

## **STANDING ORDERS OF THE COUNCIL (2009)**

### ***Statute 22 (Meetings of Council) provides:***

- a) *The Council shall meet at least once each year.*
- b) *A special meeting may be convened at any time on the written request of the Pro Chancellor or at least ten members of the Council.*
- c) *A quorum for all meetings of the Council shall be half of the current members, of whom not fewer than eight shall be members (or alternate members) appointed by the regional members.*
- d) *Meetings of the Council shall be conducted in accordance with Statute 33 (Procedure).*

### ***Statute 23 (Circulation of Council Resolutions) provides***

- a) *At the discretion of the Pro Chancellor or of the Executive Committee, anything that may be done by a resolution passed at a meeting of the Council may be done by the Council without a meeting by means of a resolution signed in accordance with paragraph (2).*
- b) *For the purposes of this statute, a resolution shall be passed by the Council if:*
  - i. *A copy of the resolution has been served in accordance with Statute 34 on each member of the Council at that member's last known address; and*
  - ii. *In the case of an ordinary resolution, the resolution is signed as approved by at least half of the members then holding office.*
  - iii. *In case of a special resolution, the resolution has been signed as approved by at least three-quarters of the Council members and otherwise in accordance with Article 26 (1) of the Charter.*

### ***Statute 25 (other committees of Council) provides:***

- a) *The Council may from time to time establish such other standing or special committees as it may think fit.*
- b) *The Council may appoint persons who are not members of the Council as members of committees (other than the Executive Committee) provided that Council members comprise at least half the members of any committee.*

- c) *Every committee shall report to each meeting of the Council and, if required by the Council, to the Executive Committee of the Council.*
- d) *Unless otherwise specifically provided in these Statutes, the Pro Chancellor and the Vice-Chancellor shall be ex-officio members of all committees of the Council. In the absence of the Pro Chancellor or the Vice-Chancellor, the Deputy Chair or a Deputy Vice-Chancellor respectively shall deputise on such committees.*

**Statute 33 (Procedure) provides:**

- a) *Every matter shall be determined by the majority of the members present and voting on the question. In case of equality of votes, the person presiding at the meeting shall have a casting vote, whether or not he or she has voted on the motion;*
- b) *Subject to these Statutes, the bodies described in this Statute may determine the time and place of its meetings and the procedure to be followed at the meetings, and may make Standing Orders for the purpose of regulating its procedure.*
- c) *Standing Orders have the status of an Ordinance of the University.*

**Statute 13(2) (Alternate Members) provides:**

*The following people attend the Council as non-voting participants:*

*The Registrar;*

*The Director of Finance;*

*Staff members at the request of the Vice-Chancellor;*

*Any other persons at the request or with the permission of the Pro Chancellor.*

**Statute 19 (Proceedings of the Council not affected by vacancies, etc)**

*Subject to the quorum requirements in Statute 22(3), no act or proceeding of the Council, any committee of the Council or any person acting as a member of the Council, shall be invalidated in consequence of there being a vacancy or vacancies in the membership of the Council at the time of that act or proceeding, or if there was some defect in the appointment or qualification of any member of the Council, or a defect in the convening of any meeting of the Council.*

**Statute 20 (Disclosure of Interest) provides:**

- a) *A member of the Council, Senate or of a committee of the Council or Senate who has an interest in a matter being considered or about to be considered*

*by the Council, Senate or the committee, as the case may be, shall, as soon as possible after the relevant facts have come to the member's knowledge, disclose the nature of the interest to the Pro Chancellor or the chair of the body concerned.*

- b) *A disclosure under subsection (1) shall be recorded in the minutes of the meeting of the Council, Senate or the committee of the Council and the member shall not, unless the Council, Senate or committee decides otherwise:*
- i. be present at any deliberation of the Council, Senate or the committee with respect to that matter; or*
  - ii. take part in any decision of the Council, Senate or the committee with respect to that matter.*
- c) *For the purposes of this Statute and Statute 11 (The Auditor), a person has an interest in a matter if the matter relates to that person, or if a close family member or a business associate of that person has a financial interest (including any employment relationship) in relation to the matter being discussed or would otherwise be directly affected by the outcome of a decision in that matter.*

## **1. Meetings of the Council**

- 1.1 The Council must meet at least once a year, and such other times as it decides. Where possible, one meeting a year shall be held in a member country of the University other than Fiji.
- 1.2 A special meeting of the Council may be convened at any time on the written request of the Pro Chancellor or upon receipt of a request in writing stating the business to be transacted addressed to the Secretary to Council by any 10 members of the Council.
- 1.3 Where necessary, the Council may also make urgent decisions by circulating a resolution in accordance with Statute 23. In such a case, the Pro Chancellor or Deputy Chair of Council must approve any resolution to be sent out, and the Secretary to the Council is responsible for ensuring the resolution is sent out to all members. The Secretary must also communicate the result of voting on the resolution to members as soon as the result is known.
- 1.4 In addition to the Secretary to Council and Director of Finance who attend all Council meetings, the Vice-Chancellor may require the attendance of other staff members of the University who, because of the nature of the business to be discussed, have some specialist knowledge of advantage to the Council. The Pro Chancellor may request or allow the attendance of other persons from time to time.

## **2. Chair and Secretary**

- 2.1 The Pro Chancellor shall be Chair of the Council. In the absence of the Pro Chancellor, the Deputy Chair of Council must take the Chair and, in the absence of both, the members present must elect from among themselves a person to take the Chair at that meeting. The person so elected has all the powers of the Chair. The Secretary to the Council takes the chair for the purpose of conducting an election required by this Ordinance.
- 2.2 The Council must appoint a person to be the Secretary of the Council. The Secretary must keep the minutes of all business transacted by the Council.

## **3. Notice of Meeting and Agenda**

- 3.1 Notice of any ordinary meeting of the Council must be sent to each member at least forty-five (45) days before the meeting is to be held. The notice is to be accompanied by a request for any agenda items to be sent to the Secretary of the Council no later than thirty (30) days before the meeting.
- 3.2 The items for the agenda must be drawn up by the Secretary of the Council and approved by the Chair.
- 3.3 The agenda and papers for all meetings of the Council must be given to each member of the Council not less than ten (10) working days before the meeting.
- 3.4 Business to be transacted at any meeting must be specified in the agenda and except with the leave of the Council, no other business must be transacted.

## **4. Quorum of the Council**

- 4.1 A quorum for all meetings of the Council is half the current members of whom not fewer than eight must be regional members of the Council.
- 4.2 If, after 30 minutes from the time specified for the meeting to start a quorum is not present, the Chair may declare the meeting adjourned. The adjournment may be to a fixed time and place or to an unspecified date not exceeding a given period.
- 4.3 The Secretary at any time during the course of the meeting must inform the Chair if a quorum does not appear to be present and, if a quorum is not present, the Chair must declare the meeting adjourned.

## **5. Organisation of Business**

- 5.1 At every ordinary meeting of the Council minutes of previous meetings not previously confirmed must be submitted for confirmation as a correct record before any other business is transacted.
- 5.2 The agenda is to be arranged in the following order but the Chair, with the leave of the Council, may take the business in any order:
- a) Attendances and apologies;
  - b) Adoption of Agenda;
  - c) Approval of minutes and matters arising;
  - d) Pro Chancellor's report;
  - e) Vice-Chancellor's report;
  - f) Financial Matters;
  - g) Staffing Matters;
  - h) Academic Matters;
  - i) Student Matters;
  - j) General Matters.
- 5.3 Where confidential or sensitive matters are before the Council, the Chair may decide, or any member may propose, that the meeting move into committee. If the Council moves into committee, no person who is not a member of the Council apart from the Secretary of the Council and any person specifically requested by the Chair may remain in the meeting.
- 5.4 When the meeting moves out of committee, the Chair will advise the meeting as a whole of any resolutions made while in committee, unless the Council in committee has decided it is not appropriate to do so.

## **6. Functions and Powers of the Chair**

The Chair has the following functions, duties and powers:

- (a) to be fully informed as to the business and objects of the meeting;  
to determine that the meeting is properly constituted and a quorum is present;  
to decide who is entitled to address the meeting;  
to preserve order and ensure that the proceedings are conducted in a proper manner;
- (e) to confine the discussion within the scope of the relevant agenda items under discussion and reasonable time limits;
- (f) to decide whether proposed motions and amendments are in order;

- (g) to rule on points of order and any other incidental matter which requires decision at the time;
- (h) to regulate discussion in the meeting;
- (i) to adjourn the meeting where prevailing circumstance justify such an action; and
- (j) to declare the meeting closed.

## **7. Procedure at Meetings**

- 7.1 Every member when speaking must address the Chair.
- 7.2 Except with the approval of the meeting, no member may speak on a motion in which he or she has a conflict of interest as defined in Statute 22. The Chair may request a member with such an interest to leave the meeting during the discussion of that motion.
- 7.3 Except by leave of at least two-thirds of the members present at any meeting of the Council, new business must not be introduced at that meeting after the agenda has been agreed.

## **8. Motions and amendments**

- 8.1 Subject to the provisions of this Ordinance, all business of the Council must be decided by consensus or by resolution moved and seconded by a member of the Council.
- 8.2 The following motions or resolutions do not require to be seconded:
  - (a) Motions of which due notice has been given;
  - (b) Resolutions to the Council of any committee of the Council;
  - (c) Motions moved from the Chair; and
  - (d) Motions relating to the order of business.
- 8.3 Any other motion, and any amendment which is not seconded, will not be discussed and will not be entered in the minutes unless the Council specifically so resolves.
- 8.4 Except with the leave of the Council, no motion or amendment may be proposed if it is the same in substance as any question which has already been resolved by the Council during the same meeting.
- 8.5 If an amendment to a motion under consideration is proposed and seconded,

the debate must be addressed to the amendment and not the original motion.

- 8.6 After a motion or amendment has been moved and seconded it cannot be withdrawn without the leave of the Council.
- 8.7 No amendment may be proposed to an amendment motion, but a member may give notice of an intention to move a further amendment to the original motion at the conclusion of the debate on the first amendment.
- 8.8 The debate on any motion may be interrupted by the raising of a question of order or by a motion for the reading of any document relevant to the matter. Such procedural questions or motions do not need to be seconded. If any question of order be raised it must be dealt with by the Chair before any further considerations of the motion before the Council.
- 8.9 The debate on any motion may be superseded by a motion that -
  - a) the meeting adjourn; or
  - b) the question be put; or
  - c) the Council proceed to the next business.
- 8.10 If the motion is not carried the previous business is resumed.
- 8.11 The proposer of the original motion shall be at liberty to reply to the debate before the motion is put to the vote.

## **9. Voting**

- 9.1 Every question before the Council, apart from special resolutions requiring a majority of three-quarters of the members present and voting, must be decided by a consensus or a simple majority of the valid votes recorded thereon.
- 9.2 Where a consensus is evident, the Chair need not call for a vote, but any member may request a vote.
- 9.3 Voting will normally be by a show of hands unless a secret ballot is provided for by the Ordinances or called for (and seconded) by any two members. The Chair must declare the result of the voting and the Chair's declaration of the result is final.
- 9.4 If a member who has voted against a resolution or has abstained from voting requests that his or her vote be recorded in the minutes, it must be recorded accordingly.
- 9.5 If a secret ballot is provided for or is called for by members, a secret ballot must be conducted by the Secretary, who must declare the result of the ballot.

- 9.6 The Chair has a deliberative vote and, in the case of an equality of votes, also has a casting vote.
- 9.7 No resolution of the Council can be rescinded or varied within 12 months of being passed except with the consent of two-thirds of those present and voting.

## **10 Appointment of Committees**

- 10.1 The Council may from time to time establish such standing, joint or special committees. Committees other than the Executive Committee may include persons who are not members of the Council provided that at least half the members of any committee are members of the Council.
- 10.2 The Council may delegate any of its powers, duties and functions to any committee apart from those which the Charter or Statutes require the Council itself to perform. Any committee may, without confirmation by the Council, exercise those powers or perform those duties or function as the Council could itself have exercised or performed them:
- 10.3 All committees must report to each meeting of the Council on the exercise of any powers and the performance of any duty or function which the Council has delegated thereto.
- 10.4 The quorum for any Committee of Council must be determined by the Council but must be at least half the current members of that committee.
- 10.5 The list of all such committees and their delegated powers must be placed before the Council at its October meeting every two years for approval.

## **11 Suspension of Standing Orders**

These Orders or any of them may be suspended by resolution supported by not less than three-quarters of the members present.