

## **Code of Conduct for Council members**

The Council is the University's supreme governing body with strategic oversight and responsibility for all University affairs. The Council members, individually and collectively, agree to abide by the Code of Conduct and comply with Council's Terms of Reference, Standing Orders, Schedule of Delegation and the University's Ethics Code to ensure responsible and ethical decisions are made.

### *Principles*

- Council accepts and abides by the [Nolan Principles of Public Life<sup>i</sup>](#), the Office for Students' [Public Interest Governance Principles<sup>ii</sup>](#) and the duties of trustees as set out in company and charity law.
- Council seeks to comply with the Committee of University Chairs (CUC) [Higher Education Code of Governance<sup>iii</sup>](#) and the key values and elements that demonstrate the Council's commitment to good governance.
- Council endorses and actively advocates for the values, mission and vision of the University.
- Council works collaboratively as a collective in which constructive working relationships are actively promoted within our membership, with the University Executive and with Court, Senate and other University bodies.
- Council members will express views openly, courteously and respectfully, particularly in relation to disagreements or challenge, being mindful that any challenge is to the idea or view and not the individual person. Council members will openly listen to all views as well as constructively contribute to discussion and debate. Council members will also afford the same to those who are in attendance at Council for the presentation of business matters or in relation to advice, guidance and support.

### *Responsibilities*

- Council undertakes and accepts collective responsibility in decision-making, including those decisions taken by delegated authority on Council's behalf. Irrespective of personal views on decisions taken by Council, individual members do not pursue or undertake any action that would undermine, prevent or hinder progress and implementation of any decision.
- Council members understand and accept that they have no authority to act individually unless Council has given clear delegated authority and may only speak on behalf of Council when explicitly authorised to do so.
- Council members will not undertake any action, behaviour or verbal expression of views that could bring the University into disrepute.
- Council respects the principle of subsidiarity and the delegated authority and remit that the Council sub committees retain on behalf of Council.
- Council members commit to avoiding any conflict between their private interests, personal relationships and their duty to the University, and will submit an annual

Declaration for inclusion on the Register of Interests. Equally, Council members will not leverage their position on Council for personal gain or in relation to the conduct of business outside of Council.

### *Meetings*

- Council members will prepare for all meetings, including reading the agenda papers and supporting information in advance so as to be able to contribute meaningfully to discussions, deliberations and the decision-making of Council.
- Council members will observe strict confidentiality when business matters and related papers are deemed as such, including when they relate to individual colleagues or students.
- The meetings of Council will not be used to air grievances about colleagues, policies or processes. Any concerns in relation to the workings of the University that is not for Council to deliberate on will be routed through the standard university business processes with advice sought from the University Secretary or Governance team if needs be to determine the appropriate path.

All Council members commit to comply with this Code of Conduct. It is understood by Council members that any material breach, or any actual or perceived damage to Council, the University or individual members of the University community by any act or behaviour of a Council member, will be reviewed and addressed as appropriate, which could result in the removal of the individual from the Council membership.

### *Supporting documents:*

Council [Terms of Reference](#)

Council [Standing Orders](#)

Council [Schedule of Delegation](#)

University [Ethics Code](#)

Council [Declaration of Interest Policy](#)

**Approved by Council: 28 November 2025**

---

<sup>i</sup> Nolan Principles: Selflessness, integrity, objectivity, accountability, openness, honesty, leadership.

<sup>ii</sup> OfS Public interest governance principles: Academic freedom, accountability, student engagement, academic governance, risk management, value for money, freedom of speech, governing body, fit an

<sup>iii</sup> CUC Code of Governance – Values: Integrity, Sustainability, Inclusivity, Excellence, Innovation and growth, Community. Primary Elements of HE Governance: Accountability, Sustainability, Reputation, Equality, inclusivity and diversity, Effectiveness and Engagement.