

University of York Constitution and Nominations Committee

Matters for note by the University Council arising from the meeting of the Constitution and Nominations Committee held on 4 December 2024

1. Terms of reference and membership of Council sub-committees

- a. The Committee approved its membership, terms of reference and annual cycle of business for 2024/25.
- b. The Committee considered a first draft of proposed changes to the remit, terms of reference and membership for Remuneration Committee, to become a People & Remuneration Committee with an extended scope to look at considerations such as workforce planning, retention and development, and staff sentiment and wellbeing. It noted a number of areas for clarification and agreed that People & Remuneration Committee should have explicit responsibility for oversight of succession planning in relation to Senior Post-holders.
- c. The Committee **noted** membership and terms of reference for 2024/25 for Audit & Risk Committee (ARC), Finance Committee and Urgent Decisions Group (UDG), and further **observed**:
 - i. The current recruitment round for independent members would need to address gender imbalances on Council and its sub-committees, and ARC in particular.
 - ii. Finance Committee's terms of reference should reflect its enhanced strategic focus by foregrounding the terms of reference relating to the risk environment and financial outlook.
 - iii. It would be helpful for the CASO to be a member of UDG in order to speak to academic and student matters.

2. Members of Council

- a. The University Secretary provided a progress report on the recruitment of three new independent members of Council, and one co-opted member each for ARC and Remuneration Committee.
- b. Arising from its action log, the Committee **noted** its desire to see progress in relation to EDI training for independent Council members. The University Secretary **reported** that the overall training package for members of Council would be rolled out in the spring, once the Council Effectiveness Review had formally reported and the Chair of Council's appraisals had been completed.

3. Proposed changes to Regulation 12: Intellectual Property

The Committee considered proposed changes to Regulation 12: Intellectual Property and received assurances in relation to academic and CC-BY licences, and balancing the rights of the University, staff members and third party funders in relation to IP ownership. It further noted:

- Proactive mechanisms were in place to raise staff awareness of the procedures for disclosure;
- The University was committed to reforming its subsidiary portfolio in terms of volume and performance, noting the recent government drive to increase commercialisation of research outputs;
- The value of committee discussion, and the resulting need to clarify the appropriate use of written resolutions (for consideration at the Committee's next meeting).

Resolved: to recommend the proposed revisions to Regulation 12 to Council for approval, subject to:

- a. **Further clarification regarding University ownership of research data and the implications for researcher mobility, towards an appropriately nuanced position;**
- b. **Consideration of whether the wording of 3.4.3 should make reference to "further" exploitation of Commercial Intellectual Property;**
- c. **Sharing the proposals with Professor Simon Best for comment.**

4. Engagement with former members of the University Court

The Director of OPPA **reported** that around half of the former members of Court had been re-engaged on a personal level, prioritising existing close connections and those who had contacted the University proactively. All former members had received standard invitations e.g. to York Talks, and generic communications. Further communications were planned for the coming year, including a more bespoke e-newsletter containing some of the material from the weekly media reports for staff. The Committee thanked the Directors of OPPA and External Relations for their work, noting that the commitments made within the Court Review report had been fulfilled and the approach to prioritisation was appropriate.

5. Honorary Degree nominations

The Committee considered nominations for the award of an honorary degree, noting the importance of:

- a. Demonstrating sustained distinction, impact, alignment with the University’s values and potential for relationship-building;
- b. Undertaking due diligence on successful nominees, including in relation to their online presence;
- c. Liaising with the student body via the SU where nominations were potentially controversial.

Resolved:

- 1. **To recommend for Council approval that honorary degrees (DUniv) be offered to the following candidates, subject to due diligence processes:**

- [Redacted candidate list]

- 2. Further information should be sought in relation to three further candidates, for consideration via Chair’s action in consultation with the Vice-Chancellor on behalf of CNC and Council.
- 3. Five further nominees should be put forward for recognition via a different route (e.g. Visiting Professor; Inclusive Impact award).
- 4. The remaining nominations would *not* be taken forward.