



## EDUCATION ACT 2001

### INSTRUMENT OF GOVERNMENT OF THE UNIVERSITY COLLEGE ISLE OF MAN

The Department of Education and Children makes this Instrument of Government under section 33(2)(a) of the Education Act 2001<sup>1</sup>

#### 1. Commencement

This Instrument shall come into operation on 1st May 2016.

#### 2. Interpretation

In this Instrument —

"academic year" means a year commencing on 1st September;

"appointed member" means a Board member referred to in clause 3(1)(a);

"the code" means the Code of Good Governance for University College Isle of Man;

"the Department" means the Department of Education and Children;

"the Principal" means the Principal of the UCM;

"the Board" means the governing body constituted by clause 3;

"Board member" means a member of the Board of the UCM

"staff member" and "student member" mean a Board member referred to in clause 3(1)(b) and (c) respectively.

"the UCM" means the University College Isle of Man, being the college provided by the Department and incorporating the institutions formerly known as the Isle of Man College of Further and Higher Education, the Isle of Man College and the Isle of Man International Business School;

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<sup>1</sup> 2001 c.33

- (3) The Interpretation Act 1976<sup>2</sup> applies to this Instrument as it applies to an Act of Tynwald.

### **3. Constitution of Board**

- (1) There is constituted a Board of the UCM, which shall consist of not more than 11 members, as follows —
- (a) not more than 5 members appointed by the Department in line with the code;
  - (b) one person, being a Manx National Heritage representative
  - (c) one person, being an Office of Human Resources representative;
  - (d) one person, being a Department representative;
  - (e) one person, being a University of Chester representative;
  - (f) one person, being a member of the permanent staff of the UCM; and
  - (g) one person, being a student at the UCM.
- (3) The staff member shall be elected by the permanent staff of the UCM in accordance with rules made by the Department.
- (4) The student member shall be —
- (a) the president of the Students' Association of the UCM;
  - (b) or such other body representative of the students at the UCM as the Department may direct.
- (5) Schedule 1 shall have effect with respect to the qualifications and term of office of the governors.

### **4. Chair**

- (1) The Board shall formally elect a chair and a vice chair from among the appointed members.
- (2) The chair shall go out of office —
- (a) on 31<sup>st</sup> March two years after which they are elected; or
  - (b) if he or she ceases to be an appointed member, or
  - (c) if he or she resigns by notice in writing to the Department.

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<sup>2</sup> 1976 c.20

**5. Financial interests**

- (1) Except with the approval in writing of the Department, no member shall —
  - (a) take or hold any financial interest in any property held or used for the purposes of the UCM,
  - (b) receive any remuneration for his services except authorised fees, or
  - (c) be interested in the supply of work or goods to or for the purposes of the UCM.
- (2) Where a member has any financial interest, direct or indirect, in any contract or proposed contract or other matter relating to the UCM and is present at a meeting of the Board or of a committee of the Board at which the contract or other matter is the subject of consideration —
  - (a) he or she shall, at the meeting, disclose the fact; and
  - (b) he or she shall then withdraw from the meeting and take no part in the consideration or discussion of or vote on any question with respect to the contract or other matter.
- (3) Paragraphs (1) and (2) do not apply to an interest in a contract or other matter which a governor may have —
  - (a) as a taxpayer or ratepayer or as a resident of the Island, or
  - (b) in the case of the staff member or student member, generally as a member of the permanent staff of the UCM or as a student at the UCM, as the case may be.

**6. Committees etc.**

- (1) Subject to the Articles of Government of the UCM, the Board may appoint a committee to consider and report to it on any matter within the functions of the Board.
- (2) A committee appointed under paragraph (2) may include persons who are not members, but at least two-thirds of the persons appointed to the committee shall be Board members.

**7. Meetings and proceedings**

Schedule 2 shall have effect as respects the meetings and proceedings of the Board and committees of the Board.

**8. Revocation**

The following instruments are revoked —

the instrument of government of the former Isle of Man College

of Further and Higher Education dated 23<sup>rd</sup> November 2011,.

MADE 18<sup>th</sup> April 2016

A handwritten signature in black ink, appearing to read 'T Crookall MLC', with the letters 'MLC' written in a more formal, blocky style to the right of the cursive signature.

T Crookall MLC

Minister for Education and Children

Clause 3(3).

## SCHEDULE 1

### QUALIFICATIONS, APPOINTMENT AND TENURE OF OFFICE OF BOARD MEMBERS

#### *Qualifications: general*

1. (1) No person may be a Board member if he or she —
  - (a) is under 18 years of age;
  - (b) is liable to be detained under the Mental Health Act 1998<sup>3</sup>;
  - (c) has been adjudged bankrupt and has not been discharged and the adjudication has not been annulled;
  - (d) has made a composition or arrangement with his or her creditors and has not been discharged in respect of it;
  - (e) is disqualified to be a Principal of a company by an order of the High Court under the Company Officers (Disqualification) Act 2009<sup>4</sup> or any enactment repealed by that Act.
- (2) No person may be a Board member if —
  - (a) within the last 5 years he or she has been convicted, in the Island or elsewhere, of any offence and has had passed on him a sentence of custody (whether suspended or not) for 3 months or more without the option of a fine;
  - (b) within the last 20 years he or she has been convicted, in the Island or elsewhere, of any offence and has had passed on him a sentence of custody for two and a half years or more;
  - (c) at any time he or she has been convicted, in the Island or elsewhere, of any offence and has had passed on him a sentence of custody for 5 years or more;
  - (d) within the last 5 years he or she has been convicted of an offence under section 21 of the Education Act 2001 (conduct on school and college premises) and sentenced to a fine.
- (3) For the purposes of sub-paragraph (2)(a) to (c) there shall be disregarded any conviction by or before a court outside the Island of an offence which, if the facts giving rise to the offence had taken place in the Island, would not have constituted an offence under the law of the Island.
- (4) Where the Department has directed that a person be disqualified for being a Board member on the ground that —
  - (a) he or she is included in a list maintained under section 2 of the Safeguarding of Vulnerable Groups Act 2006 (an Act of Parliament)<sup>5</sup>; or
  - (b) he or she has refused a request by the Department to consent to the carrying out by or on behalf of the Chief Constable of a check in relation to him or her of any records of convictions or other criminal records, or to the disclosure to the Department of the result of any such check,

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<sup>3</sup> 1998 c.3

<sup>4</sup> 2009 c.4

<sup>5</sup> 2006 c.47

and the direction has not been withdrawn, that person may not be a Board member .

- (5) Where the Department has given a direction in relation to a person under —
  - (a) paragraph 6(f), or
  - (b) any corresponding provision of the instrument of government of a provided school or maintained school or a college provided or maintained by the Department,

that person may not, without the consent in writing of the Department, be a Board member until the expiration of 2 years from the date of the direction.

*Qualifications: appointed Board members*

2. (1) No person may be an appointed Board member if he or she is —
  - (a) a member of the permanent teaching staff at the UCM, or
  - (b) otherwise employed in any capacity at the UCM for more than 40 hours in any month.
- (2) No person may be an appointed a Board member if he or she has held office as an appointed member for a continuous period of 8 years, unless a period of 2 years has elapsed since he or she was last an appointed governor
- (3) For the purpose of calculating a continuous period under sub-paragraph (2) an appointed Board member shall be treated as holding office during any period of less than one year between the date he or she resigned or otherwise ceased to hold office and the date he or she was again appointed.

*Notification of disqualification*

3. Where a Board member ceases to be qualified under paragraph 1(1) or (2) to be a Board member, or under paragraph 2 to be an appointed Board member, he or she shall forthwith give notice of that fact to the Department and to the clerk to the Board.

*Tenure of office: appointed Board members*

4. (1) An appointed Board member shall hold office during the pleasure of the Department, and accordingly may be removed from office by notice in writing by the Department.
- (2) Without prejudice to sub-paragraph (1), an appointed governor shall go out of office if he or she —
  - (a) resigns by notice in writing to the Department;
  - (b) ceases to be qualified to be a Board member under paragraph 1 or 2.
- (3) An appointed Board member may be appointed by the Department as a Board member for a period of 2 years from being first appointed or for a period of 4 years, subject to a maximum of 8 years.

*Tenure of office: staff and student Board members*

5. (1) A staff Board member shall go out of office —
  - (a) subject to sub-paragraph (2), on March 31<sup>st</sup> two years after he or she was elected, or
  - (b) if he or she ceases to be a member of the permanent staff of the College.

- (2) A staff Board member elected to fill a casual vacancy shall go out of office when the person in whose place he or she was elected would ordinarily have gone out of office under sub-paragraph (1)(a).
- (3) A student Board member shall go out of office —
  - (a) if he or she ceases to hold the office of Student President;
  - (b) at the end of the academic year in which he or she is elected,
  - (b) if he or she ceases to be a student at the College.
- (4) A staff governor or student governor shall go out of office —
  - (a) if he or she resigns by notice in writing to the Department;
  - (b) if he or she, without the consent of the Board, fails to attend meetings of the Board for a continuous period of 6 months beginning with the date of a meeting;
  - (c) if he or she ceases to be qualified to be a Board member under paragraph 1;
  - (d) if the Department, after consulting him or her and the Board, by notice in writing to the Board directs that he or she shall cease to be a Board member in any of the following circumstances —
    - (i) where the Department is satisfied that he or she has contravened or failed to comply with clause 5(1) or (2);
    - (ii) where the Department is satisfied that it is not conducive to the proper exercise of the functions of the Board that he or she should continue to be a Board member;
    - (iii) without prejudice to (ii) above, where the Department is satisfied that the education provided at the College, or the interests of the students at the College, will be seriously prejudiced if he or she continues to be a Board member.

*Notification of vacancies*

6. If the clerk to the Board becomes aware that a person has ceased to be a Board member he or she shall forthwith notify the Department.

## SCHEDULE 2

### MEETINGS AND PROCEEDINGS OF THE UCM BOARD AND COMMITTEES

#### *Ordinary meetings*

1. The Board shall hold one meeting in each UCM term.

#### *Additional meetings*

2. (1) Subject to sub-paragraph (2), the Board may hold additional meetings at any time.
- (2) The Department may fix a maximum number of meetings of the Board to be held in any year, and no additional meeting above that maximum may be convened or held without the prior consent of the Department.

#### *Convening of meetings*

3. A meeting of the Board may be convened —
  - (a) by the Department; or
  - (b) subject to paragraph 2(2), by the chair or any 3 Board members,  
by notice in writing to the clerk specifying the matters to be considered at the meeting.

#### *Notice of meeting*

4. Other than in exceptional circumstances, the clerk shall send notice in writing of every meeting of the Board, accompanied by the agenda and any accompanying documents (including the minutes of the previous meeting), to each Board member and to the Department to ensure receipt at least 5 days before the day appointed for the meeting.

#### *Agenda*

5. (1) Items may be submitted for inclusion on the agenda of a meeting of the Board by —
  - (a) the Department;
  - (b) any Board member; and
  - (c) the Principal.
- (2) The chair of the Board or, if he or she is unavailable or there is no chair, the clerk shall, in consultation with the Principal, compile the agenda.

#### *Representation at Board meetings.*

6. (1) The Board, after consulting the Principal, may require any member of the staff of the UCM to attend a meeting of the Board to advise on any matter within his or her specialist knowledge.
- (2) Without prejudice to sub-paragraph (1), the Board may invite any of the following to attend any meeting —
  - (a) any member or officer of the Department,
  - (b) any other person appearing to the Board to be competent to advise on any matter to be considered at the meeting.



#### *Quorum*

7. (1) Six Board members or one half of the whole number of governors, whichever is the lower, shall constitute a quorum of the Board.
- (2) If at the time appointed for a meeting of the Board a quorum is not present, the meeting shall not take place, and the clerk shall appoint a date for a further meeting and notify the Board members of it in accordance with paragraph 4.

#### *Chair*

8. (1) Subject to sub-paragraph (3), the chair of the Board, if present, shall preside at a meeting of the Board.
- (2) If the chair of the Board is absent at the time appointed for a meeting, the vice-chair preside in their place. If both of these are absent the Board members present shall appoint one of their number to preside at the meeting.
- (3) The Department may, at the request of the Board, appoint a member of the Department to preside at a meeting of the Board.
- (4) A member of the Department appointed under sub-paragraph (3) shall not be entitled to vote on any matter, except to give a casting vote under paragraph 9.

#### *Voting*

9. Every question to be determined at a meeting of the Board shall be determined by a majority of the votes of the Board members present and voting on the question, and where there is an equality of votes the person presiding at the meeting shall have a second or casting vote.

#### *Minutes*

10. (1) The names of the persons present at a meeting of the Board shall be recorded.
- (2) The minutes of the proceedings of the Board —
  - (a) shall be kept by the clerk in a book provided for the purpose;
  - (b) shall record any decision taken and any disclosure; and
  - (c) shall be confirmed at the same or next following meeting of the Board and signed by the person presiding at it.
- (3) As soon as the minutes of any meeting of the Board have been drawn up, the clerk shall send a copy to each Board member and to the Department.
- (4) The minutes of the proceedings of the Board shall be open to inspection by any member of the Department and any officer of the Department.
- (5) Paragraphs (1) to (4) apply, with any necessary modifications, to the proceedings of a sub-committee of the Board as they apply to the proceedings of the Board.

#### *Correspondence*

11. The Board may conduct any correspondence relative to its own business, provided that all such correspondence has the prior approval of the chair of the Board.

#### *Confidentiality*

12. Subject to paragraph 10(4), all matters discussed at a meeting of the Board shall be treated as confidential unless otherwise agreed at the meeting.

*Clerk*

13. The Board shall make suitable arrangements for the appointment of a clerk to the Board.

*General*

14. Subject to the articles of government of the UCM, the Board and any sub-committee of it may regulate its own proceedings.