

THE COUNCIL

Council Member

DUTIES AND EXPECTATIONS OF ROLE

1 Formal Role

a) The Council

All persons appointed to the Council are expected to respect and uphold the University's mission, as set out in its Charter, and to be committed to its core values and objects.

The main responsibilities of the Council, and thereby the primary duties of a member, are set out in its Statement of Role and Primary Responsibilities. They may be summarised as follow:

- Proper Conduct of Public Business
- Ensuring that the Mission of the University is fulfilled
- Strategic Planning
- Monitoring Effectiveness and Performance
- Finance
- Audit and Risk
- Estate Management
- Human Resource Management
- Equality and Diversity
- Health and Safety
- Student's Union

The Council is collectively responsible for overseeing the University's activities, determining its future direction and fostering an environment in which the University mission is achieved, and the potential of all learners is maximised. Members should assure the University's corporate responsibilities and obligations under law, regulation, and public and University policy as appropriate, with reference to national expectations and guidance on qualifications frameworks, and the assurance of academic quality and standards in higher education. Members will be expected to gain knowledge of the Open University's governance framework, including the [Charter and Statutes](#), standing orders and schedules of delegation, codes of governance, and the relevant law, regulation, and policies and procedures.

The Open University is an exempt charity as well as a legally independent corporate institution. Members of the Council are therefore trustees of a charitable body, and have the responsibilities and potential liabilities that go with trustee status. Members have a responsibility to understand the Charities Act and their role as a trustee. This includes accepting ultimate responsibility for the affairs of the University, acting in the University's best interests and managing the University's resources responsibly (including financial resources). The Charity Commission publishes [guidance for trustees](#), which explains the responsibilities a Council member has to the University.

The Council and its committees exercise their responsibilities in a corporate manner and decisions are taken collectively by all of the members acting as a body. Members should

not take decisions outside of meetings of the Council and its committees, whether individually or as representatives of a constituency or an informal group.

Upon commencing appointment, members of the Council are required to declare any financial, family or other personal interest, direct or indirect, and this is noted in the Register of Members' Interests.

Members are expected to adhere to the University's Code of Conduct, which sets out the standards and expectations around the roles, responsibilities, behaviours and attitudes that support the core governance of the University and enable it to function effectively. This requires members to demonstrate high ethical and professional standards acting in good faith, honestly and properly, exercising appropriate care and diligence in accordance with the accepted [Seven Principles of Public Life](#) (Nolan Principles) drawn up by the [Committee on Standards in Public Life](#), which embrace selflessness, integrity, objectivity, accountability, openness, honesty and leadership, and the additional principles of public service and respect identified in the Nine Principles of Public Life in Scotland.

b) Council Committees

External members are normally expected to become a member of at least one of the Council's committees, as part of their role. The Council will endeavour to appoint a member to a Committee where their skills and experience can make the most positive contribution. Members may also have an opportunity to contribute specific expertise by serving on working groups established by the Council for specific purposes.

2 Other Activities

Members are expected to engage with the University, not only through meetings and committees, but also by taking advantage of other opportunities to foster understanding of the University's business, functions and departments.

External co-opted members of the Council and Council committees should attend at least one award ceremony each year and are strongly encouraged to attend other University functions, such as open days, lectures, etc.

Members are also expected to promote the interests of the University. They can work on behalf of the University in many ways, including:

- As ambassadors outside the University
- Within the University by communicating with different groups of staff and students, explaining the work of the Council and gathering opinions.
- On behalf of the University on formal occasions and in other national University and Higher Education events.

TERM AND TIME COMMITMENT

The initial appointment of a Council member is for four years. Members may be appointed for a second term of up to four years, subject to the needs of the University and the balance of skills, experience and diversity required on the Council. The maximum period of office is eight years. Student members are appointed by the OU Students Association for a term of two years; and are eligible to serve a second term.

The Council normally meets at least 5 times per year, in March, May, July, September and November, but will call additional meetings if business dictates. Meetings are held in Milton Keynes and in one of each of the four UK nations and one English region annually. Formal business is combined with strategic or development events, so

meetings usually take place over a whole day. The September meeting is normally the Strategy and Development Day. In addition, the Council has a joint meeting with the Senate in April.

Most Council Committees meet 3-4 times per year.

Time is also needed to keep up with the Council and other committee papers, and with other significant University documents.

QUALITIES REQUIRED

Members should demonstrate the following qualities, skills and experience:

- a) enthusiasm for and commitment to the mission of the Open University, and its values, aims and objectives, particularly diversity and widening participation;
- b) passion for the higher education sector in the UK;
- c) a strategic mind-set, good analytical and communication skills and the ability to identify key issues;
- d) good communication skills at all levels;
- e) ability to act fairly and impartially in the interests of the University as a whole, using independent judgement and maintaining confidentiality as appropriate;
- f) ability to establish a good working relationship with the Chair, and work with them to provide appropriate support and challenge to the executive, whilst respecting the boundaries of a non-executive's remit;
- g) well-developed stakeholder engagement abilities; and
- h) not overtly party political.; and

Desirable:

- i) an appreciation of the national and international issues of relevance to the operation of the OU.

SKILLS AND EXPERIENCE REQUIRED

The University aims to have a diverse skill set amongst the membership of the OU Council, so the specific skills and experience of potential candidates will vary according to the current membership. This could include the ability to make a meaningful contribution to one of more Committees of the Council