

## **ASSOCIATION OF COMMONWEALTH UNIVERSITIES**

### **Role description for members of the Council**

#### **1. Membership**

- a) Members are expected to play their part in ensuring that the necessary business of the Council is carried out efficiently, effectively, and in a manner appropriate for the proper conduct of public business. They are expected to make rational and constructive contributions to debate and to make their knowledge and expertise available to the Council as the need arises.
- b) Members are responsible for ensuring that the Council acts in accordance with the Charter and Statutes of the ACU and with its Code of Governance, and should seek advice from the secretary to the Council in any case of uncertainty.
- c) Members are required to accept collective responsibility for the decisions reached by the Council. They will need to bear in mind the interests of their constituency or group but should always act in the best interests of the Association as a whole, using independent judgement and maintaining confidentiality as appropriate.

#### **2. Standards**

- a) The standards required of members of the Association's Council are set out in its Code of Governance. Members are expected to regulate their personal conduct in their Council role in accordance with these standards.
- b) Members must make a full and timely disclosure of personal interests to the secretary in accordance with the procedures approved by Council. They must as soon as practicable disclose any interest which they have in any matter under discussion and accept the ruling of the Chair in relation to the management of that situation, in order that the integrity of the business of the Council and its Committees may be and may be seen to be maintained.
- c) Since the ACU is a charity, members of the Council have a responsibility for ensuring that the Council exercises efficient and effective use of the Association's resources for the furtherance of its charitable purposes, maintains its long-term financial viability, and safeguards its assets; this includes responsibility for the establishment of mechanisms to ensure financial control and the prevention of fraud.

#### **3. The Business of the ACU**

- a) The duties of the Council are set out in the Statement of Primary Responsibilities which accompany this document. Members are required to familiarise themselves with these responsibilities and to ensure that they are carried out.

b) Members should endeavour to establish constructive and supportive contacts with the ACU's staff whilst recognising the need for, and maintaining at all times, a clear separation between governance and executive management.

c) Members of Council may be appointed to one or more of the Council's committees and, if so, are expected to play a full part in the business of those committees.

#### **4. The External Role**

a) Members may be asked to represent the Association externally and will be fully briefed by the ACU's staff to enable them to carry out this role effectively.

b) Members may be asked to use personal influence and networking skills on behalf of the Association.

c) Members may be asked to play a role in liaising between key stakeholders and the ACU, possibly in fund-raising. They will be fully briefed by the ACU's staff to enable them to carry out this role effectively. It is particularly important that this role is exercised in a carefully co-ordinated fashion with the Secretary General.

#### **5. Personal**

a) Membership of the Council is not remunerated, but members may reclaim travel and other expenses which are not met by their university in accordance with the ACU's arrangements.

b) A letter accompanying this role description will be sent to all new members of the Council setting out the formal start date and duration of appointment. Membership of the Council will end if the member's university withdraws from the Association.

c) In view of the potentially heavy personal liability of trustees under English law, the Association takes out indemnity insurance to protect individual members of Council.

d) Should a member of Council retire or resign during the course of his/her appointment as executive head of his/her institution he/she will remain on the Council until the date of the next election of Council members unless, in the meantime, the National University Association which may have nominated him/her advises the ACU differently.

e) A member of Council whose university, despite reminders, is in arrears with its ACU membership subscriptions will be asked to stand down from the Council. A substitute may be co-opted to fill the vacancy so caused.

June 2009

*Attachment: Statement of Primary Responsibilities*