



## STANDARD OPERATING PROCEDURE

<b>SOP CODE</b> ZOR-007-01	<b>SOP TITLE</b> COUNCIL RULES OF PROCEDURE
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### PART 1

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### PART 2

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### PART 3

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### PART 4 (To be filled in by OOTS, QSU or RSSD)

<input type="checkbox"/> This procedure has been revised and is no longer valid as from:  (Write date)	<input type="checkbox"/> Date of NEXT REVISION is extended until:  (Max. 4 years)	<input type="checkbox"/> SOP rendered obsolete on:  (Write date)
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# Council Rules of Procedure

Approved by Council on the 1 July 2021

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## 1. Introduction

- 1.1. The Council of the University of Malta ("**Council**"), having regard for the legislation and Regulations ("**Regulations**") governing the University of Malta ("**University**"), and having the responsibility to ensure that the University carries out its mission and fulfils its duties at law, has adopted these Council Rules of Procedure ("**Rules**").
- 1.2. The Rules compile the governing principles of the Council from various sources in one document to assist and inform the Council Members ("**Members**") of the legal and operational framework.
- 1.3. Sections in italics denote verbatim extracts from the applicable legislation, as duly referenced and updated automatically if the legislation changes.

## 2. Governance and Legal Framework

- 2.1. The University of Malta operates in accordance with the [Education Act Chapter 327](#).
- 2.2. *The following shall be the governing bodies of the University:*
  - (a) *the Council;*
  - (b) *the Senate;*
  - (c) *the Faculty Boards.*

(Education Act, Chapter 327 - article 74(1))
- 2.3. *The following shall be the Principal Officers of the University:*
  - (a) *the Chancellor;*
  - (b) *the Pro-Chancellor;*
  - (c) *the Rector;*
  - (d) *the Pro-Rectors;*
  - (e) *the Secretary;*
  - (f) *the Deans and Deputy Deans of the Faculties.*

(Education Act, Chapter 327 - article 74(1))
- 2.4. The University shall have the power to make:
  - (a) *[Statutes](#) shall be made by the Council and shall bind the whole University as well as the entities created by it;*

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- (b) *Regulations shall be made by the Senate ("Senate") and shall provide for matters of an academic nature and shall bind the whole University;*
- (c) *Bye-laws shall be made by the Faculty Boards and shall provide for matters of an academic nature and shall bind the Faculty represented by the Faculty Board that made those Bye-laws.*  
(Education Act, Chapter 327 - article 75(2)-(4))

### **3. Functions of the Council and Senate**

3.1. The functions of the Council and the Senate are indicated in national legislation. The functions of the Senate are referred to in Rules 2.4, 3.2, 3.3 and 5.2 in the context of the conduct of the Council.

3.2. *The Council shall be the supreme governing body of the University and shall have the following functions:*

- (a) *to administer and control all the property, movable and immovable, of the University;*
- (b) *to establish and abolish posts of an academic nature or otherwise;*
- (c) *to establish, administer and abolish institutes and other entities;*
- (d) *to make Statutes in accordance with the provisions of this Act;*
- (e) *to make appointments to posts, of an academic nature or otherwise, in accordance with procedures established by Statutes;*
- (f) *to pay the wages or salaries of all Members of the academic and non-academic staff in accordance with scales determined by it with the approval of the Minister (of Education);*
- (g) *to establish Faculties, departments and institutes for the proper organisation of academic work and inter-disciplinary collaboration, taking into account any directions given by the Minister (of Education) in accordance with the provisions of this Act;*
- (h) *to appoint heads of departments for periods not exceeding four (4) years after considering the recommendations of the departments concerned;*
- (i) *to appoint and provide for the payment of Maltese or foreign examiners in accordance with Statutes and predetermined procedures;*
- (j) *to do all other acts or things not vested in any other governing body of the University.*

(Education Act, Chapter 327 - article 77)

3.3. *The Senate shall have the general direction of the academic matters of the University and shall have the following functions:*

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- (a) *to regulate studies, research, documentation and examinations in the University by means of regulations;*
- (b) *to make regulations in accordance with the provision of this Act;*
- (c) *to decide on whom should be conferred academic degrees, diplomas and other distinctions;*
- (d) *to establish by regulations the conditions for admission into the University;*
- (e) *to recognise degrees, diplomas, certificates and distinctions of foreign universities or providers of higher education for the purpose of admission to a programme of the University;*(f) *to advise the Council on matters of an academic nature even if of such a nature only in part;*(g) *to advise the Government on all matters in the fields of learning, science and technology referred to it by the Government;*(h) *to deal with any other matter of an academic nature arising in the administration of the University.*

(Education Act, Chapter 327 - article 79)

- 3.4. If such action on the part of the Council should appear necessary to attain the objectives set out in the law and the latter does not provide necessary guidance, the Council may adopt any suitable operational guidelines.

(Council Rules of Procedure, Proposed)

- 3.5. The Council may appoint such committees and working groups as it may deem fit, to assist and advise it on its functions. Working groups are set up to achieve time-limited tasks, whilst committees are set up for longer-term objectives.

(Council Rules of Procedure, Proposed)

#### 4. Pro-Chancellor, Rector, Secretary

- 4.1. "**Chancellor**" means the Chancellor who is appointed for a term of seven (7) years by the President of Malta acting in accordance with the advice of the Prime Minister given after he has consulted the Leader of the Opposition. The Chancellor is the highest officer of the University and shall be responsible for ensuring that it conforms with the law.

(ref: Education Act, Chapter 327 – articles 74(3), 74(4), 74(5))

- 4.2. "**Pro-Chancellor**" means the Pro-Chancellor, appointed by the Chancellor after the Minister's (of Education) approval for a term not exceeding five (5) years. The ProChancellor is the ex officio President of the Council and chairs the meetings of the Council.

(ref: Education Act, Chapter 327 - article 74(60), 74(9))

- 4.3. "**Rector**" means the Rector as elected by the Council for a term of five (5) years and is the principal academic and administrative officer of the University. The Rector is the ex officio Vice-President of the Council. The election for the office of Rector shall take place three (3)

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months before the end of the term of office of the Rector or, should there be a vacancy for any reason, not later than fifteen (15) working days after the vacancy occurs. The election shall take place at a meeting of the Council called for the purpose. Every Member of Council shall have the right to nominate a candidate to the office of Rector. If there are more than two (2) candidates, each Member shall show his preference by casting a single transferable vote. Before an election, the Council shall determine as required the procedural details relating to the method of election.

(ref: Education Act, Chapter 327 - articles 74(10)(a), 76(b))

4.4. "**Secretary**" means the Secretary, as the second-highest administration officer of the University appointed by the Council for a term of five (5) years. The Secretary is responsible, to: ensure that the decisions of Council are formulated and presented to the Chancellor expeditiously for promulgation; to co-ordinate the ongoing process of consultation with all internal as well as external stakeholders to assist the Rector and the Pro-Rectors in the compilation of the Annual Report of the University and the formulation of the Strategic Plan of the University for the consideration of Council.

(ref: Education Act, Chapter 327 - articles 74(13), Schedule 2 - Statutes 6(6))

## 5. Statutes provided by the Council

5.1. Statutes are made by the Council and are binding in terms of Rule 2.4.

(Council Rules of Procedure, Proposed)

5.2. *No statute providing for a matter of an academic nature may be made or, when made, may be amended or revoked by the Council, unless the Council requests the advice of the Senate of that statute or on that amendment or revocation, but if such advice is not tendered within the term established by the Council, which term shall in no case be less than twenty-one (21) days from the date of the said request, then the Council may make that statute or amend or revoke it without that advice.*

(Education Act, Chapter 327 - article 75(5))

5.3. The Chancellor promulgates the Statutes created by the Council, Regulations and Bye-laws of the governing bodies of the University and may refer back once to the governing body concerned any such Statutes, Regulations or Bye-laws which in his opinion are not following the law.

(Adapted from Education Act – articles 74(3), 74(4), 74(5))

5.4. Statutes made at meetings of the Council will be communicated according to the section on "Communication of Decisions" in Rule 16.

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5.5. Statutes, Regulations and Bye-laws made by the competent governing bodies of the University in accordance with the provisions of this Part of this Act shall be without effect unless promulgated by the Chancellor and published in the Government Gazette, but when those Statutes, Regulations or Bye-laws have been so promulgated and published they shall have the force of law.

(Education Act, Chapter 327 - article 75(6))

**6. Council Members**

6.1. *The Council of the University shall be composed as follows:*

- (a) *the Pro-Chancellor who shall be ex officio President;*
- (b) *the Rector who shall be ex officio Vice-President;*
- (c) *four members representing the Senate;*
- (d) *three members elected by the academic staff from those amongst them who are not members of the Senate;*
- (e) *three members elected by and from among the non-academic staff;*
- (f) *three members elected by and from among the University students, at least one of whom shall be a postgraduate student;*
- (g) *one member appointed by the Minister (of Education) and a member appointed by the Chairman of the Foundation for Theological Studies;*
- (h) *a number of members appointed by the Prime Minister from among the leading representatives of the economic, industrial and social fields, to represent the general interest of the country, such number never to exceed the number of all the members mentioned in paragraphs (c), (d), (e), (f) and (g).*

(Education Act, Chapter 327 - article 76)

6.2. *Any person holding office on a governing body of the University shall, unless otherwise specifically provided elsewhere in legislation, hold that office for a period of two (2) years: Provided that any person holding office on the governing body of the University shall continue so to hold office, despite the expiry of his term, until the election or appointment of another person to substitute that person.*

(Education Act, Chapter 327 - article 83 (1))

6.3. Observers, advisors, experts, and staff may be invited by the President to the Council meetings in the role of participants ("**Participants**"). Participants do not have the rights of Members and do not have the right to vote. The following staff members, deemed to be "**Permanent Participants**", shall in every case be present at Council meetings:

- (a) Pro-Rectors;

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- (b) Director of Finance;
- (c) A person chosen by the Secretary from members of staff to assist in matters relating to Council;
- (d) A person chosen by the Rector from members of staff to assist in matters relating to Council.

(Council Rules of Procedure, Proposed)

- 6.4. Members must be conversant with their roles and responsibilities under the applicable legislation and with these Rules.

(Council Rules of Procedure, Proposed)

- 6.5. The President shall introduce the newly appointed or elected Members at their first Council meeting.

(Council Rules of Procedure, Proposed)

- 6.6. Members and Participants shall be provided with the opportunity to contribute to discussions and shall be allowed to speak in sequence equitably by the President.

(Council Rules of Procedure, Proposed)

- 6.7. Members' and Participants' names and identity should be clearly visible during Council meetings, whether they are being held face-to-face, virtually or blended. This includes the use of place-cards and screens which are large enough to be visible to all persons present.

(Council Rules of Procedure, Proposed)

- 6.8. Newly-appointed or elected Members shall be provided with:

- (a) The Rules of Procedure by the Secretary, before their first meeting of Council;
- (b) The Council Documentation referred to in Rule 8;
- (c) An induction briefing session on the Members' roles and responsibilities based on the Rules of Procedure and the Council Documentation referred to in Rule 8.

(Council Rules of Procedure, Proposed)

## **7. Chairing of Council Meetings**

- 7.1. The Pro-Chancellor is the ex officio President of the Council and chairs the meetings of the Council.

(ref: Education Act, Chapter 327 - article 74(60), 74(9))

- 7.2. When the President is absent for a Council meeting, the Vice-President (the Rector) shall preside the meeting.

(Council Rules of Procedure, July 2020 - adapted)



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7.3. If both the President and the Vice-President are absent, the Members present shall elect one Member to act as the "Interim Chair" for that meeting.

(Council Rules of Procedure, July 2020 - adapted)

7.4. "**President**", as used in this document, means the Pro-Chancellor in the role as President of the Council, or in his absence the Rector in the role as Vice-President, or in their absence, the Interim Chair. The Education Act refers to the person chairing the Council as the "Presiding Member". For the purpose of clarity, the Rules refer to the "Presiding Member" as the President.

(Council Rules of Procedure, Proposed)

## **8. Council Documentation Repository**

8.1. The Secretary shall maintain a Council Documentation Repository ("**Repository**") which shall comprise both a paper-based and digital documentation. The Repository shall contain:

(a) Legislation and Regulations:

- i. Council Rules of Procedure;
- ii. The Education Act and relevant legislation;
- iii. Council's Statutes, the Senate's Regulations and Bye Laws and the University's Standard Operating Procedures;

(b) Council Meetings:

- i. Agenda;
- ii. Minutes;
- iii. Support documentation of past and current meetings

(c) Council approved documents and other documents, including and not limited to:

- i. the University Strategic Plans;
- ii. the annual academic programme prospectus;
- iii. University activity reports.

8.2. Due regard shall be given to data protection of individuals as mandated by national legislation and the University Privacy Policy, in updating and maintaining the Repository.

8.3. Members and Permanent Participants shall have access to the digital Repository. Access by Members and Permanent Participants to that part of the digital Repository referring to Council Meetings and described in Rule 8.1(b) will extend to meetings dated up to two (2) years from the current date.

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8.4. An updated list of Members and Permanent Participants shall be included with the documentation for each Council meeting and can be provided through a link to the University website that shows the same list.  
(Council Rules of Procedure, Proposed)

## 9. Scheduling Meetings

9.1. The Council shall meet at least five (5) times a year at the premises of the University. The Council may decide to hold meetings in other locations deemed suitable for this purpose. Meetings held by virtually or blended (as defined in Rule 19: 6)(b)) may also be held as part of the minimum number of meetings stipulated above. Extraordinary meetings of the Council may be convened in accordance with these Rules.  
(Council Rules of Procedure, Proposed)

9.2. The meetings of the Council shall be convened by the Rector after consulting the President.  
(Council Rules of Procedure, July 2020 – adapted, Education Act Chapter 327 – article 74(5))

9.3. *The Chancellor, in special circumstances, shall also have the power to summon the Council.*  
(Education Act, Chapter 327 - article 74(5))

9.4. Ad hoc meetings and information sessions related to the Council may also be convened by the Rector after consulting the President.  
(Council Rules of Procedure, Proposed)

9.5. Extraordinary meetings may be convened by the Rector, upon a request in writing by at least eight (8) Members, as made to the Rector or the President, provided that such Members shall be required to set forth the object for which the meeting is required, in default of which the request shall not be considered valid. The extraordinary meeting will be convened within a maximum of twenty (20) working days from the date of receipt of such request.  
(Council Rules of Procedure, July 2020 - adapted)

9.6. The Secretary, in agreement with the President, shall table the dates of future meetings in the Agenda. A draft schedule for the forthcoming academic year shall be made available by July of every year. Operational information and venues shall be notified to Members together with the notice of the respective Council meeting.  
(Council Rules of Procedure, Proposed)

9.7. The timing of Council meetings shall reflect the annual exigencies of the academic calendar for decisions affecting academic operations to be taken in a timely manner.  
(Council Rules of Procedure, Proposed)

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9.8. Council meetings shall be convened with at least twenty (20) working days' notice. In cases of urgency, a shorter notice of five (5) working days may be given.

(Council Rules of Procedure, Proposed)

9.9. When circumstances so require, the President may change the date of a meeting. Notification of such change shall be provided to Members no later than five (5) working days before the original or revised date of the respective Council meeting, whichever is the earliest. (Council Rules of Procedure, Proposed)

(Council Rules of Procedure, Proposed)

## 10. Quorum and Representation

10.1. *The quorum for the meetings of any governing body of the University shall be that of one more than one-third of the members of that body, provided that the quorum for the Council shall be eight.*

(Education Act, article 83(2))

10.2. *Any governing body of the University may act notwithstanding any vacancy in its membership, and quorum shall be computed as if there was no such vacancy.*

(Education Act, article 83 (3))

10.3. If a quorum is not present within thirty (30) minutes from the start time appointed for the meeting, all matters on the Agenda shall stand over till the next Council meeting and shall take precedence at that meeting, unless the majority of the Members decide otherwise on the sequence of the Agenda of the latter meeting.

(Council Rules of Procedure, July 2020 – adapted)

10.4. If a Council meeting is held virtually or blended, all Members who participate in the deliberations through the chosen communication system shall be deemed to be present for the purposes of the quorum.

(Council Rules of Procedure, Proposed)

10.5. The minutes of each Council meeting shall denote all instances in which a Member leaves or joins a Council meeting partway through the meeting. If the meeting no longer enjoys a quorum as a result of a Member leaving the meeting, all remaining matters on the Agenda shall stand over till the next Council meeting and shall take precedence at that meeting, unless the majority of the Members decide otherwise on the sequence of the Agenda of the latter meeting.

(Council Rules of Procedure, Proposed)

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## 11. Agenda

11.1. The Rector, in consultation with the President, shall prepare a written draft agenda ("**Draft Agenda**") for each Council Meeting, which the Secretary shall transmit to the Members and Permanent Participants no later than three (3) working days prior to the appointed date for the respective Council Meeting, and which shall also be made available on the Repository, referred to in Rule 8.1.

(Council Rules of Procedure, Proposed)

11.2. Any agenda item requiring a decision by the Members must be identified as such on the Draft Agenda.

(Council Rules of Procedure, Proposed)

11.3. The Draft Agenda, accompanied by relevant documentation, shall be forwarded to the Members, Participants as well as observers and advisors, if applicable, at least three (3) working days before the meetings. Printed copies of the documentation shall be made available on request.

(Council Rules of Procedure, Proposed)

11.4. Additional documentation can be presented on the day of the meeting with the approval of the Council Members. At the start of a Council meeting, the Members can agree to add a new item to the Draft Agenda under "Any Other Matters" and shall confirm the Agenda for that meeting.

(Council Rules of Procedure, Proposed)

11.5. A Member may also request the suspension of the Agenda in exceptional circumstances, and this for the consideration of an urgent matter not on the Agenda, subject to the unanimous agreement of all Members.

(Council Rules of Procedure, July 2020)

11.6. A Member may ask for items on the Agenda to be taken in a different order to that shown in the Agenda, subject to the unanimous agreement of all Members.

(Council Rules of Procedure, Proposed)

## 12. Decision-Making Procedure and Voting

12.1. The President may consider a matter as having been decided by the Council when the consensus among the Members appears to favour such a decision and no vote is asked for.

(Council Rules of Procedure, July 2020)

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12.2. When voting is required, a motion shall be communicated to Members. The motion shall clearly and unambiguously describe the subject matter of the vote.

(Council Rules of Procedure, Proposed)

12.3. Each Member shall have one vote. Votes shall be cast as for, against or abstention.

(Council Rules of Procedure, Proposed)

*12.4. Any question proposed for decision at any meeting of any governing body of the University (including Council) shall be determined by a majority of the votes of the Members present and voting, and if on any such question the votes are equally divided, the President shall have and exercise an additional casting vote.*

(Education Act, article 83(4))

12.5. Voting shall generally be conducted by a show of hands or by a roll call of Members. This notwithstanding, any Member may ask for the vote to be conducted by secret ballot.

(Council Rules of Procedure, July 2020, Proposed - adapted)

12.6. If the result of a vote by show of hands is disputed, the President shall proceed to administer the vote by a roll call of Members.

(Council Rules of Procedure, Proposed)

12.7. Members are not allowed to join or leave the meeting whilst voting is in progress.

(Council Rules of Procedure, July 2020)

12.8. For each decision taken by the Council, the result of the vote shall be duly minuted detailing the number of votes cast, votes in favour, votes against and abstentions.

(Council Rules of Procedure, Proposed)

12.9. In the event of a meeting being held virtually or blended, voting may be carried out by electronic means.

(Council Rules of Procedure, Proposed)

### **13. Decisions by Written Procedure**

13.1. For matters which are considered urgent, Council decisions may be taken by written procedure outside a scheduled Council meeting on a proposal by the President, after consultation with the Rector, provided that the decision is supported by a majority vote of all Members.

(Council Rules of Procedure, Proposed)

13.2. Decisions taken by written procedure in terms of Rule 13.1 shall be valid for all intents and purposes of the law, provided that Members shall not be empowered to take Council decisions by a written procedure where the subject matter of a decision concerns:

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- (a) The adoption of the Statutes;
  - (b) Approval of capital expenditure;
  - (c) Promotion or renewal of staff, whether academic, administrative, industrial or technical;
- Decisions regarding the above are, in every case, required to be taken at a Council meeting.  
(Council Rules of Procedure, Proposed)

13.3. The proposed motion on which a Council decision is required by written procedure shall be formally communicated to the Members. The proposed motion shall:

- (a) Describe the subject matter of the vote;
- (b) Include a clear written statement of what constitutes a vote for or against;
- (c) Specify the date by which the Members' votes must be cast (the "Voting Deadline"), allowing a minimum of five (5) working days for Members to cast their vote; and
- (d) Provide clear step-by-step instructions on the voting procedure, including the link to any online platform or electronic tool such as an app to be utilised for such purpose.

(Council Rules of Procedure, Proposed)

13.4. Votes on decisions taken by written procedure shall be conducted in such a way so as to enable each Member to retain a record of their vote being carried out (e.g. by email, or by means of an automated notification from the online platform or electronic tool utilised for the purposes of the vote).

(Council Rules of Procedure, Proposed)

13.5. If a Member requests a secret vote on a motion to be decided by written procedure, voting cannot be undertaken via email and is to be undertaken via a suitable online platform or electronic tool that guarantees anonymity.

(Council Rules of Procedure, Proposed)

13.6. A conclusive decision on the proposed motion shall be deemed to be reached upon the expiry of the Voting Deadline.

(Council Rules of Procedure, Proposed)

13.7. The Secretary shall communicate the decision taken to the Members in writing by no later than five (5) working days from the Voting Deadline, detailing the number of votes cast, votes in favour, votes against and abstentions.

(Council Rules of Procedure, Proposed)

13.8. The Secretary shall ensure that decisions taken by written procedure shall be minuted in the record of the subsequent Council meeting.

(Council Rules of Procedure, Proposed)

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- 13.9. For the avoidance of doubt, decisions taken by written procedure according to the Rules shall be deemed to be final, and any record in respect of the same does not require the approval of the Members at a subsequent Council meeting.  
(Council Rules of Procedure, Proposed)

## 14. Minutes

- 14.1. The Secretary shall prepare the draft minutes of each Council meeting, setting out the decisions taken.  
(Council Rules of Procedure, Proposed)
- 14.2. The minutes of the proceedings of the Council shall be submitted in draft form for formal approval by Members at the next Council meeting.  
(Council Rules of Procedure, Proposed)
- 14.3. Members may request to effect amendments to the draft minutes, which shall be accepted subject to the approval of the majority stipulated in Rule 12.4.  
(Council Rules of Procedure, Proposed)
- 14.4. Approval of the full minutes of the previous Council meeting requires the majority stipulated in Rule 12.4.  
(Council Rules of Procedure, Proposed)
- 14.5. The approved minutes, signed by the President are the only authoritative text to go on record which describes the proceedings and decisions of the Council. For the avoidance of doubt, any unsigned record of any Council meeting shall be considered to be a draft version and shall not be a valid record of the Council meeting to which they refer.  
(Council Rules of Procedure, Proposed)
- 14.6. When a minority of Members is not in agreement with any part of the minutes of a Council meeting as approved, that minority shall have a right to record the disagreement in the minutes of the subsequent Council meeting. It shall not be possible for a Member who was not present at the previous meeting (to which the minutes relate) to make a minority report in the minutes.  
(Council Rules of Procedure, Proposed)
- 14.7. Decisions are to be actioned subject to the Council's approval and ratification.  
(Council Rules of Procedure, Proposed)

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## 15. Conflict of Interest

15.1. "Conflict of Interest" means a situation in which Members or Participants, persons related to them by affinity or by consanguinity up to the second degree, or any of their business associates, are in a position to derive personal benefit from actions or decisions made in their official capacity as a Member or Participant of the Council. For the avoidance of doubt, personal affinity in this Rule typically excludes reporting lines in the organisational structure unless the Council determines that personal benefit is still present.

(Council Rules of Procedure, Proposed)

15.2. Members and Participants shall declare any actual or potential conflict of interest to the President and the Secretary as soon as they become aware of it, whether it concerns themselves or any Member or Participant.

(Council Rules of Procedure, Proposed)

15.3. Each Member and Participant is required to declare an actual or potential conflict of interest in respect of an agenda item, motion or decision required to be taken by the Council, whether this concerns a natural or a legal person.

(Council Rules of Procedure, Proposed)

15.4. The President, assisted by the Rector and the Secretary, shall propose any appropriate measures to prevent or manage any instance of conflict of interest in the Council's decisionmaking. The President shall remove or exclude persons with a conflict of interest from the relevant discussion and decision-making process.

(Council Rules of Procedure, July 2020, adapted)

15.5. For the avoidance of doubt, a declaration of conflict of interest does not absolve the person from a conflict of interest. It does not imply a release from the conflict of interest.

(Council Rules of Procedure, Proposed)

## 16. Communication and Publication of Proceedings

16.1. All communications shall be made in terms of the applicable provisions of the University Privacy Policy.

(Council Rules of Procedure, Proposed)

16.2. Decisions taken by the Council affecting third parties (natural or legal persons not being Members) shall be officially communicated in writing to the respective Parties within ten (10) working days from the Council meeting at which they are taken or from the date on which the Secretary communicates to the Members the result of a written procedure.

(Council Rules of Procedure, Proposed)



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16.3. Decisions adopted by the Council which are of public interest shall be published on the University website in a designated area to be managed by the Secretary in coordination with the Communications Office.  
(Council Rules of Procedure, Proposed)

## 17. Confidentiality

17.1. Papers circulated to Members may not be published outside the University or made the subject of public comment without the agreement of the Council.  
(Council Rules of Procedure, Proposed)

17.2. The proceedings of the Council, including its documentation, discussions, and the identity of persons contributing to the discussions, shall be regarded as confidential in nature by Members and Participants. Decisions pertaining to such persons will be communicated as per Rule 16.2.  
(Council Rules of Procedure, Proposed)

17.3. To such effect, all documentation distributed to such persons in their capacity as Members or Participants shall in every case remain the property of the University and shall not be disclosed to third parties or used by the Members or Participants for their own benefit or the benefit of third parties.  
(Council Rules of Procedure, Proposed)

17.4. The foregoing shall not apply in the event of disclosure required by law or pursuant to the order of a competent court in any jurisdiction.  
(Council Rules of Procedure, Proposed)

17.5. The University Privacy Policy shall apply to the processing of personal data included in documentation pertaining to the Council proceedings and decisions concerning natural persons.  
(Council Rules of Procedure, Proposed)

## 18. Final Provisions

18.1. The Rules and their updated versions are to be adopted and made available as a Standard Operating Procedure.  
(Council Rules of Procedure, Proposed)

18.2. The Rules are applicable in principle to the Council and all Council Committees.  
(Council Rules of Procedure, July 2020 - adapted)

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18.3. The Rules are to be updated together with their annexes as necessary by the Council Procedure Committee and presented for approval by the Council. Furthermore, the Committee will conduct a review of the procedures every two (2) years unless requested otherwise.

(Council Rules of Procedure, Proposed)

18.4. The Rules replace the "Rules Governing the Conduct of Council Meetings" established by the Council's decisions of 16 July 2020, 21 March 2002 and 6 December 1989 in their entirety.

(Council Rules of Procedure, Proposed)

## 19. Annex: Interpretation of Rules

- 1) Notwithstanding anything otherwise provided in the Rules, in the event that any Member raises a question on the interpretation of any provision of these Rules, the question shall be referred to the President, whose decision of the interpretation of the Rules shall be final and shall be documented accordingly by the Secretary in Council records.
- 2) Should the interpretation question be raised during the course of a Council meeting, the following shall apply:
  - (a) The President may choose to communicate the decision on the matter upon it being raised;
  - (b) The President may choose to suspend the meeting to deliberate on the interpretation question and to reconvene the meeting thereafter (at a later time on the same date, or at a later date);
  - (c) Should the President not be present at the meeting, the Presiding Member is to refer the interpretation question to the President, who may conclusively determine the matter at a subsequent Council meeting, or may otherwise communicate the decision to the Members in writing;
  - (d) Should the office of Pro-Chancellor be vacant for any reason, the matter shall be determined by the Vice President in accordance with paragraphs (a) to (c) hereof.
- 3) Notwithstanding anything otherwise provided in the Rules, should the President determine that an interpretation question does not in any manner impinge upon a decision planned to be taken at the Council meeting at which it is raised, the proceedings of the said Council meeting may continue, with the decision on the interpretation question being otherwise postponed to a later date (to be determined at a subsequent Council meeting or by means of communication in writing to such effect).
- 4) Should the interpretation question be raised specifically in connection with a motion presented for decision by means of written procedure in terms of the Rules, voting on the motion concerned shall be suspended until such time as the President communicates his decision on the interpretation question to the Members in writing.
- 5) The decision of the President on an interpretation question (or the Vice-President, in the event of the applicability of Rule 19: 2)(d) shall be final.
- 6) These Rules shall be subject to the following rules of interpretation:
  - (a) Where a reference is made to the provision of a communication hereunder in writing, the communication via email or other approved electronic means shall suffice, provided that: any email communication shall be made to the official email address of the recipient Member as in the records of the Secretary from time to time, and any other electronic means needs to be approved by the Council and duly recorded in the Council's formal records (Council meeting minutes or other written record of a decision taken pursuant to the Rules); headings are inserted for convenience only and shall not affect its construction;
  - (b) A reference to "virtual" Council meetings shall mean Council meetings held by audio or video conference or other technical or electronic means;
  - (c) A reference to a particular law is a reference to it as it is in force at the time of its application, therefore taking account of any amendment, extension, or re-enactment and includes any subordinate legislation for the time being in force made under it;
  - (d) Unless the context otherwise requires, words in the singular include the plural and, in the plural, include the singular;
  - (e) Any phrase containing the term "include", "including", "in particular" or any similar expression will be construed as illustrative and will not limit the meaning or sense of the words preceding that term;
  - (f) These Rules shall at all times be subject to the applicable provisions of the laws of Malta as in force from time to time. In the event of any conflict between these Rules and any applicable provision of the Laws of Malta, the latter shall prevail.
- 7) Any update, amendment, repeal or replacement of these Rules shall require a decision of Council taken in accordance with the Rules.