

Articles of Government

ARTICLES OF GOVERNMENT OF MIDDLESEX UNIVERSITY

In exercise of the powers conferred upon it by section 125 of the Education Reform Act 1988, the Middlesex University Higher Education Corporation makes the following Articles of Government in accordance with which Middlesex University shall be conducted:

1. INTERPRETATION

- 1.1 In these Articles words and expressions shall have the meanings ascribed to them in paragraph 1 of the Instrument of Government made by the Privy Council on 29 March 1993.

2. CONDUCT OF THE UNIVERSITY

- 2.1 The University shall be conducted in accordance with the provisions of the Education Acts 1944 to 2004, any subsequent Education Acts, any relevant regulations, orders or directions made by the Secretary of State, or by the Privy Council, and subject to those, in accordance with the provisions of the Instrument, these Articles and any rules or bye-laws made under these Articles.

3. RESPONSIBILITIES OF BOARD OF GOVERNORS, VICE-CHANCELLOR AND ACADEMIC BOARD

3.1 The Board of Governors

The Board of Governors shall be responsible for:

- 3.1.1 the determination of the educational character and mission of the University and for oversight of its activities;
- 3.1.2 the effective and efficient use of resources, the solvency of the University and the Corporation and for safeguarding their assets;
- 3.1.3 approving annual estimates of income and expenditure;
- 3.1.4 the appointment or dismissal of the Vice-Chancellor and of Senior Post holders and the Clerk to the Board;
- 3.1.5 approving the framework for employing staff and other contractors and regulating their employment;
- 3.1.6 ensuring that there are in place policies and procedures for the government and conduct of the institution, for dealing with staff performance, discipline, dismissal and grievance, and for dealing with student discipline, complaints and academic appeals.

3.2 The Vice-Chancellor

Subject to the responsibilities of the Board of Governors, the Vice-Chancellor shall be the chief executive of the University, and shall be responsible to the Board of Governors for the conduct of the University, including:

- 3.2.1 responsibility for making proposals to the Board of Governors about the educational character and mission of the University, and for implementing the decisions of the Board of Governors;

- 3.2.2 responsibility for the organisation, direction and management of the University and leadership of the staff;
- 3.2.3 responsibility for the appointment, assignment, grading, appraisal, suspension, dismissal, and determination – within the framework set by the Board of Governors – of the pay and conditions of service of staff;
- 3.2.4 responsibility for the determination, after consultation with the Academic Board, of the University's academic activities, and for the determination of its other activities;
- 3.2.5 responsibility for preparing annual estimates of income and expenditure, for consideration by the Board of Governors, and for the management of budget and resources, within the estimates approved by the Board of Governors; and
- 3.2.6 responsibility for the maintenance of student discipline and, within the rules and procedures provided for within these Articles, for the suspension or expulsion of students on disciplinary grounds.

3.3 The Academic Board

There shall be an Academic Board of the University, whose membership and procedures for meetings shall be set out in rules or bye-laws.

The Academic Board may establish such committees as it considers necessary to enable it to carry out its responsibilities, subject to the approval of the Vice Chancellor.

Subject to the provisions of these Articles, to the overall responsibility of the Board of Governors, and to the responsibilities of the Vice-Chancellor, the Academic Board shall be the academic authority of the University and in particular responsible for:

- 3.3.1 general issues relating to the research, scholarship, teaching and courses at the University, including criteria for the admission of students; the appointment and removal of internal and external examiners; policies and procedures for assessment and examination of the academic performance of students; the content of the curriculum; academic standards and the validation and review of courses; the procedures for the award of qualifications and honorary academic titles; and the procedures for the expulsion of students for academic reasons. Such responsibilities shall be subject to the requirements of validating and accrediting bodies;
- 3.3.2 considering the development of the academic activities of the University and the resources needed to support them and for advising the Vice-Chancellor and the Board of Governors on those matters; and
- 3.3.3 advising on such other matters as the Board of Governors or the Vice-Chancellor may refer to the Academic Board.

The Board of Governors, after consultation with the Academic Board and representatives of the students, shall ensure that there are procedures allowing students to raise matters of proper concern to them at all the appropriate levels of the University.

4. DELEGATION OF FUNCTIONS AND COMMITTEES

- 4.1 Subject to the following provisions of this Article, the Board of Governors may establish committees for any purpose or function, other than those assigned elsewhere in these Articles to the Vice-Chancellor or to the Academic Board, and may delegate power to such committees or to the Chairman of the Board of Governors or to the Vice-Chancellor.
- 4.2 The Board of Governors shall establish an Audit Committee. It may establish committees to determine or advise on matters relating to finance or to employment policies. The membership of these committees shall be drawn from the Board of Governors other than staff or student Governors.
- 4.3 The Board of Governors shall not delegate the following:
- 4.3.1 the determination of the educational character and mission of the University;
 - 4.3.2 the approval of the annual estimates of income and expenditure;
 - 4.3.3 ensuring the solvency of the University and the Corporation and the safeguarding of their assets;
 - 4.3.4 the appointment or dismissal of the Vice-Chancellor and of senior post holders and the Clerk to the Board; or
 - 4.3.5 the varying or revoking of these Articles.

5. PROCEDURES FOR MEETINGS

- 5.1 The quorum for meetings of the Board of Governors shall be one-third of the actual current membership (rounded up to the next whole number where the calculation of one third does not produce a whole number), with at least half of those present being independent members.
- 5.2 Members of the Board of Governors shall not be bound in their speaking and voting by mandates given to them by other bodies or persons, except where acting as a proxy for another member.
- 5.3 The Board of Governors shall make rules or bye-laws for the conduct of meetings of the Board and its committees and of Academic Board and its committees.
- 5.4 The Board of Governors shall make rules or bye-laws for the appointment of officers who shall include a Chair and Deputy Chair; and for the appointment of members.

6. STUDENTS' UNION

- 6.1 A students' union shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Board of Governors and shall present audited accounts annually to the Board of Governors. No amendment to or rescission of that constitution, in part or in whole, shall be valid unless and until approved by the Board of Governors.

7. DISMISSAL OF HOLDERS OF SENIOR POSTS INCLUDING THE VICE-CHANCELLOR AND THE CLERK TO THE BOARD OF GOVERNORS

- 7.1 If the Chair of the Board of Governors, or in his/her absence the Deputy Chair, or a majority of the members of the Board of Governors, consider that it may be appropriate for the Board to dismiss the holder of a senior post, the Chair, Deputy

Chair or Board of Governors as appropriate shall refer the matter to a Special Committee of the Board, which shall be convened as soon as possible to examine the facts, otherwise investigate the grounds of dismissal, and to make a report to the Board of Governors.

- 7.2 The person whose dismissal is to be considered by the Special Committee shall have the right to make representations to the Committee, including oral representation, for which purpose he or she may be accompanied and represented by a friend.
- 7.3 The Special Committee shall prepare a written report for consideration by the Board of Governors, a copy of which shall be sent to the person to whom it relates. The report shall set out the facts relating to the case, and any considerations which the Committee considers should be taken into account in the Board's consideration of the matter. The report should not contain recommendations as to the decision to be taken by the Board.
- 7.4 The Board of Governors shall consider the report of the Special Committee and take such action as it considers appropriate, which may include the dismissal of the person concerned. The person concerned shall have the right to make representations to the Board of Governors, including oral representations for which purpose he or she may be accompanied and represented by a friend.
- 7.5 The Special Committee shall consist of five members of the Board of Governors. The Chair of the Board of Governors, the Deputy Chair and the Vice-Chancellor shall not be eligible for membership of the Special Committee.
- 7.6 The person concerned shall have the right of appeal to the Board, including oral representation, for which purpose he/she may be accompanied and represented by a colleague or staff representative. Any appeal shall be heard by the Board, normally chaired by the Chair, but excluding any member of the Board who has been a member of the Special Committee. The Board of Governors shall make rules specifying procedures for the conduct of the Special Committee and all other matters relevant to the dismissal of holders of senior posts.

8. FINANCIAL MATTERS

- 8.1 The Board of Governors shall keep accounts and records, and appoint auditors.

9. RULES AND BYE-LAWS

- 9.1 The Board of Governors shall have power to make rules and bye-laws concerning such matters with regard to the government and conduct of the University as it shall think fit. Such rules and bye-laws shall be subject to the provisions of these Articles.
- 9.2 In making rules under Article 8 (1), the Board of Governors shall have regard to the need to ensure that members of the University have freedom within the law to question and test received wisdom, and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy or losing their jobs or any privileges they may have at the University.

10. AMENDMENT OF ARTICLES

- 10.1 These Articles may be amended or replaced by a resolution of the Corporation either with the approval of the Privy Council or as required by the Privy Council, after consultation with the Corporation.

11. DATE OF ARTICLES

11.1 These Articles shall come into operation on 30 March 2012

A handwritten signature in black ink, appearing to read 'Colin Hughes', with a long horizontal flourish extending to the right.

Colin Hughes
Chair of the Board of Governors