuss and declare an opinion on any matter whatsoever relating to the University including any matters referred to it by the Court or Senatus;
  - (b) Communicate directly with the Court or Senatus on any matter affecting the University.

- (3) A Special Meeting of the **Academic Staff** Council may be convened at any time by the Principal or on the written request of not less than **fifty twenty-five** members of the **Academic** staff of the **University**.

**Ordinance 27 - Academic Staff Council**

- 1 In the absence of the Principal from a meeting of the **Academic Staff** Council, a Vice-Principal, if any, shall preside, and in the absence of both the Principal and a Vice-Principal, if any, the Convener of the Standing Committee shall preside. In the absence of all the foregoing persons, a Chairman for the time being shall be elected by the meeting from among the members of the **Academic Staff** Council present.
- 2 (1) There shall be a Standing Committee of the **Academic Staff** Council consisting of **twelve fifteen** members, of whom, at the conclusion of each annual election, six shall be **members of the academic staff** and six **shall be members of the support staff nine shall not be members of the Senatus Academicus**.
- (2) The manner of election of the members of the Standing Committee and their periods of office shall be as prescribed in the Regulations made by the **Academic Staff** Council.
- (3) The members of the Standing Committee shall annually elect one of their number to be Convener. The Convener shall, when present, preside over meetings of the Standing Committee; in the absence of the Convener from a meeting of the Standing Committee a **Chairperson Chairman** for the time being shall be elected by the meeting.
- (4) Meetings of the Standing Committee shall be held from time to time as decided by the Committee. Special meetings may be convened at any time by the Convener or at the request of not less than four members of the Standing Committee.
- (5) **Five Six** members of the Standing Committee shall constitute a quorum.
- (6) The functions of the Standing Committee shall be as follows:
- (a) to prepare the agenda for meetings of the **Academic Staff** Council;
  - (b) to advise concerning the calling of Special Meetings of the **Academic Staff** Council under Statute 15(3) and on the calling of meetings of the **Academic Staff** Council outside term time;
  - (c) such other functions as the **Academic Staff** Council may from time to time determine.

**Statute 9 - The Court**

- (1) The Court shall consist of the following persons, namely:
- (a) A Chairperson (in terms of paragraph (3) below), ~~who shall also be the senior lay member in terms of the Higher Education Governance (Scotland) Act 2016~~
  - (b) A Deputy Chairperson, ~~who shall also be the senior independent member,~~ (in terms of paragraph (4) below)
  - (c) The Principal or, in the absence of the Principal, a Vice-Principal
  - (d) The Rector or an Assessor nominated by him or her, after consultation with the Students' Association, to serve throughout the Rector's term of office
  - (e) The Lord Provost of Dundee City Council or an Assessor nominated by him or her to serve throughout the Lord Provost's term of office.
  - (f) Two members of the Graduates' Association appointed by the Graduates' Association, to be known as Graduates' Association members.
  - (g) ~~Three members of the Senatus elected from its members by the Senatus Two Professors and two Readers, Senior Lecturers or Lecturers elected from among its members by the Senatus.~~
  - (h) Two members of the ~~Academic Staff~~ Council elected by the ~~Academic Staff~~ Council.
  - (i) ~~Two members nominated from among the students of the University by the Students' Association.~~
  - (j) ~~One member of academic staff nominated from among its members by a trade union having a connection with the University.~~
  - (k) ~~One member of support staff nominated from among its members by a trade union having a connection with the University.~~
  - ~~(i) — A member of non-academic staff elected by the non-academic staff.~~
  - ~~(j) — The President of the Students' Association of the University.~~
  - ~~(k) — A matriculated student of the University.~~
  - (l) Seven other persons, not holding full-time appointments from Court, as may be co-opted by the Court.

Provided always that no matriculated full-time student of any university, ~~other than the members nominated under sub-paragraph (i) President of the Students' Association of the University of Dundee or the member appointed under sub-paragraph (k)~~ of this paragraph, shall be a member of Court.

Provided also that no full-time member of the staff of the University may serve as a nominated or elected Assessor or representative save as provided for under sub-paragraphs (g), (h) ~~(j) and (k)~~ of this paragraph.

Provided further that no former member of staff of the University or former student of the University may serve on Court either as a Chairperson in terms of sub-paragraph (a), Deputy Chairperson in terms of sub-paragraph (b), an assessor in terms of sub-paragraphs (d) and (e), as a Graduates' Association Member in terms of sub-paragraph

(f), or as a co-opted member in terms of sub-paragraph (l) of this paragraph until four years have elapsed from the point at which that person ceased to be a member of staff or a student of the University. This provision, however, shall not apply to any members serving on Court at the point at which it comes into force.

- (2) (a) The Chancellor of the University shall have the right to receive Court papers and to attend Court meetings, but shall not be a member of the Court and shall not be entitled to vote at Court meetings.
- (b) The Principal and the Rector shall hold office as long as they continue to occupy the positions named respectively.
- (c) The manner of appointment and period of office of the Graduates' Association Members of Court shall be as prescribed in the Ordinances.
- (d) The manner of election of the members of Court elected by the Senatus and by the Academic Staff Council and by the non-academic staff and their respective periods of office shall be as prescribed in the Ordinances.
- (e) The manner of appointment of the members nominated under sub-paragraphs (i), (j) and (k) identification and respective period of office of the student member appointed under sub-paragraph (k) of paragraph (1) shall be as prescribed in the Ordinances.
- (f) Where, under sub-paragraph (d) of paragraph (1) above, the Rector elects not to hold office as a member of Court, but to appoint an Assessor, the Rector shall nevertheless retain the right to receive Court papers and attend Court meetings, but shall not be a member of Court and shall not be entitled to vote at Court meetings. An Assessor so nominated by the Rector shall hold office until the expiry of the term of office of the Rector by whom he or she was nominated and shall be eligible for further nomination, but shall not hold office continuously for a longer period than six years:
- Provided always that on the expiry of a Rector's term of office any serving Assessor shall continue to be a member of the Court until a new Rector is elected and joins the Court as a member or nominates a new Assessor to hold office as a member of the Court in his or her place.
- (g) A co-opted member shall hold office for a period of four years from the date of co-option and shall be eligible for further co-option, but shall not hold office continuously for a longer period than eight years.
- (h) Except in the case of the Chairperson appointed under paragraph (3) below, the maximum total continuous period of office of a member of Court serving under the terms of sub-paragraphs (b), (f) to (i) or (l) or as an assessor in terms of sub-paragraphs (d) or (e) of paragraph (1) above, or under a combination thereof, is eight years, subject to the terms of sub-paragraphs (i) and (k) below of this paragraph.
- (i) Where a particular skill or expertise might otherwise be lost, the Court may exceptionally agree to extend by a maximum of two years the period of office of members serving under the terms of sub-paragraphs (b) or (l) or as an assessor in terms of sub-paragraphs (d) or (e) of paragraph (1) above. Graduates' Association Members of Court who have reached their maximum term of office in that category may, for the same reason, be co-opted for an additional maximum period of two years under the terms of sub-paragraph (l) of paragraph (1) above, if such a vacancy exists.

(j) On expiry of their maximum period of office on Court, members ~~having served as an assessor, or as an appointed, elected, or co-opted member in terms of sub-paragraphs (a), (b), (d), (f) or (l) of paragraph (1) above~~ shall not be permitted to seek re-election, re-nomination or re-appointment in any category until a period of at least four years has elapsed from the date on which their membership ceases. ~~Provided that in the case of the appointment of the Chairperson of Court, this rule shall not apply.~~

(k) Casual vacancies among the members of the Court shall be filled as soon as conveniently possible by the body which or person who appointed, nominated or elected the person whose place has become vacant, and the person appointed, nominated or elected to fill the vacancy shall begin a full term of office and shall be eligible for re-appointment, re-nomination or re-election in accordance with the relevant paragraphs of this statute and respectively with the appropriate Ordinances.

Provided that where such an appointment begins at a time of year other than 1 August, for the purposes of regulating the length of the term of office it shall be deemed to have begun on 1 August preceding the actual appointment where this is before 1 February and on 1 August following the actual appointment where this is on or after 1 February.

(l) Any member of the Court, not being an ex officio member, may resign at any time by writing addressed to the Secretary.

(m) (i) The Court shall have the power after due investigation to remove the Chairperson or any other member of Court on the grounds of serious personal misconduct, abuse of the rights and privileges of membership of Court, bringing the University into disrepute, persistent absenteeism, medical incapacity or legal impediment.

(ii) ~~If a member of Court or any other person believes that there is a prima facie case under the terms of clause (i) of this sub-paragraph for the removal from office of a member of the Court or the Chairperson, that person shall inform the University Secretary, who shall make a recommendation to Court to investigate the case for removal from office. The Court shall appoint a committee to carry out such investigation, comprising the Chairperson of Court (or the Deputy Chairperson if the Chairperson is the subject of investigation), one additional lay member of Court, one staff member and one student member.~~

(iii) ~~When an investigation of the case for removal from office dismissal of a member of Court has been instigated the individual concerned shall be suspended from Court membership without prejudice pending the outcome of the investigation and the Court's decision thereon, but shall have the right to make representations to, and to appear in person before, the investigating committee.~~

(iv) ~~If the investigating committee concludes that there are grounds for removal from office, it shall submit its recommendation, together with a summary of the supporting evidence, for the Court's decision. Having considered the report, the Court may decide to remove the member from office, provided that at least three-fourths of those members present and voting are in agreement.~~

- (v) If the investigating committee concludes that the grounds for dismissal cannot be substantiated or are insufficient and if the Court accepts that conclusion, then the suspension of the member concerned shall immediately be rescinded.
  - (vi) In the event that the Court decides to remove one of its members from office, that member shall have the right to seek a review of the decision. Such a review shall be conducted by a committee comprising two senior lay members (as defined in the Higher Education Governance (Scotland) Act 2016) of governing bodies of other Scottish universities and a person not employed by the University holding, or having held, judicial office or being an advocate or solicitor of at least ten years' standing. The decision of the review committee shall be final.
  - (vii) In all proceedings under this paragraph the Court shall ensure that the requirements of human rights legislation are observed.
- (3)
- (a) A Chairperson of Court shall be appointed by the Court following an open advertising and recruitment process in accordance with the Higher Education Governance (Scotland) Act 2016. Students or salaried members of staff of the University shall be ineligible to be appointed as Chairperson, and no former member of staff or student shall be eligible to be appointed as Chairperson until four years have elapsed from the point at which that person ceased to be a member of staff or a student of the University. The appointment process shall be as prescribed in the Ordinances.
  - (b) The Chairperson so appointed shall begin a new term of office on the Court and shall hold office for a period of three years whereafter the Chairperson shall cease to be a member of the Court. Provided always that the Chairperson shall be eligible for re-appointment but shall not serve continuously for more than six years in that office.
  - (c) Any vacancy created as a result of the appointment of a new Chairperson of Court shall be filled in accordance with either sub-paragraph (l) of paragraph (1) or sub-paragraph (k) of paragraph (2), as appropriate.
  - (d) The Chairperson shall preside over any meeting of the Court but in the absence of the Chairperson from a meeting of the Court or, in the event of the business of the Court making it inappropriate for the Chairperson to preside over any meeting or part thereof, the Deputy Chairperson shall preside over the meeting. In the absence of both the Chairperson and the Deputy Chairperson another member shall be elected from among its members who are not students or salaried staff of the University to preside over the meeting.
  - (e) The person presiding over any meeting of the Court shall have a deliberative vote and also a casting vote in case of equality.
- (4)
- (a) A Deputy Chairperson shall be appointed by the Court from amongst its members who are not students or salaried staff of the University in such a manner and with such duties as shall be defined in Ordinance.

~~(b) The Deputy Chairperson shall be the senior independent member of Court. The duties of the Deputy Chairperson and of the role of the senior independent member shall be as set out in Ordinance.~~

- (b) The Deputy Chairperson so appointed shall begin a new term of office on the Court, shall hold office for a period of four years and shall be eligible for re-appointment. Provided always that the person so appointed may not exceed the maximum total continuous period of office on Court as set out in sub-paragraph (h) of paragraph (2) except as a result of an extension in terms of sub-paragraph (i) of the same paragraph.
- (c) The vacancy created as a result of the appointment of a Deputy Chairperson of Court shall be filled in accordance with either sub-paragraph (l) or paragraph (1) or sub-paragraph (k) of paragraph (2), as appropriate.

- (5) Seven members of the Court shall constitute a quorum. In the absence of a quorum, no business shall be transacted other than the adjournment of the meeting. At the adjourned meeting, the business for which the original meeting was called may be completed in the absence of a quorum. The manner of summoning the adjourned meeting and the period of notice to be given shall be prescribed in the Regulations.

[...]



**Statute 10 - The Senatus**

- (1) The Senatus shall consist of the following persons, namely:
- (a) The Principal
  - (b) The Vice-Principals, if any
  - (c) Deans of the Schools
  - (d) Two members of ~~Academic~~ Staff Council elected by the Council
  - (e) The President and all student sabbatical officers of the Students Association, ~~having been elected for the purpose by the students of the University nominated by the Students Association.~~  
  
Provided always that the number of student members so elected shall not fall below one tenth of the total membership of the Senatus.
  - (f) Such other student representatives as the Court, on the recommendation of the Senatus, may from time to time determine.
  - (g) The Students' Assessors, if any, who shall be appointed in accordance with such procedures, and who shall hold office for such period and on such terms, as may be prescribed by Ordinance.
  - (h) A minimum number of twenty-seven Professors, Readers, Senior Lecturers and Lecturers who shall be elected in accordance with such procedures, and who shall hold office for such period and on such conditions, as may be prescribed by Ordinance.  
  
Provided always that not less than one-third of the total number shall be Professors and that not less than one third of the total number shall be Readers, Senior Lecturers and Lecturers.
  - (i) Such other Professors, Readers, Senior Lecturers, Lecturers and officers of the University as the Court, on the recommendation of the Senatus, may from time to time determine and who shall hold office for such period and on such conditions as the Court shall decide.

[...]

**Ordinance 65 – Appointment of the Chairperson of Court**

*(An Ordinance made under Statute 9.)*

1. (1) In a year in which a vacancy in the position of Chairperson of Court arises, the Court shall establish an appointing committee.  
  
(2) The appointing committee shall include in its membership at least one member of staff, one student, and one graduate of the University. Only persons who have declared that they shall not seek candidacy for the vacancy may be members of the appointing committee. The members of the appointing committee shall normally be members of the Court, but the Court may appoint members to the committee from outside the Court or from outside the University. The Court shall ensure that there is an appropriate balance of membership of the committee in terms of accepted equality and diversity principles.  
  
(3) The appointing committee shall normally be chaired by the Deputy Chairperson of Court, unless that person wishes to be considered for the role of Chairperson, in which case the Court shall decide who, from among its lay members and from those who do not wish to be considered for the role, shall chair the committee.
2. The sitting Chairperson of Court shall take no part in the selection process for the new Chairperson and shall absent him or herself from any discussion.
3. Existing lay members of Court shall be eligible to apply to be appointed as Chairperson. Students or salaried members of staff of the University shall be ineligible to be appointed as Chairperson, and no former member of staff or student shall be eligible to be appointed as Chairperson until four years have elapsed from the point at which that person ceased to be a member of staff or a student of the University.
4. The appointing committee established under paragraph 1 shall have responsibility for:
  - (i) Devising the relevant criteria with respect to the position of Chairperson of Court, having due regard to identifying the skills and knowledge considered necessary to exercise the functions of Chairperson of Court and command the trust and respect of other members of the Court, of the members of the Senatus and of the staff and students of the University.
  - (ii) Publishing anonymised data relating to the protected characteristics, as listed in section 149(7) of the Equality Act 2010, of the applicants, the applicants invited to interview, and the applicants entitled to stand as candidates in an election for the position.
  - (iii) Advertising the vacancy widely sufficient to attract applications from a broad range of persons and in accordance with the requirements set out in the Higher Education Governance (Scotland) Act 2016.
  - (iv) Interviewing those applicants who appear to the committee to meet the relevant criteria for the position.
  - (v) Declaring whether those applicants who have been interviewed have satisfactorily demonstrated that they meet the relevant criteria.

5. Applicants who are invited to interview shall also be invited to meet with the Principal and members of the senior management, with academic staff and with students. Each of these groups shall provide comments to the appointing committee to enable them to determine whether each applicant has satisfactorily demonstrated that he or she meets the relevant criteria for the position.
6. Applicants who have satisfactorily demonstrated to the appointing committee that they meet the relevant criteria are entitled to stand as candidates in an election for the position of Chairperson of Court. An election shall only take place in the event that there are two or more candidates. In the event that there is only one candidate, a new appointment process shall be commenced with the same appointing committee. The remaining candidate shall be entitled to stand for election without further interview.
7. The University Secretary shall act as the Returning Officer for an election for the position of Chairperson of Court.
8. The election shall take place using electronic voting.
9. Those eligible to vote in the election shall be the members of the governing body, the staff of the University and the students of the University. No person shall be entitled to cast more than one vote.
10. The candidate who secures a simple majority of the total number of votes cast shall be declared the winner. In the event of a tie, the winner shall be determined by lot in a manner to be decided by the Returning Officer.
11. The candidate who wins the election shall be appointed as Chairperson for a period of three years and shall be eligible for re-appointment for a second term of three years on the recommendation of the Governance & Nominations Committee. In considering the re-appointment of the Chairperson for a second term, the Governance & Nominations Committee shall be chaired by the Deputy Chairperson.

**Ordinance 66 – Nominations to the Court by the Trade Unions and the Students' Association**

*(An Ordinance made in terms of Statute 9(1)(i-k) and in accordance with section 12 of the Higher Education Governance (Scotland) Act 2016)*

1. Valid nominations of members of Court by the trade unions and the students' association are those made in accordance with this Ordinance, and they shall also be subject to the general provisions governing Court membership as set out in Statute 9.
2. The nomination of such members by the trade unions and the students' association shall take place in the second semester to enable, whenever possible, an announcement of the successful candidates to be made at the latest by the last Court meeting of the academic year in which a nomination is due.
3. (1) The period of office of members nominated by the trade unions shall be four years. Members so nominated shall be eligible for re-nomination, but shall not hold office continuously for a longer period than eight years. A member of Court nominated by a trade union who ceases either to be a member of the trade union or to be a member of staff of the University shall simultaneously cease to be a member of the Court.  
  
(2) The nomination of an academic member of staff who is a member of a trade union shall be the responsibility of the local branch of the University & College Union, which shall make a nomination from within its own academic staff membership at the University.  
  
(3) The nomination of a support member of staff who is a member of a trade union shall be the joint responsibility of the local branches of the Unison and Unite trade unions, which shall make a nomination from within their own memberships at the University.  
  
(4) Each trade union shall ensure that it invites applications for nomination for membership of the Court from all of its members. The executive committee of the local branch of each trade union shall be responsible for determining its own preferred candidate for nomination and shall devise procedures which it shall advertise widely amongst its membership to ensure that the process of determining a nominee is fair, transparent and equitable.  
  
(5) Once each trade union as set out in sub-paragraphs (2) and (3) above has determined its preferred candidate for nomination, all three trade unions shall meet to agree the final nominations for each of the two nominated positions on Court. In reaching the final nomination, the trade unions shall have due regard to accepted principles of equality and diversity and shall espouse the commitment of Court to achieving greater diversity in its membership.

(6) Where a casual vacancy arises in either of the nominations from the trade unions, the trade unions responsible shall seek to make a new nomination as soon as possible in accordance with the provisions of this Ordinance and with the procedures devised by the relevant trade union in line with sub-paragraph (4) of this paragraph. The new nominee shall begin a full term of office in accordance with Statute 9(2)(k).

4. (1) The period of office of students nominated by the Students' Association shall be one year. Members so nominated shall be eligible for re-nomination, but shall not hold office continuously for a longer period than four years.

(2) A member of Court nominated by the Students' Association who ceases to be a student shall simultaneously cease to be a member of the Court.

(3) The nominees of the Students' Association shall be made by its Executive and shall be the President of the Students' Association and a student elected for the purpose by the student body to be known as the independent student member on Court.

(4) The method of election and the procedure for nomination of candidates in the election of the independent student member of Court shall be as prescribed by the Students' Association for the nomination and election of its own officers:

Provided that where no nominations for candidacy in the election are received by the due date, no election shall be held, and the Executive shall nominate another of its number to membership of the Court.

(5) Where a casual vacancy arises in members nominated by the students, the Executive of the Student's Association shall seek to make a new nomination as quickly as possible. The Executive shall nominate one of its own number to fulfil the nomination, and that person shall hold office until 31 July of the academic year in question, whereafter the new Executive shall nominate two new members in accordance with sub-paragraphs (2) and (3) of this paragraph.