

Summary of Business for
Council Effectiveness and Statutes Review
Project Board



Title	A report on Chair's action
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Date	27 September 2013 redraft of paper circulated for Project Board meeting of 24 July 2013
Status	For information
Document type	For discussion
Summary	This paper discusses the definition of Chair's action
Previous consultation	Tabled on 24 July 2013; discussion postponed to subsequent meeting of Project Board
Resource implications	None
Risk analysis	To introduce a formal definition of Chair's action, and its proper use and limits, would improve the quality of College documentation relating to governance matters
Effective date of introduction	Immediate
Recommendation	The Project Board is asked to DISCUSS the presented definition of Chair's action and ADVISE on further steps requested

Report on Chair's Action

The CUC Guide for Members of Higher Education Governing Bodies in the UK states the following about the use of Chair's action.

Delegation to the Chair

- 2.38 The governing body may grant delegated authority to the chair to act on its behalf between meetings. Policy on this matter should be defined in the governing body's standing orders or equivalent. Action taken under delegated authority will normally consist of business that would not have merited discussion at a governing body meeting (such as the signing of routine documents, and detailed implementation of matters already agreed by the governing body).
- 2.39 Occasionally, matters may arise which are judged too urgent and important to await the next meeting of the governing body. The chair then has the option of calling a special meeting, consulting the members of the governing body by correspondence, or dealing with the matter by chair's action. The chair should be careful not to take decisions by chair's action where it is inappropriate to do so, and not to exceed the scope of the delegated authority granted by the governing body. Chair's action on matters of importance should only be taken where delaying a decision would disadvantage the institution.
- 2.40 The chair is answerable to the governing body for any action taken on its behalf. Where chair's action is taken, a report should be made to the next meeting of the governing body.

As the CUC guidance details the remit of Chair's action, it has until now not been deemed necessary to repeat this in College documentation beyond the sentence in the Council terms of reference which states that Council 'may devolve power to Chair or to Executive Committee to take decisions on its behalf where there is insufficient time to defer till next meeting'. It has not been possible to find record of when Council has explicitly devolved said power.

The Committee's Handbook makes provisions for the Chairs of Committees to take Chair's Action which should only be done 'where a timely decision is essential and where it is not possible to deal with the matter by circulation.' This may only be done, however, after consulting with either the Chair or Vice-Chair of Council.

It is noted in the handbook that any decisions taken by Chair's Action should be reported formally by the Committee Chair or Secretary at the next Committee meeting.

With these documents in mind, and in the interests of parity with Council committee chairs, the following definition of Chair of Council's Action is proposed:

The Chair of Council is delegated the authority by Council to act on its behalf between meetings when decisions must be made which are judged to be of sufficient urgency and importance that it would be detrimental to the institution if the decision were to be delayed. Chair's Action should only be used

when it is not appropriate to wait to convene a special meeting, with the Chair consulting where feasible.

Any decisions taken by Chair's Action shall be reported to the next meeting of Council.

The Project Board is invited to discuss this definition of Chair's action. If acceptable, the definition will be included in College documentation where appropriate.