

# Standing Orders of the Academic Board of UCL

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## Preamble

This document (from now on ‘the Schedule’) contains the current and up-to-date list of Standing Orders of the UCL Academic Board. These standing orders are rules facilitating the Academic Board in operating effectively and transparently as it carries out its statutorily mandated work. The Standing Orders of the Academic Board specify rules governing actions and decisions of the Board on any matter that it has powers to act, consistently with the provisions set out by UCL’s *Charter and Statutes* and the *Regulations for Management* (See Appendices 1 and 2 for relevant excerpts). Their purpose is to provide clarity and determinacy, and thereby to facilitate the Board in carrying out its work. They exist by a power of Academic Board as set out in the UCL *Charter*, which provides for the creation, amendment, or repeal of ‘Standing Orders’, by the Academic Board:

**“Subject to the provisions of this Our Charter and the Statutes, the Council and the Academic Board respectively may from time to time make Standing Orders governing their proceedings, and the power to make Standing Orders shall include the power to add to, amend or repeal any Standing Orders theretofore made” Article 21**

The following standing orders (SOs) have been made by consent at a meeting of the Academic Board (also referred to as ‘the Board’ below). They may have additions, be amended, or repealed, according to the process laid out in Standing Order 1.

## Standing Order 1: Making, Amending, Repealing and Interpreting Standing Orders

- i. The SOs of the Board shall be collected together in this document (the Schedule) and kept as a public up-to-date record by the Secretary of the Academic Board (RFM 3.6);
- ii. the SOs of the Board shall be advertised and made available to all members of the Academic Board;
- iii. a new Standing Order, an amendment to an existing Standing Order, or a deletion of a Standing Order may be made by motion for the approval of Academic Board, and should follow the following procedure:
  - a. The proposed standing order must have two readings with, firstly, a presentation for discussion at an initial ordinary meeting of Academic Board and then, secondly, a subsequent reading of the Board for final approval;
  - b. the second reading of a SO should happen before the end of an academic session, such that the SO may come into force from the beginning of the subsequent academic Session;
  - c. draft new SOs, amendments, or deletions to existing SOs, may have changes to the draft introduced at the initial (first) reading, by the approval of AB, and these may be carried into the subsequent second reading, without the process of two readings being initiated again *ab initio*.
- iv. the interpretation of these standing orders shall be a matter in the first instance for the Chair and Secretary of the Academic Board. Where an interpretation is found to be contentious in the view of the Academic Board or the application of the SO in a particular instance is ambiguous, written advice shall be requested from the *Governance Committee of Academic Board*. If contentiousness or

ambiguity remains, the decision on interpretation shall be put to the Board itself, with the Board's disambiguation of the relevant Standing Order recorded as part of this Schedule;

- v. no Standing Order shall be made by the Board that conflicts or is inconsistent with a provision of UCL's *Charter*, its *Statutes* or its *Regulations for Management* (RfM);
- vi. these Standing Orders shall be read so that, should any unforeseen conflict arise between an existing Standing Order of the Academic Board and a provision of UCL's *Charter*, its *Statutes*, or its *Regulations for Management*, the provisions of these documents shall always take precedence, with the *Charter* being the highest authority, followed by the *Statutes*, and then the *Regulations for Management*.
- vii. Any changes that may be made to the UCL *Charter*, *Statutes*, or *Regulations for Management* will automatically be introduced into the corresponding provisions of these Standing Orders, and the Board informed of the changes that have been made.

## **Standing Order 2: Membership of the Academic Board**

- i. The membership of the Academic Board shall be published by the Secretary of the Board by the first day of the first term of each academic year, and this membership shall be publicly and readily available, with the academic affiliation of each member given;
- ii. any updates to Academic Board membership shall be published on the first day of terms two and three, respectively, depending on when new members join or when existing members cease to be members;
- iii. members of the Board should be informed of any change to previous membership through a membership report which shall be published in each UCL Term; the report should list new members, as well as those who are no longer members;
- iv. any requests for corrections should be submitted to the Secretary of the Board, with a copy sent to the *Governance Committee* of the Board, within two weeks of publication. Such requests should be resolved within one week following the request;
- v. the published membership list will enter into effect from the date of its publication. If a request for correction cannot be resolved within three weeks of the publication date, the request shall be resolved by the Board, and shall be effective the day after the Board meeting;
- vi. any member of the Board not only has a duty to attend but is also, save in exceptional circumstances, entitled to attend as a matter of right. Academic Units and Faculty Bodies should not schedule meetings concurrently with scheduled Academic Board meetings.

## **Standing Order 3: Elections to the Academic Board**

- i. Elected members to the Board shall be elected through elections taking place according to a two-year election cycle except where vacancies remain outside that cycle (RFM 3.2(b)); members of UCL's professoriate are by (Statute 7(1)(A)) *ex officio* members of the Board (for other *ex officio* members see excerpts from Statute 7(1)(A) in Appendix 1);
- ii. where vacancies for elected board positions remain between elections, candidates may be elected to the Board outside of the election cycle, to serve from the next term following their election (RFM 3.2(g));

- iii. candidates within or outside of the election cycle may be elected where they can demonstrate support by Proposer and a Seconder from their peer group (meaning a member of non-professorial academic, Teaching Fellow, or Professional Services staff);
- iv. where more persons seek to fill positions than there are positions available, an election will be held from the candidates' constituency (RFM 3.2 (c));
- v. no person shall be elected to the Board for a position other than the group to which they belong from the above three named groups;
- vi. proposal and seconding of a candidate for election to the Board may be expressed by email from the candidate to the Secretary of the Board, plus an email confirmation from the Proposer and Seconder;
- vii. a member of the Board unable to attend a meeting may nominate a person from their faculty, and relevant constituency, to attend in their absence as a non-voting and non-participating observer at the Board; the member of the Board must contact the Secretary of the Board in advance of the meeting to inform them of this eventuality; this provision may not be used by a member of the Board more than once in any academic session.

#### **Standing Order 4: Elections *from* the Academic Board**

- i. Elections from the board and periods of tenure are regulated by Regulations for Management (RFM 2.2, 2.4, 2.5), in addition the following rules shall be observed;
- ii. The Trustees<sup>1</sup> of the Election shall be those persons who a) certify the voter list to be used in running the election, b) act as the electronic keyholders to an electronic ballot or as formal count witnesses to a paper ballot, and c) witness the result of the ballot; these shall be two members of the Governance Secretariat appointed by the Secretary of the Board together with two members of the Governance Committee of the Board, appointed by the Chair of the Governance Committee;
- iii. election from the Board shall be executed in an equal, anonymous and secure way, supervised by the Trustees of the Election;
- iv. the constituency of electors for each election shall be clearly defined and derived from the current membership of the Board as defined by the Statutes and Regulations for Management; the constituency of each election shall be published and made accessible at the same time as the call for nominations is issued. Any challenge to the constituency of electors needs to be submitted by the end of the nomination period. Challenges to the constituency shall be considered by the Secretary of the Board and the result communicated to the Board. Appeals to the decision by the Secretary of the board need to be submitted within two working days to the Governance Committee of the Board which will make the final decision in consultation with the Secretary of the Board;
- v. the constituency of those who are eligible to stand comprises those who would be eligible to serve at the time of the nomination period;
- vi. where an election is required, candidates for election from the Board shall be supported by a Proposer and Seconder, whose names and affiliations shall be present on the ballot, and published with the result;
- vii. candidates for election shall have the opportunity to supply a statement on their candidacy of 200 words, which may indicate further sources of information;

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<sup>1</sup> Note that "Trustees" is a term derived from terminology specific to electronic voting systems, and in this case to the Zeus digital voting system.

- viii. there shall be a waiting period of one week between publication of the list of candidates and the start of voting; when candidates withdraw their names within this period the ballot shall be updated without resetting the waiting period. Challenges to the eligibility of a candidate shall be considered by the Secretary of the Board and the result communicated to the Board. Appeals to the decision by the Secretary of the board need to be submitted within two working days to the Governance Committee of the Board which will make the final decision in consultation with the Secretary of the Board;
- ix. voting shall be open for at least two weeks and the formally announced voting period may be extended in case of an irregularity disrupting the electoral process;
- x. in case of a tied election the tied candidates shall have three days to consider their candidacy, with a run-off election held immediately thereafter;
- xi. the results of the ballot, including the numbers of votes for each candidate, shall be made available to the members of the Board as soon as possible, and will be included in the papers of the next ordinary meeting of the Board;
- xii. complaints about any claimed irregularity in the balloting process, before, during or after the ballot, shall be made to the Secretary of the Board for resolution together with the election Trustees. Where a significant irregularity has occurred, the ballot shall be stopped, and the ballot run again. The irregularity shall be reported at the next ordinary meeting of the Board;
- xiii. members of the Board, in addition to any candidate for election, may campaign on behalf of any candidate for election;
- xiv. members of the Provost's Senior Management Team shall not, in their leadership role, make statements endorsing or opposing any candidate for election during the balloting period.

### **Standing Order 5: Voting at the Academic Board**

- i. a) For ordinary meetings, decisions may be taken by the Board through consensus or voting on substantive matters on agenda papers circulated 5 days in advance of the meeting (see also SO 9.1). For ordinary meetings, these decisions will be on substantive matters presented to the Board in the agenda order paper, but may also include procedural decisions suggested by members of the Board at the meeting on what to do with papers under discussion. This may include whether to request that the paper returns with certain changes or clarifications, that the Board expresses its support only for parts of the paper before it, or that a Working Group or person be convened to examine and report back on the paper and its proposals;
- b) where a decision is required from the Board on a paper before it, or a member of the Board at a meeting requests that the Board expresses its view on any paper before it, including on procedural decisions about a paper before it, or on how to proceed with a paper before it, the chair shall ask for the consensus of the meeting. Where a straightforward consensus is not evident or where a member of the Board requests a vote and is seconded by another member, a show of hands shall be sought to express the view of the Board, and this shall ask for hands in favour, hands against, and abstentions.
- c) Proposed variations to agenda items, such as suggestions of substantive amendments to the text of agenda items to be voted on (including interpretive directions on the text) require the acceptance of 2/3 of those members present and voting at a quorate meeting.

- ii. where a member of the board asks that a show of hands be counted, and is seconded in this request by another member of the board, a count shall be taken by the Secretary of the Board with assistance from tellers where necessary, and the numbers in the count (for, against, and abstentions) shall be recorded in the minutes of the meeting;
- iii. where 15 members or more of the board request it in advance, on any issue arising from the agenda on which the Board has it within its powers to express a view, a vote shall be taken by anonymous ballot of those present at the meeting – either by paper ballot or electronically, depending on the availability of anonymising technology. Members of the Board shall be notified within 24 hours of submission of such a request for an anonymous vote. Paper ballots shall be counted with two members of the Governance Committee in attendance to the count;
- iv. where a requisition letter is submitted to the Secretary of the Board, signed by 20 members of the Board or more, or where a motion is passed at a meeting or Special Meeting of the Board, that calls for an opinion poll of all members of the Board on a specific question or questions, this poll shall be conducted by the Secretary of the Board and the Governance Secretariat; it shall be conducted anonymously, and should occur no later than 14 days from the submission of the requisition letter or from the meeting at which the matter is discussed;
- v. for the avoidance of doubt, a poll of the Board shall have no decision-making powers and only decisions at meetings shall have those powers; where a poll result would appear to conflict with a meeting decision, the latter shall be decisive;
- vi. the Secretary of the Board shall moderate the wording of poll requisitions for consistency with UCL’s Charter, Statutes, and Regulations, the law more generally, and UCL Codes of Conduct; The Secretary of the Board may also refer the requisition to the Governance Committee of the Board to obtain further advice on clarity of wording to the requisitioners.
- vii. A proposition that is voted on shall be taken to be carried where it receives a majority of votes from those present and voting, except where a different Standing Order specifies otherwise.

## **Standing Order 6: Statutory nominations from the Academic Board to other bodies**

- i. One of the responsibilities of the Board is to *nominate* members of the Board for service on specified Statute 18 panels and committees where Redundancy, Disciplinary, Grievance, and Appeals procedures involve UCL academic staff (Statute 18 (11), (16), (28), and (35));
- ii. for all such panels except for Redundancy, where the Board has the statutory power and responsibility to *nominate* members, nominees shall be sought and nominated on behalf of the board by a Nominations Committee of Academic Board;
- iii. the Nominations Committee of the Board shall create a nominations list from volunteers, invited from the membership of the Board each year, and shall comprise people willing to act in this role and to undertake any necessary training associated with fulfilling it;
- iv. the Nominations Committee shall make nominations for panels from the list in the first instance or, if necessary, from a further call for volunteers, on the basis of

- willingness, availability, fair distribution of participation, diversity, and relevant expertise;
- v. for the present time, the Governance Committee of Academic Board shall act as its Nominations Committee;
  - vi. all nominations made in line with this Standing Order shall be reported to the Academic Board at its next ordinary meeting following the nomination;
  - vii. a clear record of people nominated to panels under 6.ii shall be kept and shall be accessible to members of the board to inspect;
  - viii. the above provisions for nominations shall not be taken to in any way prejudice the rights and powers of the Chairs of UCL's formal Committees to take Chair's action according to the conditions set out in Statute 9 (see SO 11 below).

### **Standing Order 7: Sub-Committees and Working Groups**

- i. The Board may create and provide terms of reference for special sub-committees and Working Groups to focus on specific issues or develop an area of work for the Board (RFM 4.10);
- ii. Sub-committees or Working Groups shall exist as long as the Board, their parent committee, deems fit whilst acting within its powers according the UCL *Charter and Statutes*;
- iii. Sub-committees and Working Groups may have powers added to or removed from their terms of reference, by the Board acting within its own powers according the UCL *Charter and Statutes*;
- iv. Sub-committees and Working Groups without a predetermined life-span may be disbanded by resolution voted on at a meeting of the Board;
- v. Sub-committees and Working Groups of the Board shall be distinct from sub-committees and Working Groups of other bodies, in that they will be created by the consent of the Board and their composition shall be approved by the Board.

### **Standing Order 8: The Delegated Powers of the Board**

- i. By the UCL *Charter and Statutes* (Statute 7 (12)), the Board may delegate powers to other Committees, sub-committees, or Officers of UCL;
- ii. these shall be kept in a Schedule of Delegated Powers of Academic Board as a publicly accessible document;
- iii. a changelog record shall be kept by the Secretary of the Academic Board of changes in the delegations of powers (and this shall be available to all members of the Board);
- iv. all Committees or Officers to whom powers have been delegated by the Board must, according to the delegation schedule, submit their minutes where appropriate as well as reporting explicitly the powers they have used, and on which occasions, to the Board. The reporting of the use of powers shall include those powers of the Board that the Committee or Officer has delegated to other Committees, Sub-committees, or Officers of UCL;
- v. where necessary, the Board may instruct a Working Group to review a delegated power, and make recommendations to the Board;
- vi. delegated powers may be withdrawn or re-assigned by a decision of the Board.

### **Standing Order 9: Conduct of meetings**

- i. Ordinary meetings of the Board shall be conducted according to the Agenda pre-distributed to members of the Board at least 5 working days in advance of the meeting;

- ii. agenda items (in the form of papers for discussion) may be requested for the Agenda, and shall be included where the Chair accepts the item, or 10 or more members of the Board request their inclusion by letter to the Secretary of the Board, or both; where an agenda is full, the Chair shall consider calling a follow-up ordinary meeting to accommodate all important agenda items;
- iii. where an agenda item has been requested, but the Chair declines to include it, and a requisition letter of 10 members has not been supplied, the requested Agenda item shall be recorded in an Appendix of 'Requested Agenda Items' supplied with the Board meeting papers;
- iv. any items on the Board's Agenda may be promoted for discussion and/or voting by prior request;
- v. a point of order, which is a query or a challenge as to whether appropriate procedures or conduct have been followed, may be raised during a meeting of the Board by a member of the Board raising their hand and stating that they have a point of order;
- vi. the Chair may act on a point of order that is raised, but may put this point of order to a vote of those present at the meeting;
- vii. a member of the Board may request that a point of order is voted on provided that their move to vote on it is seconded by another member of the Board;
- viii. the Chair of the Board may also determine that they should be recused from a particular discussion or debate on which they have a view, believe they have a conflict of interest(s), or may wish to participate freely;
- ix. Statute 7(7) provides for absence of the Chair: "*In the absence of the Provost the Chair shall be taken at any Meeting of the Academic Board by an Officer appointed by the Council under Statute 11 (6) to deputise for the Provost, and in the absence of both the Provost and such an Officer shall be taken by such one of the Members present as those Members may appoint.*"
- x. the quorum of the Board is determined by the Regulations for Management (RFM 3.4), and is currently set at 40;
- xi. where a vote is taken on a proposition (in a resolution or motion) and there is a tie between those in favour and those against, the Chair is permitted a casting vote (Statute 7 (7)): "*In the case of an equality of votes the Chair of the Meeting shall have a second or casting vote*";
- xii. minutes shall be taken of Board meetings (Statute 7(9)), both ordinary and Special, and these shall be published in a timely manner (see also Standing Order 14, below);
- xiii. ordinary meetings of the Academic Board should normally occur on Wednesdays, from 14.00 to 15.50 during term time. During terms I and II this should preferably be the week before reading week; b) Room bookings should allow for an overrun by 30mins; c) as required by the Regulations for Management (RfM 3.9) dates and times of ordinary meetings of the Board shall be published in the previous academic session; An Academic Year calendar with key meetings of the Board, Council, and important formal committees shall be published by the Governance Secretariat online when the schedule of Ordinary Meetings of the board is set.
- xiv. Members of the Board shall conduct themselves in a way that is respectful towards other members as persons even where disagreement over views is strident. This means members shall not use discourteous language towards other members, impute false or

- duplicitous motives to them, attempt to stigmatise them, incite others to do so, or make allegations about them<sup>2</sup>.
- xv. The Chair shall consider, as a point of order, complaints about respectful behaviour and direct participants accordingly.
  - xvi. A meeting of the Board may overrun by 5 minutes beyond the originally communicated end time. A meeting of the Board shall only be extended for a purpose specified in advance of the extension period by a maximum 30 minutes beyond the originally communicated end time, provided that the extension is agreed by a vote where no less than two thirds of those present are in favour. Any such vote must happen at least 30 minutes before the scheduled end time of the meeting.

## **Standing Order 10: Holding of Special Meetings**

- i. In addition to the ordinary meetings of the Academic Board that are pre-advertised each year, it is possible to hold a Special Meeting of the Board (Statute 7(6));
- ii. to requisition a Special Meeting, a total of no less than 10 members of the board must sign a letter requisitioning the meeting for a specific purpose, which purpose shall be set out in the requisition letter;
- iii. the requisition letter may also make reasonable requests concerning the facilitation of the conduct of the meeting, such as that there be a vote on a matter stated in the requisition letter, and the Secretary and Chair shall make reasonable efforts to seek to accommodate these;
- iv. no other agenda item should be discussed or ordered onto the agenda of a Special Meeting requisitioned by letter, using the above procedure, other than that specified in the requisition letter unless consent is sought and obtained by the Chair from the signatories to the requisition letter;
- v. the Secretary of AB shall issue notice of the date of the Special Meeting as requisitioned within 7 days of receipt of a valid letter of requisition, and that meeting shall take place within 14 days from the date that the notice of the meeting is issued (Statute 7(6));
- vi. a Special Meeting of the Board may be requisitioned by the Council or any one of the Deans of Faculty (RFM 3.5);
- vii. a Special Meeting may also be called by the Provost (RFM 3.5), who will determine the proposed agenda of the meeting.
- viii. within the provisions of Statute 7(6) concerning the timing of Special Meetings, the Secretary to AB shall endeavour where possible to: a) schedule Special Meetings on a Wednesday afternoon; b) in a room on the Bloomsbury Campus/Main Campus. They may also negotiate with the signatories as to the best date for the meeting, whilst respecting the statutory requirements;
- ix. where a special meeting is requisitioned by letter, the signatories to the letter may rescind a meeting requisition (and if they wish to resubmit the requisition letter with a new date); a meeting for which the requisition has been rescinded shall not go ahead according to the original timetable; whilst only 10 signatories are required to requisition a meeting, any number beyond an initial 10 may attach their signature to such a requisition letter. However, the first 10 on the signatory list supplied with the letter shall retain control over the requisition or its rescinding. For the purposes of communication and negotiation between the Secretary of AB and the requisitioners, the signatories shall identify a

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<sup>2</sup> These standards resonate with guidance on the use of ‘unparliamentary language’ compiled by the Clerk of the House of Commons (2012).

spokesperson who shall act with the consent of the 10 first signatories of the letter.

### **Standing Order 11: Chair's Action**

- i. The possibility of Chair's action is provided for in Statute 9 in relation to Academic Board and provides that: *"...the Chairs of the Council, the Academic Board, and all Committees and Sub-Committees of the College and its Faculties shall be empowered to take action on behalf of those bodies, in any matters being in their opinion either urgent (but not of sufficient importance to justify a Special Meeting of the appropriate body) or non-contentious. Such action shall be reported to the appropriate body at its next Meeting"*.
- ii. where Chair's action is taken, it shall be reported at the next ordinary meeting of the Academic Board and the specifics of the action (decision taken, date of decision, whether it was urgent or non-contentious in the opinion of the chair) detailed in a document included in the papers for that meeting;
- iii. where a matter is of great importance and is urgent, a Special Meeting of the Board may be convened to determine the matter.

### **Standing Order 12: Communication with the Council of UCL**

- i. The Academic Board is empowered by the Charter and Statutes (Charter Art. 8(1), 22, 23; Statutes 6(2), 7(1)(B), 7(10), 8(1), 10(1), 10(3), 11(1), 11(2), 11(3), 11(5), 11(6), 12, 13(2)) to communicate views and recommendations to the Council of UCL on matters within its statutory powers;
- ii. where the Board explicitly determines to make a recommendation to the Council which it is within its powers to recommend, this shall be communicated in the form of a Memorandum from the Board to the Council;
- iii. the Board may request in their Memorandum that this be discussed as a specific agenda item at a Council meeting;
- iv. a Memorandum may also be employed in this way to request information from the Council;
- v. a table of recommendations and requests, each with their date of communication, from the Board shall be kept in a place accessible to members of the Board, as a clear record. The same record shall set out, with date of communication, the Council's formal response, alongside each recommendation or request from the Board. This record shall also include any explicit requests or communications from Council to the Academic Board, and any formal responses.

### **Standing order 13: The Governance Committee of the Academic Board**

- i. There exists a Governance Committee of the Academic Board (GCAB), created by a motion passed at a Special Meeting of the Board on the 18 May 2017 (see excerpt of the motion in Appendix 2 to these Standing Orders);
- ii. this Committee is a sub-committee of the Board, reports to the Board, and its terms of reference are subject to amendment by decisions of the Board;
- iii. the GCAB shall continue to exist unless and until it is dissolved by a decision of the Board;
- iv. Terms of Reference:

The Governance Committee of Academic Board is charged by Academic Board to:

- a. advise AB on the running and structure of the Board, including proposing standing orders for its own running to Academic Board, and scrutinizing strategic decisions that impact academic work at UCL;
  - b. improve the representation of the views of Academic Board on matters affecting the academic work of UCL to the University Management Committee (or equivalent) and to Council;
  - c. act as the nomination committee on behalf of the Board when approached by the chair of the Board, or the Council, or charged by the Board or by UCL Management, provided that the procedures laid down in SO 6 are followed;
  - d. assist, when approach, any committee, sub-committee of, or group established by UCL on behalf of the Board on questions of governance: any such assistance shall be reported to the Board at its next regular meeting;
  - e. provide reports and memoranda to the Board on matters coming before it that affect the academic work of UCL;
  - f. have the power to put papers before AB, and to distribute reports to AB, within its Terms of Reference, at any time;
  - g. have the power to communicate with members of the Board;
  - h. be able to request that the Secretary provide it with access to any existing information that the Board is entitled to receive in order to make an informed decision on matters coming to the Board that effect the academic work of UCL.
- v. the membership of the Governance Committee of the Academic Board shall be filled as follows:
- a. all persons formerly (but not currently) elected to Council from AB within the last 6 years and who are still at UCL, who shall be invited to attend *ex officio* as voting members;
  - b. Up to 9 members to be elected by and from the professorial membership of AB as voting members;
  - c. Up to 6 members to be elected by and from the non-professorial membership of AB as voting members;
  - d. Up to 2 student members selected by the UCL Students' Union in any one year, as voting members, at least one of whom shall be a member of the Board and the other selected from those who are serving on Council;
  - e. Up to 2 members of the Executive Committee of the Academic Board, one of them being the Chair of that committee, the other one elected by that committee, as voting members;
  - f. Any expert persons invited by the committee to assist it in its deliberations, as non-voting members, and who do not count towards the quorum;
- vi. the committee shall elect its own chairperson;
- vii. the term of tenure for members of GCAB shall be as follows:
- a. Any former elected member of Council who joins GCAB by invitation shall be a member of GCAB for up to six consecutive years in this capacity, from their first invitation. An invitation to join GCAB shall be renewed to these members each year and an invitee may accept or decline this on each invitation up to their 6-year limit. If a member in this category is re-elected to Council, the counting of years towards the six year limit shall be reset. For the avoidance of doubt, any years such a member declines to join will nevertheless count towards their 6-year invitation limit. The only exception to this rule is where a member declines an invitation, but no

- more than one invitation, to join the Committee due to maternity leave, paternity leave, carer's leave (adoption or surrogacy), or serious illness.
  - b. Any member elected by Academic Board is elected for a period of three years.
  - c. The student members selected by UCL Students' Union shall be confirmed on an annual basis.
  - d. Any member elected by the Executive Committee of the Academic Board is elected for a period of three years.
  - e. Any member elected by the Executive Committee of the Academic Board that ceases to be a member of the Executive Committee of the Academic Board shall also cease to be a member of GCAB.
  - f. Any expert person invited by the committee is invited for one academic year at a time, and may be invited for additional one-year terms.
  - g. Members elected by Academic Board or by the Executive Committee of the Academic Board, or invited by that committee, can be members of GCAB for a total of up to nine years under this category;
  - h. Only persons who are members of UCL or have employment contracts with UCL can be voting members of GCAB, and for the avoidance of doubt, where any voting member of GCAB ceases to be a member of the Board (but remains a member of staff or student of UCL) they may complete their GCAB term of office.
  - i. Invited non-voting members may include former members of UCL, subject to the approval of AB.
- viii. A 'membership year' for GCAB starts on 1st October and always ends on 30th September the following year. For the purpose of calculating tenure, membership during part of the year is counted as a full year.
- ix. For the purpose of calculating tenure, membership before 1 October 2017 is disregarded.

#### **Standing Order 14: Servicing of the Academic Board**

- i. Standard servicing of the Board shall be provided by the Secretary of the Board;
- ii. the Secretary of the Board shall be the principal point of contact for all matters relating to the administration and servicing of the Board and its activities;
- iii. where an individual member indicates explicitly that they wish a point they make in discussion to be minuted for the record, this shall be minuted by the Secretary of the Board, with special attention given to the minuting of dissenting points where the speaker so indicates; this may happen during the Board meeting or after the fact, as a correction to the minutes;
- iv. Only in the exceptional circumstances that a member of the Board explicitly requests that her dissent is recorded with attribution to her as named individual, shall the minutes record the name of the Board member making the point.
- v. Draft minutes shall be issued to all members of the Board within three weeks after the meeting.

#### **Standing Order 15: Online meetings of the Academic Board**

- i. Meetings of the Board shall normally be conducted in person. When this is not possible an entire meeting should be conducted online by electronic means; in addition to the rules for in-person meetings, the following shall apply to online meetings;
- ii. during online meetings members must be able to see and hear each other;

- iii. for the time being, the Zoom platform shall be used with strict single-sign-on (SSO) with credentials enforced; an alternative platform may be used provided that Governance Committee of the Board supports the use of the platform. An exception can be made to this sign-on requirement where an invited attendee does not have UCL credentials (and any such attendee not using SSO shall be recorded in the minutes as such);
- iv. any accessibility technologies for online meetings to which the institution maintains a subscription (e.g., automatic captioning) shall be enabled for the duration of the meeting;
- v. admission to an online meeting cannot be granted if the member is unwilling or unable to switch on their camera, and if members fail to display their names as recorded in the officially published membership document of the Board;
- vi. where there is ambiguity regarding an online participant's identity, the Governance Secretariat have the right to request further information, and also the right to remove the participant from the meeting if they fail to provide it.
- vii. members who wish to speak must be visible, and remain visible while they speak;
- viii. the chat function of the online meeting shall be used for a) requests to speak which may indicate whether the request is in response to a previous speaker and whether the speaker wants to speak for or against the issue before the Board, or b) for indicating a point of order, or c) providing links to further information; whilst the chat tool is not a formal and minuted part of the AB meeting, as an integral component of the online meeting technology it should be used employing the same standards of courtesy and collegiality as set out in Standing Order 9, above;
- ix. if a large number of presentations is expected, a time limit for individual presentations should be announced before the start of the deliberations and be strictly enforced;
- x. the entire meeting should be recorded and a transcript of the audio stream should be created within one week of the meeting;
- xi. where a decision is required from the Board on a paper before it, or a member of the Board at a meeting requests that the Board expresses its view on any paper before it, or on how to proceed with a paper before it, the chair may ask for the consensus of the meeting. Where a straightforward consensus is not evident, the Poll feature shall be used to take a vote that expresses the view of the Board, with an option for voting in favour, against, or in abstention. The results of this poll should be published immediately, and recorded in the minutes;
- xii. alternatively, the Board may make decisions using the Zeus platform, where the list of present members will be determined during or after the online session in a manner agreed with the Governance Committee of the Board; decisions taken via the Zeus platform shall be considered as decisions taken during the meeting even if the conclusion of the Zeus voting period extends beyond the Zoom online meeting session; the Zeus voting process a) shall include at least one Trustee<sup>2</sup> from the Governance Committee of the Board, appointed by the Chair of the Governance Committee of the Board, b) shall normally start within 24 hours of the conclusion of the Zoom meeting, and c) shall have a voting period that does not exceed 24 hours. The result of the voting process shall be communicated to eligible voters, or to the entire board, as soon as possible, and consequently be entered (with numerical values for each option available to voters) in the minutes of the meeting.

## **Standing Order 16: Convenor of the Non-Professorial Academic Board Group (NPABG)**

- i. There shall be a convenor of the Non-professorial Academic Board Group (NPABG) who shall be elected by and from the non-professorial academic and teaching staff members of AB.

## **Standing Order 17: The Executive Committee of the Academic Board Group**

- i. There shall be an Executive Committee of the Academic Board (ExComAB), created by a motion passed at a Special Meeting of the Board on the 14 July 2020;
- ii. this Committee is a sub-committee of the Board, reports to the Board, and its terms of reference are subject to amendment by decisions of the Board;
- iii. the ExComAB shall continue to exist unless and until it is dissolved by a decision of the Board;
- iv. Terms of Reference:  
The Executive Committee of the Academic Board:
  - a. Shall cooperate with the Chairs of other committees and bodies of the Academic Board, including the Chair of the Academic Board, in setting a broad agenda or programme of papers for the Board together with a timetable for these to come before the Board in the academic year;
  - b. Shall be involved, as it sees fit, in the preliminary and draft stages of formulation of papers that will ultimately come before the Board. This will include requesting and assisting with the provision of Academic Impact Statements that are attached to papers before they come to the Board. Drafts of papers destined for AB will be received for input by ExComAB, normally not less than 3 months in advance of the AB meeting where they are destined to be presented, and before a first draft is written and/or published;
  - c. Shall have the power to consult the Academic Board and the wider academic community on any question that is within the remit of the Board and shall have the power to send a report of the consultation to Council, provided that the results are reported to AB at its next meeting;
  - d. Shall, between AB meetings, provide a report of any formal advice by ExComAB to any other statutory committees and bodies within the formal management structure of UCL. This advice shall be included for approval in the next AB meeting papers;
  - e. Shall have the power to put papers before AB, and to distribute reports to AB at any time, within these Terms of Reference, with the assistance of the Academic Secretariat as necessary;
  - f. May be consulted by Council or requested by Council to consult the academic community on any matter;
  - g. Shall provide communications to Council on any matter within its remit;
  - h. May request that the Secretary provide it with access to any existing information that the Board is entitled to receive in order to make an informed decision on matters coming to the Board that affect the academic work of UCL;
  - i. Every ExComAB meeting shall have a section dedicated to AB Chair's business, with the invited participation of the Chair of AB.
- v. Membership of the Committee:

- a. Chair
  - i. The chair shall be a senior academic and shall be appointed by GCAB after consultation with ExComAB (which will consult AB members for volunteers). Their tenure shall be for a duration of up to three years, with possible reappointment after that time. The term 'Senior academic' shall be understood to mean a formerly elected member of the Council, or former or current head of an Academic Unit, or those members of AB with relevant experience who have served on high-level UCL governance bodies. The chair need not be a current member of the committee at the time of nomination.
  - ii. The chair cannot be a current member of the Provost's Senior Management Team (UMC or equivalent), or the Provost themselves. The current chair of GCAB, or a current elected member to Council, shall not be chair except for a transition period not exceeding six months.
  - iii. A vote on the removal of the chair shall be triggered by receipt of the written request of not fewer than 20 members of the Academic Board. All members of the Board will, within 7 days of receipt of the 20-member request, be invited by the secretary to an anonymous vote to commence no later than 14 days from this request, and in accordance with the provisions of Standing Order 4. The Chair will be removed when 60% or more of those who vote support the removal. A request for a removal can only be submitted once every twelve months.
- b. Invited former elected members of Council who are still at UCL  
Any former elected member of Council who joins ExComAB by invitation shall be a member of ExComAB for up to six consecutive years in this capacity, from their first invitation. An invitation to join ExComAB shall be renewed to these members each year and an invitee may accept or decline this on each invitation up to their 6-year limit. If a member in this category is re-elected to Council, the counting of years towards the six-year limit shall be reset. For the avoidance of doubt, any years such a member declines to join will nevertheless count towards their 6-year invitation limit. The only exception to this rule is where a member declines an invitation, but no more than one invitation, to join the Committee due to maternity leave, paternity leave, carer's leave (adoption or surrogacy), or serious illness.
- c. Up to three Heads of Academic Units to be elected by AB as a whole. The eligible candidates will include current and former Heads whose tenure came to an end during the last 6 years but who are still at UCL;
- d. Up to six Professorial members of the Board to be elected by and from the professorial members of the Board;
- e. Up to four non-professorial members of the Board, to be elected by and from the non-professorial members of the Board;
- f. Up to one current elected academic member of Council to be chosen annually by and from the elected members of Council;
- g. Up to one current external member of Council to be chosen annually by a method as Council sees fit;
- h. The chair of GCAB *ex officio*;
- i. Up to one further member of GCAB to be appointed by a procedure as GCAB sees fit;
- j. Up to one member of EdCom, currently elected from AB, to be appointed annually by and from the group of EdCom members that were elected from the Board;

- k. Up to one faculty tutor to be appointed annually by and from the Faculty Tutors;
- l. Up to 1 current member from RIGEC [Research Innovation and Global Engagement Committee, a UMC sub-committee] to be appointed annually by and from the Dean's Nominees to RIGEC;
- m. Up to one academic from the People Subcommittee of Council to be annually appointed by and from the nominated academic or Council members of Council's People subcommittee;
- n. Up to two students to be appointed annually by the Students' Union (UCLU) by a procedure as UCLU sees fit, one of whom should be a current member of UCL's Council, and the other a member of the Academic Board;
- o. Up to three places for expert persons invited by the committee to assist it in its deliberations, as non-voting members for a duration as the committee sees fit;
  - i. Expert persons may include former members of UCL, subject to the approval of the Board;
  - ii. Expert persons do not count towards the quorum
- vi. Tenure of membership
  - a. A 'membership year' for ExComAB starts on 1st October and always ends on 30th September the following year. For the purpose of calculating tenure, membership during part of a year is counted as a full year;
  - b. Unless specified otherwise the tenure of an elected or appointed membership will be for three years, provided that the individual is still a member of the body that elected them, and where such individual ceases to be a member of the body that elected them, their membership of ExComAB shall automatically terminate;
  - c. Save for those members of ExComAB subject to (v) b above, the combined number of years a member serves on ExComAB must not exceed nine years, except when a member has served in a leading role of ExComAB (such as chair, vice chair, or chair of a subcommittee of ExComAB). Where ExComAB determine that a person may exceed nine years it may only be for a further period of up to three years;
  - d. For the purpose of the nine-year limit any membership of ExComAB before 1 October 2023 is disregarded.

### **Standing Order 18: Archived Record of UCL's Academic Governance**

- i. The Governance Secretariat shall liaise with the Governance Committee of Academic Board to co-ordinate the compilation of a permanent record of current and past key UCL governance documents and information, that govern or record the proceedings of the Board, and of all those committees or working groups that have been set up by the Board, or to which the Board has selected or nominated members. This shall include:
  - a) The UCL Charter and Statutes;
  - b) The Regulations for Management;
  - c) The Standing Orders of the Academic Board;
  - d) The membership of all the respective UCL committees;
  - f) Their terms of reference;
  - g) Their minutes and dates of their meetings;
- ii. These records must be accessible to members of UCL.

## **Appendix 1: Relevant Sections from *Charter and Statutes and Regulations for Management of UCL***

### **Excerpts from the *Charter and Statutes of UCL*:**

Charter, Art. 7:

There shall be a Council of the College (in this Our Charter referred to as 'the Council'), which shall be the governing body of the College and which shall have the custody and use of the Common Seal. Statutes shall provide the constitution of the Council and it shall have the management and administration of the property of the College and the conduct of its affairs, subject to the powers of the Academic Board, together with all such other powers and duties as may be conferred upon it by the Statutes or Regulations.

Charter, Art. 8:

There shall be an Academic Board of the College (in this Our Charter referred to as the 'Academic Board'). Statutes shall provide the constitution of the Academic Board and it shall, subject to the powers of the Council as provided in this Our Charter and the Statutes, be responsible for the academic work of the College in teaching, in examining and in research and for the regulation and superintendence of the education of the Students of the College.

Charter, Art. 12:

There shall be a President and Provost of the College, hereinafter referred to as 'the Provost', who shall be the principal academic and administrative officer of the College and shall ex officio be Chair of the Academic Board.

Charter, Art. 17:

The Academic Board shall have power to propose to the Council Statutes and Regulations to be made by the Council and it shall be the duty of the Council to consider any such Statutes or Regulations.

Charter, Art. 18:

The Council may, by Special Resolution, make Statutes which add to, repeal or alter the Statutes of the College provided that:

- (1) no such Statutes which affect academic policy or the remuneration and conditions of appointment of the Academic Staff shall be made until the Academic Board has been consulted; and
- (2) no such Statutes shall have effect until approved by the Lords of Our Most Honourable Privy Council of which approval a certificate under the hand of the Clerk of Our said Council shall be conclusive evidence; and
- (3) no such Statutes shall have effect if repugnant to the provisions of this Our Charter or to the Statutes and Ordinances of the University insofar as these are relevant.

Charter, Art. 21:

Subject to the provisions of this Our Charter and the Statutes, the Council and the Academic Board respectively may from time to time make Standing Orders governing their proceedings, and the power to make Standing Orders shall include the power to add to, amend or repeal any Standing Orders theretofore made.

Charter, Art. 22

- (1) It shall be the duty of the Council to refer to the Academic Board any matter coming before the Council which the Council considers to have academic implications and which has not been previously considered by the Academic Board.

(2) It shall be the duty of the Academic Board to bring before the Council any matter coming before the Academic Board which the Academic Board considers to have financial implications or to affect the general management of the College or its relationship with persons and bodies outside the College.

#### Charter, Art. 23

The Council may by Special Resolution alter, amend, repeal or add to this Our Charter provided that no such alteration, amendment, repeal or addition which affects academic policy or the remuneration and conditions of appointment of the Academic Staff shall be made until the Academic Board has been consulted, and such alteration, amendment, repeal or addition shall when allowed by Us, Our Heirs or Successors in Council become effectual so that this Our Charter shall henceforward continue and operate as so altered, amended, repealed or added to. This provision shall apply to this Our Charter as altered, amended, repealed or added to in manner aforesaid.

#### Statute 3: THE COUNCIL

- (1) The members shall consist of the following persons
- (C) ELECTED MEMBERS
- (i) Three Professors elected by the professorial Members of the Academic Board from among their number, according to procedures laid down in Regulations
- (ii) Three persons being Members of the Academic Board elected by the Non-Professorial Members and the Honorary Senior Clinical Lecturer Members of the Academic Board from among their number, according to procedures laid down in Regulations

#### Statute 6: POWERS AND DUTIES OF COUNCIL

- (2) Subject to the Charter and these Statutes, the Council, in addition to all other powers vested in it, shall have the following powers: Provided that the Council shall not make any decision on any question of educational policy or make Regulations on any matter having academic implications until the Academic Board has had an opportunity of expressing an opinion on such question or matter and until the Council has considered any opinion so expressed.

#### Statute 7: THE ACADEMIC BOARD

- (1) The Academic Board shall consist of the following persons:
- (A) EX OFFICIO MEMBERS
- The Provost
- The Deans of the College Faculties
- All persons appointed to a Chair tenable at the College or upon whom the title of Professor has been conferred in respect of a post tenable at the College
- All Heads of Departments who are not Professors
- The Director of Library Services
- The Deans of Students
- The Faculty Tutors
- The Education and Campaigns Officer of the Students' Union
- The Medical and Postgraduate Students' Officer of the Students' Union
- (B) APPOINTED MEMBERS
- Such members of the Academic Staff other than those specified in subparagraph (A) of this paragraph, in number determined by Regulation, as may by reason of their administrative or personal services be appointed from time to time by the Council on the advice of the Academic Board.
- (C) ELECTED MEMBERS

(i) Such other persons being either Non-Professorial Members or Honorary Senior Clinical Lecturer Members of the Academic Staff, in number determined by Regulation, as shall be elected by such of the Non-Professorial Members and Honorary Senior Clinical Lecturer Members of the Academic Staff as are not, by virtue of sub-paragraphs (A) and (B) of this paragraph, Members of the Academic Board; or Members of the non-Academic Staff, in number determined by Regulation: Provided that this number shall be not less than one-quarter nor more than one-third of the total membership of the Board.

(ii) Such number of Students as shall be determined by Regulation: Provided that this number shall not exceed thirteen and shall include not less than two postgraduate Students.

(2) The Elected Members of the Academic Board shall be elected in such manner and for such periods as may be prescribed by Regulations. Such Regulations may also provide for determining the eligibility of an Elected Member for re-election.

(3) An Appointed or Elected Member of the Academic Board shall cease to be a Member if by notice in writing he or she resigns his or her membership, or if he or she ceases to serve in the capacity in which he or she was appointed or elected.

(4) Any casual vacancy among the Elected Members on the Academic Board shall be filled in accordance with Regulations to be made on the recommendation of the Academic Board.

(5) The Academic Board shall meet at least once in each term.

(6) Upon the written requisition of not fewer than ten Members of the Academic Board the Secretary to the Board shall convene a Special Meeting of the Board. Such requisition shall specify the object of the desired Meeting and the Secretary shall within seven days after receipt of such requisition convene a Special Meeting to be held within fourteen days of the date of the notice convening the Meeting for the purpose specified in the requisition.

(7) In the absence of the Provost the Chair shall be taken at any Meeting of the Academic Board by an Officer appointed by the Council under Statute 11 (6) to deputise for the Provost, and in the absence of both the Provost and such an Officer shall be taken by such one of the Members present as those Members may appoint. In the case of an equality of votes the Chair of the Meeting shall have a second or casting vote.

(8) The quorum for a Meeting of the Academic Board shall be determined by Regulation.

(9) Minutes shall be kept of all resolutions and proceedings of Meetings of the Academic Board and a Minute therein signed by the Chair of the Meeting whereof it is a record or by the Chair of the next Meeting shall be *prima facie* evidence of the matters recorded therein.

(10) Subject to the provisions of Article 8 of the Charter and to the Statutes and Ordinances of the University, the duties of the Academic Board shall be:

(A) To consider and advise the Council upon all academic matters and questions affecting the educational policy of the College, the organisation of teaching, examining, research, and courses of instruction, including the following:

(i) matters concerning academic co-operation between the College and any other body;

(ii) appointments to established Chairs and Readerships of the University of London tenable at the College;

(iii) any other matter which may be referred to it by the Council.

(B) To consider and advise the Council upon the conditions and tenure of appointment of Members of the Academic Staff.

(C) To discharge such other duties and functions connected with the College as the Council may from time to time assign to it.

(D) To elect as and when necessary Members to the Council in accordance with Statute 3(1).

(E) To recommend the award of degrees of the University.

(11)

Subject to the provisions of the Charter and these Statutes the powers of the Academic Board shall be governed by Regulation or decision of the Council made in manner hereinbefore provided.

(12) Subject to the provisions of the Charter and these Statutes, and to such powers as may be delegated to it by the Council, the Academic Board shall have power to delegate upon such conditions as it may from time to time determine any of its powers and duties to Faculty Committees or Committees or Sub-Committees formed from its own number or otherwise appointed, or to Officers of the College, with or without power to the Faculty Committees, or such Committees or Sub-Committees further to delegate any of the delegated powers to any subordinate body

#### Statute 8: THE FACULTIES

(1) There shall be within the College such Faculties as the Council on the advice of the Academic Board may from time to time determine.

#### Statute 9: The powers of chairs

Subject to the provisions of the Charter and Statute 6 (5), the Chairs of the Council, the Academic Board, and all Committees and Sub-Committees of the College and its Faculties shall be empowered to take action on behalf of those bodies, in any matters being in their opinion either urgent (but not of sufficient importance to justify a Special Meeting of the appropriate body) or non-contentious. Such action shall be reported to the appropriate body at its next Meeting.

#### Statute 10: THE ACADEMIC UNITS OF THE COLLEGE

(1) There shall be such academic units of the College as the Council on the advice of the Academic Board may from time to time determine, with such powers as determined by the Council on the advice of the Academic Board. An academic unit shall normally comprise Academic Staff and Students. The Academic Staff of such units shall conduct research and teaching and shall undertake such administrative or other duties as may be deemed appropriate by the Head of the unit. The academic units of the College shall have such designation as the Council on the advice of the Academic Board may from time to time determine.

(3) The academic units of the College determined by the Council may be assigned to one or other of the College Faculties by the Council on the advice of the Academic Board.

(4) For each academic unit of the College determined by the Council on the advice of the Academic Board, meetings at which the Head of the academic unit or his or her deputy shall be in the Chair, and which such Members of the Academic Staff of the academic unit as shall be determined by Regulation shall be entitled to attend, shall be held, as specified by Regulation, in each academic unit in each year.

#### Statute 11: THE PROVOST AND THE VICE-PROVOSTS

(1) The Provost shall be the Head of the College and shall have a general responsibility to the Council for maintaining and promoting the efficiency and good order of the College and shall have such powers and duties as may be entrusted to him or her by the Council. The Provost shall be appointed by the Council after consultation with the Academic Board. The Provost may be removed by the Council for good cause as defined in Statute 18.

(2) Subject to the provisions of the Charter and these Statutes and of the Statutes and Ordinances of the University, the Provost shall have power to admit as a Student anyone having the requisite qualifications, in accordance with Regulations made by the Council on the advice of the Academic Board from time to time. The Provost may refuse to admit any person as a Student without assigning any reason.

(3) The Provost shall have power, in accordance with Regulations made by the Council on the advice of the Academic Board, to suspend a Student from any or all of his or her studies in the College and to exclude a Student from the College and its precincts and other buildings and premises owned or occupied by the College. In the case of suspension or exclusion for reasons other than academic insufficiency the Provost shall report such suspension or exclusion to the Academic Board and to the Council and shall ensure that appropriate action is taken forthwith under disciplinary or other appropriate procedure.

(5) The Council shall have power to appoint a Vice-Provost or Vice-Provosts, on the recommendation of the Provost or of the Academic Board. A Vice-Provost or Vice-Provosts shall assist the Provost in such matters as the Provost may from time to time entrust to him or her. A Vice-Provost shall hold appointment for the period and upon such conditions as shall from time to time be prescribed by decision of the Council.

(6) The Council shall, after consideration of a report from the Academic Board, appoint from within the membership of that body such Officer of the College who shall, subject to these Statutes, act for the Provost during a vacancy in that office or during the absence or inability of the Provost. Such Officer shall hold appointment for the period and upon such conditions as shall from time to time be prescribed by decision of the Council.

#### Statute 12: THE DEANS OF STUDENTS

There shall be one or more Deans of Students, whose appointment shall be made, and whose duties shall be laid down, by the Council on the advice of the Academic Board, and who shall hold office for such period as the Council may determine.

#### Statute 13: JURISDICTION OVER STUDENTS

(2) The Council, on the advice of the Academic Board, and after consulting the Students' Union, shall approve a Disciplinary Code and Disciplinary Procedure and determine procedures, including a student complaints and appeals procedure, which shall be published and made available to all Students of the College. The Procedure shall provide for the

arrangements governing the hearing of a case of disciplinary action against a Student and of an appeal to the Discipline Review Body prescribed in (3).

Statute 18: Academic Staff

Part II REDUNDANCY

11.

(2) A Redundancy Committee appointed by the Council shall comprise:

- (a) a Chair; and
- (b) two members of the Council, not being persons employed by the College; and
- (c) two members of the academic staff nominated by the Academic Board.

Part III Discipline, Dismissal and Removal from Office

16. A Tribunal appointed by the Council shall comprise:

- (a) a Chair; and
- (b) a member of the Council, not being a person employed by the College; and
- (c) one member of the academic staff nominated by the Academic Board:

Part V Appeals

28. (4) The other persons who may sit with the person appointed shall be:

- (a) a member of the Council not being a person employed by the College; and
- (b) one member of the academic staff nominated by the Academic Board.

Part VI Grievance Procedures

35. The Grievance Committee to be appointed by the Council shall comprise:

- (a) a Chair; and
- (b) a member of the Council not being a person employed by the College; and
- (c) one member of the academic staff nominated by the Academic Board

**Excerpts from the *Regulations for Management of UCL*:**

2.2 Three Members of the Council under Statute 3(1)(C)(i) shall be elected by and from among the Professorial Members of the Academic Board for service on Council during the next

three ensuing years. Similarly, the three Members of the Council under Statute 3(1)(3)(ii) shall be elected by and from among the Non-Professorial and Honorary Senior Clinical Lecturer Members elected under Statute 7(1)(C)(i) for service on Council during the next three ensuing years. A ballot for two of these six elected places shall be held annually, normally not later than the end of the second term, for election to the Council with effect from 1 October in the next academic year. The method of conducting the ballot shall be decided from time to time by the Academic Board. Where an individual will be a serving member of the Provost's Senior Management Team, he or she is not eligible to stand for election. [Statute 3(1)(C)(i)-(ii)]

2.4 Any casual vacancy among the Members of the Council elected under Statute 3(1)(C)(i) shall be filled by a person elected by the Professorial Members of the Academic Board from among their own number. An Elected Member filling a casual vacancy shall retain his or her membership only until the next due date for triennial elections to the Council, but shall be eligible for re-election. [Statute 3(5)-(6)]

2.5 Any casual vacancy among the Members of the Council elected under Statute 3(1)(C)(ii) shall be filled by a person elected by the Non-Professorial and the Honorary Senior Clinical Lecturer Members of the Academic Board from among their own number. An Elected Member filling a casual vacancy shall retain his or her membership only until the next due date for triennial elections to the Council, but shall be eligible for re-election. [Statute 3(5)-(6)]

3.1 The number of Appointed Members of the Academic Board shall not exceed 40.

3.2 (a) (i) In accordance with Statute 7(1)(C)(i), the officers of the Academic Board shall ensure, in conducting periodic elections to membership of the Board that the number of Elected places available shall be not less than a quarter nor more than a third of the total membership of the Board, with representation from each of the following constituencies:

Faculty of Arts and Humanities<sup>2</sup>  
 Faculty of Brain Sciences  
 Faculty of the Built Environment  
 UCL Institute of Education  
 Faculty of Engineering Sciences  
 Faculty of Laws  
 Faculty of Life Sciences  
 Faculty of Mathematical and Physical Sciences  
 Faculty of Medical Sciences  
 Faculty of Population Health Sciences  
 Faculty of Social and Historical Sciences<sup>3</sup>

Representation shall be in proportion as closely as may be to the number in each constituency of Non-Professorial and Honorary Senior Clinical Lecturer members of the Academic Staff, and of grant-supported non-professorial research staff. The Elected Members shall also include other categories of staff set out in sub-paragraph (ii) below which have been designated by the Council as Academic Staff of UCL for the purpose of participation in elections to Academic Board.

(ii) The other categories of staff so designated by Council for the purpose of participation in elections to Academic Board shall include: not more than 70 staff to be elected by and from the Teaching Fellows of UCL; one technical staff

member of each of the Faculties on Grade 6 or above to be elected by the members of technical staff of each of these constituencies; ten non-academic staff members elected by and from the combined non-academic staff members (Grade 7 and above) of the Professional Services Divisions and other non-academic units of UCL; ten non-academic members elected by and from the combined non-academic staff (Grade 7 and above) of Academic Units and Faculty offices.

- (b) The names of Elected Members of the Academic Board under Statute 7(1)(C)(i) shall be determined by ballot of those Non-Professorial and Honorary Senior Clinical Lecturer Members of the Academic Staff of UCL entitled to take part in the election under that Statute. The ballot shall be held biennially, normally not later than the end of the second term, for appointment to the Academic Board for the next two ensuing years. The method of conducting the ballot shall be decided from time to time by the Academic Board

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<sup>2</sup> Including staff of relevant academic units within the School of Slavonic and East European Studies.

<sup>3</sup> Including staff of relevant academic units within the School of Slavonic and East European Studies.

- (c) The Non-Professorial Members of the Academic Staff in each constituency defined in paragraph (a)(i) above, entitled to take part in the elections under Statute 7(1)(C)(i), shall constitute separately the electorates for the vacancies in their respective constituencies. Members of each constituency shall be entitled to nominate and to vote for candidates from among their own number. In addition, the Convenor of the Elected Academic Staff Members of the Academic Board shall be entitled to nominate or endorse the nominations for election of candidates in any constituency defined in paragraph (a)(i). For the purpose of the election Non-Professorial Members of the Academic Staff shall be deemed to be within the Faculty to which their Department is assigned under Regulation 11.1.
- (d) Of the Members elected from each of the Faculties of Brain Sciences, Medical Sciences and Population Health Sciences constituencies, not more than one third shall be Honorary Senior Clinical Lecturer Members of the Academic Staff.
- (e) Elected Members of the Academic Board under Statute 7(1)(C)(i) shall remain members for a period of two years and shall be eligible for re-election for successive periods of two years at a time up to a maximum of six years consecutively. Elected Members of the Academic Board who have completed six consecutive years of membership shall not normally be eligible for re-election until a period of at least one year has elapsed, except in instances where they are concurrently serving as Elected Members of Council, in which case their membership of Academic Board shall normally be extended, as an exceptional arrangement, to be coterminous with their current term of membership on Council. Similarly, in the event that Elected Members of the Academic Board fail to be re-elected to serve on Academic Board for a further term while they are concurrently serving as Elected Members of Council, their membership of Academic Board shall also normally be extended, as an exceptional arrangement, to be coterminous with their current term of membership on Council.
- (f) The Elected Non-Professorial and Honorary Senior Clinical Lecturer academic staff members of Academic Board may also participate in elections to certain other Standing Committees of UCL as laid down in Regulation for Management 4.11.
- (g) A casual vacancy within any constituency set out at paragraph 3.2(a)(i) above shall be filled either by the candidate from that constituency who polled the next highest number of votes to the members elected, or, if there shall not have been any other candidate, by a person eligible for candidature nominated by the members elected from that constituency. A casual vacancy on any other committee which includes Elected Non-Professorial Members of the Academic Board shall be filled either by the candidate who polled the next highest number of votes to the members elected, or, if there shall not have been any other candidate, by a person

eligible for candidature nominated by the Elected Non-Professorial Members of the Academic Board. Any person filling a casual vacancy during the course of a period of election shall retain his or her membership only for the remainder of that period, but shall be eligible for re-election. [Statute 7(1)(C)(i)]

- (h) Where the number of nominations arising from a constituency exceeds the representation allowed that constituency under the terms of paragraph 3.2(a)(i) above, the Academic Board may allow the election of representatives of the constituency concerned to exceed the maximum allowed according to the terms of paragraph 3.2(a)(i), provided that a sufficient number of vacancies exists among the total number of staff elected to the Board and that the Board is satisfied that the balanced representation of constituencies intended by the terms of paragraph 3.2(a)(i) is satisfactorily preserved.
- 3.3
- (a) The Elected Members of the Academic Board under Statute 7(1)(C)(ii) shall be registered full-time Students of UCL. They shall be 13 in number with the proportions of undergraduate and postgraduate students determined to reflect the overall proportions of these groups in the UCL student population. Students shall be elected from amongst those elected by the Course Constituency groups of Students.
  - (b) The 13 Members referred to in paragraph (a) shall be elected such that there shall include at least one student drawn from each one of these Constituencies:
    - (i) Faculty of Arts and Humanities<sup>4</sup>
    - (ii) Faculty of Brain Sciences
    - (iii) Faculty of the Built Environment
    - (iv) UCL Institute of Education
    - (v) Faculty of Engineering Sciences
    - (vi) Faculty of Laws
    - (vii) Faculty of Life Sciences
    - (viii) Faculty of Mathematical and Physical Sciences
    - (ix) Faculty of Medical Sciences
    - (x) Faculty of Population Health Sciences
    - (xi) Faculty of Social and Historical Sciences<sup>5</sup>.
  - (c) The Union Council shall make the necessary arrangements for the election of Members of the Academic Board in accordance with Statute 7(1)(C)(ii) and this Regulation, including arrangements for the filling of any casual vacancy that may occur.
  - (d) Elected Members of the Academic Board under Statute 7(1)(C)(ii) shall remain members for a period of one year, or, if elected to fill a casual vacancy in the course of a year, for the remainder of that year, and shall be eligible for re-election for one further year. [Statute 7(1)(C)(ii)]

- 3.4 The quorum at a Meeting of the Academic Board shall be 40 members. [Statute 7(8)]
- 3.5 The Provost may summon a Meeting of the Academic Board at any time. On the requisition of the Council or of the Dean of one of the UCL Faculties or of not fewer than ten members of the Board, in accordance with Statute 7(6), the Secretary of the Board shall convene a Special Meeting of the Board within seven days after receipt of such requisition to be held within 14 days of the date of the notice convening the Meeting for the purpose specified in the requisition. [Statute 7(6)]
- 3.6 The Academic Board may make and vary Standing Orders. It shall be the duty of the Secretary of the Board to keep a record of Standing Orders of the Board.
- 3.7 On the request of not less than one third of the Members present at a Meeting further consideration of any question where previous notice has not been given in the agenda shall be adjourned to the next day on which the Academic Board meets. A question where previous notice has not been given in the agenda shall not be determined at any Meeting if it involves the alteration or rescission of any previous determination of the Academic Board.
- 3.8 If the Council lay any matter before the Academic Board under these Regulations, and if the Academic Board does not make a final decision on such matter by the end of the next Ordinary Meeting of the Board held after the one at which the matter was laid before the Academic Board, it shall be lawful for the Council to act in such matter without further delay, unless the Academic Board specifically, and with reasons acceptable to the Council, request otherwise.
- 3.9 The dates of Ordinary Meetings of the Academic Board in any one year shall be settled before the commencement of that year. [Statute 7(5)]
- 4.3 Any Standing Committee shall in the exercise of the powers delegated to it conform to any Regulations imposed on it by the Council, Academic Board, Finance Committee or any other Standing Committee or body to which it is designated to report according to the provisions of Regulation 4.4 below.
- 4.4 In the interests of dissemination of information and accountability, each Standing Committee shall report to the Council, Academic Board, Finance Committee or any other Standing Committee or body to which it is charged by the Council to report, by sending Minutes of all its meetings to the relevant Chair and/or Secretary of each of these bodies as appropriate.
- 4.5 The Council, Academic Board, Finance Committee or any other Standing Committee or body to which a Standing Committee reports may also require the reporting Standing Committee to submit an annual (or other periodic) report. The requirement to submit an annual (or other periodic) report in this way shall be prescribed in the terms of reference of the Standing Committee concerned.
- 4.6 Standing Committees, while required to send Minutes of all their meetings to the Council to report, have authority to take decisions according to their own terms of reference and delegated powers, and need not refer such decisions to these bodies for formal ratification. However, the Chairs of such bodies are empowered

- to determine which, if any, of the reporting Standing Committee's decisions or other proceedings need be conveyed in writing to meetings of these bodies, and the bodies themselves shall be empowered to review, refer or, if they deem appropriate, overturn the decisions of the reporting Standing Committee.
- 4.7 The requirements for a quorum at meetings of the Council and Academic Board are set out at Regulations for Management 2.11 and 3.4 respectively. For all other Standing Committees of UCL, a quorum shall normally be not less than half of the total membership of the committee.
- 4.8 The requirements for length of membership of non *ex officio* Members of the Council and Academic Board are set out at Regulations for Management 2.3 and 3.2(e) respectively. Except where the requirements of another relevant authority provide otherwise, all non *ex officio* Members of Standing Committees shall serve as Members of the Standing Committee normally for no longer than six consecutive years.
- 4.10 Except where either the UCL Charter, Statutes and Regulations for Management or the requirements of another relevant authority provide otherwise, any Standing Committee may set up such working groups etc. as the Committee sees fit, with terms of reference and constitution as determined by the Committee, for such period of time as the Committee deems necessary, and may disband such bodies as and when the Committee deems appropriate.
- 4.11 The membership of the following Standing Committees shall include such number of Non-Professorial and Honorary Senior Clinical Lecturer staff as may be prescribed in the constitution of the Standing Committee in question, elected annually by and from the Non-Professorial and Honorary Senior Clinical Lecturer Members elected under Statute 7(1)(C)(i) for service on the Academic Board during the next two ensuing years:
- Academic Committee
  - Education Committee
  - Library Committee
  - Research Degrees Committee.
- 4.12 The arrangements for the election of the Non-Professorial and Honorary Senior Clinical Lecturer Members to the Standing Committees indicated under Regulation 4.11 shall be determined from time to time by the Academic Board.
- 5.1 Subject to the approval of the Council, the process of selection of a new Provost shall be conducted by a Joint Committee of the Council and the Academic Board.
- 5.2 The constitution of the Joint Committee shall comprise:
- 1 five external members of Council, who shall include:
    - A the Chair of Council
    - B the Vice-Chair of Council
    - C the Treasurer of UCL
    - D two other external members nominated by the Chair of Council;

- 2 two academic staff members of Council, including one professorial and one non-professorial member, nominated by the Chair of Council;
  - 3 three representatives of the Academic Board, nominated by the Academic Board;
- 6.2 UCL procedures for the exercise of powers delegated by the University of London in accordance with University of London Regulation 3 shall be prescribed by the Academic Board.
- 6.3 University of London Regulation 3 provides that exceptionally, at the discretion of the Vice-Chancellor and following receipt of a reasoned application from a College, a person who is neither an employee of that College nor an employee of a Research Council or similar organisation may be considered for appointment as a Professor or Reader to a post tenable at that College. The UCL body responsible for determining whether reasoned applications submitted under this Regulation should be sent forward for consideration by the Vice-Chancellor shall be the Academic Board.
- 7.2 The Academic Board may, under powers delegated by the Council, confer the status and title of Visiting Professor on persons in appropriate subjects, who may be from other academic or research institutions or from other fields of activity. Visiting Professors shall be members of the Academic Staff of UCL and shall be attached to an academic Department. Nominations shall be made to the Director of Human Resources by the Head of the Department to which the Visiting Professor is to be attached.
- 9.3 The duties of each faculty shall include the following
- (a) Any other matter referred to it by the Council or the Academic Board, and any other duty laid upon it under the Statutes and Regulations.
- 9.4 The Faculty shall establish such committees as either the Dean of the Faculty deems necessary or as required by the Council or Academic Board or by policy laid down in the UCL Academic Manual, for the purpose of discharging the duties set out in Regulation 9.3 or to consider academic matters or questions falling within the purview of the Faculty, including the organisation of teaching, examining, research and courses of instruction. The membership of committees established in accordance with policy laid down in the UCL Academic Manual shall reflect the requirements of such policy.
- 9.5 Each Faculty, through its relevant committees, shall have power to consider and advise the Council or the Academic Board upon any academic matters or questions falling within its purview and affecting the educational policy of UCL, the organisation of teaching, examining, research and courses of instruction, and the conditions of award of exhibitions, scholarships, bursaries, studentships, medals, prizes, diplomas and certificates. [Statute 8(5)]
- 9.6 All communications from the Council or the Academic Board to a Faculty shall be made through its Dean.

## **Appendix 2: The Governance Committee of Academic Board**

### **A) Excerpt from Motion Creating the Governance Committee of the Academic Board (an AB sub-committee)**

2. To establish a special Governance Committee of Academic Board (as a sub-committee of AB, under Statute 7(12)) to: i) Advise AB on the running and structure of the Board, including proposing standing orders for its own running to Academic Board, and scrutinizing strategic decisions that impact academic work at UCL, and ii) Improve the representation of the views of Academic Board on matters affecting the academic work of UCL to the Senior Management Team and to Council.

Membership of this committee, the quorum of which shall be 10, shall be as follows:

- a. Any person formerly (but not currently) elected to Council from AB within the last 6 years and who is still at UCL shall be invited to attend *ex officio* as a voting member;
- b. 9 members elected from the professorial membership of AB as voting members;
- c. 6 members elected from the non-professorial membership of AB as voting members;
- d. 3 student members selected by the UCL Union from the AB student representatives in any one year, as voting members;
- e. 2 members of Academic Committee elected by that committee, as voting members;
- f. Any expert persons invited by the committee to assist in its deliberations, as non-voting members.
- g. The committee shall elect its own chairperson.

### **B) Excerpt from Additional Resolution of the Academic Board (resolved at the Academic Board Meeting 2 May 2018, Paper 5-43)**

#### **Tenure of membership of GCAB**

#### **Background**

When AB resolved to set up the Governance Committee of Academic Board (GCAB) at the [*Special Meeting of the Academic Board*] SMAB on 18 May 2017 the resolution defined GCAB membership as follows:

Membership of this committee, the quorum of which shall be 10, shall be as follows:

- a) Any person formerly (but not currently) elected to Council from AB within the last 6 years and who is still at UCL shall be invited to attend ex officio as a voting member;
- b) 9 members elected from the professorial membership of AB as voting members;
- c) 6 members elected from the non-professorial membership of AB as voting members;
- d) 3 student members selected by the UCL Union from the AB student representatives in any one year, as voting members;
- e) 2 members of Academic Committee elected by that committee, as voting members;
- f) Any expert persons invited by the committee to assist in its deliberations, as non-voting members.
- g) The committee shall elect its own chairperson.  
At the SMAB it was criticised that the tenure of membership was not defined. To address this shortcoming AB is invited to consider the arrangements detailed below  
Action required of Academic Board To note and resolve:

#### **Tenure of GCAB members**

- a) Any person formerly elected to Council from Academic Board and who joint GCAB by invitation is a member for up to six consecutive years in this category.
- b) Any member elected by Academic Board is elected for a period of three years.
- c) Any member elected by Academic Committee is elected for a period of three years. Should the member elected by Academic Committee cease to be a member of Academic Committee, they would also cease to be a member of GCAB.
- d) Any expert person invited by the committee is invited for one academic year.
- e) A membership year starts on 1st Oct and always ends on 30th Sept the following year. For the purpose of calculating tenure, membership during part of the year is counted as a full year.
- f) Members elected by Academic Board or Academic Committee, or invited by the committee, can be members of GCAB for a total of up to nine years under this category.
- g) Only persons who are members of UCL or have employment contracts with UCL can be voting members of GCAB

- h) Any voting member of GCAB, who is not otherwise a member of Academic Board, shall be an appointed member of Academic Board for the duration of their GCAB membership.

**Vacant positions of elected members**

- i) Elections by Academic Board to serve on GCAB are held during term three.

**Transitional arrangements**

- j) For the purpose of calculating tenure, membership before 1 Oct 2017 is disregarded.

**Recognition of committee work**

Active membership on GCAB should be recognised as institutional citizenship.