

## 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 9 July 2025

##### Internal governance matters

1. The Committee **considered** a review of its annual schedule of meetings. Given the forthcoming additional complexity of governance arrangements for the Mumbai project, it **agreed** to retain the current schedule of four meetings per year for 2025/26, and from 2026/27, to move to three meetings per year in line with the timetable for changes to the Council schedule of business. It also **noted** the need to revisit its terms of reference to ensure that its responsibilities regarding oversight of international governance arrangements were sufficiently captured. Proposals would be brought to its next meeting in November.
2. The Committee received a verbal update from the University Secretary regarding membership of Council and its subcommittees. It **noted**:
  - a. The remaining vacancies on Council and ARC, and the importance of having independent academic representation on both bodies.
  - b. It would be helpful to consider the need for co-opted members on Finance Committee.
  - c. There would be a review of the skills mix on Council and its subcommittees once the new independent members were in place.
3. The Committee thanked departing members Chris Thompson, and Profs Ian Hamilton, Monica Brito-Vieira and Richard Ogden (honorary degree business only) for their contributions to CNC's work.

##### External governance developments

The Committee **considered** an update on external governance developments, including the recent Gillies and Council for the Defence of British Universities (CDBU) Reports. It **noted**:

1. In the interests of transparency, there was a need to improve reporting to Council from its two reference groups relating to (a) budget matters and (b) Mumbai, and provide an audit trail for what had been discussed and advised.
2. The practice of having the Chairs of Finance Committee and ARC attend each other committee's meetings had been called into question by the Gillies Report. The Chair and the Chairs of Finance Committee and ARC **noted** the benefits of the practice, whilst recognising the issues involved.

##### Council Equality, Diversity and Inclusion Action Plan: next steps

The Committee **observed** that there was a need for Council to broaden its focus beyond appointment and co-option of new members to encompass university life as a whole and listen to voices across campus. Deeper thinking in relation to EDI considerations within individual items of business would be welcome. There was a further need to identify an EDI lead from amongst Council membership (to succeed Professor Bruce), to actively invite reflection in this space on a regular basis.

##### Academic Freedom and Freedom of Speech

The Committee **considered** an update on the work of the Working Group set up to consider the implications of the recent OfS and Supreme Court rulings. It **noted**:

1. UEB was supportive of a phased approach to responding to the OfS Regulatory Advice. Discussions at a recent Advance HE event had further indicated that the OfS was still finding its feet in relation to this

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area, and that a considered approach to implementation would be prudent, with reference to how the sector as a whole was responding.

2. The importance of implementing the Institutional Policy Framework (IPF), as recently highlighted by ARC. A proposed action plan and timeline would be presented to PSEB the following week, towards establishing and populating an online policy zone by 1 October. Work would also be needed to align existing documents with the IPF's typology and templates: the timescale for this would be determined at PSEB.
3. Given the preoccupations of the current US administration, it was possible that the forthcoming audit of the University's US funding would include questions relating to institutional approaches to freedom of speech and EDI matters.

The Committee **recommended for Council approval** revisions to the joint University-York Students' Union *Code of Practice on Academic Freedom and Freedom of Speech*, with the University Secretary having authority to approve any consequential changes to any associated procedures.

### Revisions to the Ordinances and Regulations

1. The Committee **recommended for Council approval** proposed revisions to Ordinances 7 and 8 relating to the terms of office for key Council-related roles. It further **noted**:
  - a. Details of a revision to Ordinance 7.3.9.4, relating to the terms of office for Pro-Vice-Chancellors, which had been approved by Chair's action on behalf of Council.
  - b. Details of the pilot relating to Boards of Studies which would be taking place in 2025-26 reporting to Senate, with potential implications for Ordinance 15.
  - c. There was a need to revisit Ordinance 7.4 in relation to procedures for removal of the Chair of Council, including the role of Chancellor and routes for appeal, and removing references to Court.
2. The Committee **recommended for Council approval** revisions to Regulation 11: Using University Information. The Committee **noted**:
  - a. Given the complexity of the area, the importance of simple and accessible communication with relatable examples for the various User groups. The Committee **agreed** that Council members should be asked to help with trialling communications for 'Other' users (i.e. besides staff and students).
  - b. The requirement to use University-managed channels for University business (rather than e.g. personal email accounts) might prove challenging for some Council members, but reflected the Chair's desired direction of travel. The Committee recognised the importance of robust practice in relation to information sharing.

### Declaring interests, managing conflicts of interest and gifts and hospitality

The Committee **approved** the revised *Policy on declaring interests, managing conflicts of interest, and gifts and hospitality*, subject to finalisation of the section on gifts and hospitality via Chair's action. It **noted** that UEB had identified a need for greater clarity regarding the requirements for declaration in relation to hospitality, and offered suggestions towards a revised approach.

### Scheme of Delegated Approvals (SoDA)

The Committee **noted** updates to the University's Scheme of Delegated Approvals for 2024/25, which had been approved by the University Secretary under delegated authority from Council. It further **noted**:

1. Its support for the wider review of the SoDA planned for autumn 2025.
2. Regarding international partnerships, it would be sensible to mitigate any risks associated with individuals signing off a significant volume of 'other international activity' without co-ordination and oversight.
3. The Chair requested assurance regarding the rationale for the proposal to raise the threshold for signoff of procurement contracts by Professional Service Directors from £100k to £500k.

The Committee further **agreed** that a copy of the Contracts Framework would be included as part of the report to ARC on governance in support of legal compliance planned for the next academic year.