Introduction and background

1 As reported at the last meeting, a working group chaired by governor Ruth Thompson is overseeing a review of governor effectiveness at Birkbeck. It is accepted good practice and an expectation of HEFCE that University governing bodies review their effectiveness every five years.

2 The last Review of Governors Effectiveness, in 2007, focused on reviewing the structure and size of the Governing Body in light of the Committee for University Chairs’ Governance Code of Practice. As a result the number of Governors was reduced from 33 to 21 and the roles and responsibilities of the staff, student and independent Governors were defined. At the same time the College Charter and Statutes documents were streamlined to remove procedural material and a Governance Handbook and Statement of Primary Responsibilities produced.

3 The 2013 review has featured a change of focus away from code of practice compliance and towards experience-based evaluation of the effectiveness of the governing body, individual Governors and the supporting mechanisms that enable effectiveness. It has responded to the challenges coming from the new fee and funding system, now that income is directly related to students choosing to enrol and an understanding of student motivation and experience is increasingly needed for success. The aim has been to facilitate critical evaluation of how well the governing body works; the value it provides for Birkbeck; and whether the College’s leadership and support enables Governors to make sound judgements and take informed actions.
**Remit**

4 The working group was made up of independent, academic and student Governors. It met three times in March, April and May 2013. It agreed terms of reference for the 2013 review in three main strands:

- A programme of structured interviews with Governors and with the College’s senior officers, exploring views on Governor roles and responsibilities in relation to the College’s mission and strategy, the student experience and the challenges of the new fee and funding system, effectiveness of meetings and supporting documents, involvement with the College outside meetings, Governor skills, induction and development.
- Consideration of the support and guidance available to Governors including documents, induction, training and interaction with the wider College.
- A review of the constitutional documents defining the powers and objects of the College and the responsibilities of the Governors in relation to them.

5 The full Terms of Reference and membership are attached as Appendix A.

**Interviews with Governors and senior officers**

6 The working group developed a questionnaire to be used as the basis for one to one interviews with Governors and senior officers of the College (Executive Deans, Pro Vice Masters and Directors with responsibilities in key strategic areas). The interviews took place between March and May 2013 and 32 interviews were held. Thanks are due to all Governors and colleagues who took part and to Tony Ferns and Andy Harvey who conducted the interviews.

7 The consistent view coming from the interviews is that Birkbeck has an effective governing body and an effective executive team and that the current arrangements work well. There was widespread recognition of the heightened challenge for the College in the new, economically constrained, competitive fee and funding environment and the need for optimally effective governance in response to this. Changed circumstances might imply the need for changes in the responsibilities of governors and the way they work with the College officers.

8 While no mission-critical or urgent issues were raised, interviewees identified room for improvement in several specific areas, including:

- involvement with the College outside the formal meetings
- recruitment and induction
- deeper understanding of the student experience
- contribution to evaluation of medium to long term strategic challenges and potential responses to them.

9 The broad role of the Governor, with its focus on oversight and scrutiny rather than direct management, is well defined and understood. Governors felt effectively supported by the Chair of Governors and by College officers during Governing Body and Governors’ Committee meetings; and able to contribute to the discussion and debate and to query and challenge the Master and other officers presenting
proposals. The working relationship between the Master and the Chair was also perceived to be good.

10 In general, the meeting documents were considered to be thorough and of high quality. Several interviewees asked for papers to be delivered earlier to enable them to be considered more thoroughly before meetings. Some interviewees reported a sense that decisions “make themselves” because the proposals have been so thoroughly worked through before being presented. However there was a view that there was less information available on academic and student-facing activities and Governors were consequently less well informed about what is effectively the College’s core business. There was support for a means to involve Governors more in evaluating potential critical challenges and options for responses, especially looking to the medium to long term, without cutting across College management’s activities.

11 There was less clarity on what the College is asking of its Governors outside the structured agenda of the meetings. There was general consensus that the Governor School liaison scheme needs to be refined, so that it is clear what is expected on both sides and so that the skills, interests and strengths of the Governors are more clearly aligned to the needs of Schools and departments and the issues experienced by them and their students.

12 Other areas in which Governors could be helpfully involved included fundraising, lobbying and championing the College externally; and offering advice in specific strategic areas.

13 Governors value their interaction with the wider College. The recent presentation on the School of Arts and the Be Birkbeck presentation and events were well received and illustrated some of the real challenges facing the Schools that are not always apparent in the boardroom.

14 Interviewees made suggestions on Governor selection, induction and development. Higher Education is a complex business and it takes time to get to grips with it. There was a sense that the paper documents sent to new Governors are a challenge to digest and go quickly out of date; and that a face to face induction programme could be more effective. Governors felt that it took time, up to a year, to feel fully confident in the role. Inevitably, newer Governors felt less well versed than longer serving Governors and this was linked with the practice of letting new Governors serve a year or more to get experience before appointing them to additional Committees. The view was that this transition could be better supported with attention to what knowledge and skills Governors already have – or would like to develop.

15 A fuller report on the interview feedback is at Appendix B.

Review and recommendations

16 The working group reviewed the interview feedback, the information available to Governors and the Charter and Statutes and reached a number of
recommendations. The main issues considered and the recommendations are set out below, grouped in the following areas:

- Information for Governors
- Recruitment, induction, development and review
- Involvement with the College
- Governance mechanisms
- Constitution

**Information for Governors**

17 On appointment Governors are given a pack of documents, including:
- Charter, Statutes and Standing Orders of the Governors
- College Governance and Committees Handbook
- Statement of Governors’ responsibilities and responsibilities delegated to Committees
- Committee of University Chairs’ Guide for members of governing bodies, March 2009
- List of members of Governing Body with brief biographies
- Annual Report and Financial Statements

18 The interviewees and the working group felt that that this was a large quantity of information that was not easily digestible and that some of its content would be more effectively communicated in a face to face induction.

19 It was also noted that the information in the documents could go quickly out of date. The Handbook, Annual Report and Financial Statements are updated annually but Governors are not always made aware of this during their tenure. The working group agreed that the paper documents should be replaced by a more accessible and updatable means of communication. The existing Birkbeck Committees website is due to be updated in summer 2013 with a more content-rich and user friendly version, which will facilitate its use as a source of information and ensure Governors are aware of and have access to up to date constitutional and guidance documents.

20 Responding to the feedback on defining what is expected of Governors, the working group has defined a list of the characteristics to which a truly effective governing body should aspire. It is proposed that these are included in future editions of the Governance Handbook.

21 Governors should, individually and collectively, be
- challenging to the College
- supportive of the College
- well informed
- able to distinguish their role from that of the College management
- effective in bringing a new perspective to the College management
- ambassadorial
- self improving
- dynamic and engaged
- in a position to assure themselves that the Committees work well and that the balance of Committee activity within the College is appropriate.
Responding to the feedback on gaining a wider and deeper understanding of the College and the issues it faces, the group recommends that there are more presentations from and visits to different parts of the College, noting the positive feedback on the recent Be Birkbeck and School of Arts presentations. The focus could be on Schools and functional areas and on strategic portfolios (the current portfolios are Learning and Teaching, Research, Strategy, Student Experience, Postgraduate Studies, Business/Enterprise, International Links, Academic Partnerships). This would help Governors to better understand the student perspective and the complexities and subtleties of the organisation.

Governors are invited to agree recommendations on information:

R1 A statement outlining the qualities of a successful and effective Governing Body.

R2 An updated governance website with regular ongoing updates.

R3 A rolling programme of presentations from different parts of the College.

Recruitment, induction, development and appraisal

The working group considered arrangements for governor selection, induction and development, taking into account the feedback from the interviews. Birkbeck’s arrangements are currently informal. Potential candidates are identified by serving Governors, the Master and College officers from their contacts outside the College. The Master and the Chair of Governors meet with candidates and, if they consider the candidate suitable and the candidate wishes to proceed, a formal nomination is made to the Nominations Committee. Induction involves an introductory meeting with the Clerk to the Governors and the Head of Governance and the information pack described above. Governors also have the opportunity to attend Leadership Foundation for Higher Education events.

There are advantages and disadvantages to these arrangements. The current procedures have gathered and are supporting a very effective governing body. However there are significant challenges coming: not just financial pressure but also transition from a public funding environment to a marketised one in which a large proportion of income is dependent on students choosing to come to Birkbeck. This may change the balance of skills and experience required for an effective governing body in the future. The College may need to widen the ground on which it looks for future Governors.

There are differing views on whether advertising for new Governors will work for Birkbeck. Many not for profit governing body vacancies, including at HE institutions, are advertised with a supporting role description. There is also a wider principle of open and transparent recruitment, and a need to address and encourage diversity among Governors, in areas such as gender, age, ethnicity, social background and skills. Taking all of these factors into account, along with the increasingly widespread practice of advertising among higher education institutions, the working group reached the view that the College should trial wider advertising for the next round
of independent Governor selection and that the outcome should be reviewed by the Nominations Committee.

The interview feedback indicated an appetite for more structured, but flexible, induction and development for Governors. Responding to this the group has developed a framework of documents including

- a draft role description document;
- a light touch skills evaluation for Governors to identify the skills they have and would like to develop;
- a scaleable induction programme for individual or small groups of Governors that could also be offered as a refresher for established Governors. Induction could also include meetings with more experienced Governors and a tour of the Estate.

The proposed framework is attached as Appendix C.

A more structured system of induction and development would be complemented by a system enabling Governors to review their contribution and their experience as a Governor. While recognising that there is little merit in a time consuming appraisal process, the working group recommends consideration of a light touch option. This could involve a review meeting with individual Governors and the Chair or Deputy Chair, at the end of the first year and before renewal of three year terms of appointment.

Governors are invited to agree recommendations on recruitment, induction and appraisal

R4 Introduction of a role description for Governors.

R5 Trial an open advertisement for the next recruitment of new Governors and review the impact of this approach through the Nominations Committee.

R6 A more structured programme for Governor induction (and refresher, for those who want it), based on meetings, visits and talks with College staff, students and Governors.

R7 Introduction of a simple skills evaluation exercise as part of induction (and ongoing refresh), also for use in new Governor recruitment and succession planning.

R8 A light touch review scheme for individual Governors.

Involvement with the College

The interview feedback confirmed that Governors have an appetite to be involved with College life beyond formal meetings, by attending events and through a liaison scheme between Governors and different parts of the College. It was widely felt that the current scheme did not have clear aims, parameters or desired outcomes. Governors want to be involved with parts of the College, but are not clear what the

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1 There is currently one independent Governor vacancy. The next vacancy is expected in summer 2015 when one Governor’s third term of office is due to expire.
desired outcomes of the current scheme are. Governors also feel distant from students and would value more opportunities to meet students and staff and talk to them about their experiences and needs.

29 In the previous College structure, with 17 separate Schools, the scheme had supported broad liaison, but with five Schools there was less opportunity for this. As well as clearer definition of the aims and expectations of the Scheme, the group supported introduction of a scheme in which Governor skills and interests, based on the skills matrix, are matched with a School, an academic or professional services department, a strategic function or a development project.

30 Governors also want to be more engaged with students and the student experience. Contact with students and understanding their experience is a key part of the role and this is likely to gain significance in the future as student choice becomes increasingly critical for the College's health and sustainability. Engagement can be increased through attending School, College, Students' Union and Birkbeck events, sitting in on lectures and more information in the reports coming from the academic side of the Committee system, in particular where the student experience is discussed. This could be complemented by fuller reports on student facing matters coming from the academic Committees.

Governors are invited to agree recommendations on involvement with the College

R9 An alternative model for the Governor liaison scheme, based on matching Governor skills and interests with a School, an academic or professional services department, a strategic function or a development project.

R10 More systematic invitations to events with as much advance notice as possible

R11 More activities to promote engagement with students, for example through attending School, College and Students' Union events

R12 Fuller reporting on academic activities, especially student experience related matters, from the Academic Board and its Committees

Governance mechanisms

31 Governors and Committee meetings are considered to be effective and well run. Having considered the interview feedback supporting a mechanism for Governors to contribute to medium term strategic planning, the group supports building into the annual meeting cycle an opportunity for Governors to pause, evaluate and consider the potential situations that the College might face in three to five years’ time. The aim is to encourage more speculative discussion of what could be on the horizon and what potential courses of action there would be, beyond the immediate issues and plans.

32 The working group proposes an additional meeting dedicated to 3-5 year strategic orientation and challenges, to take place in the spring after the College internal management planning event in January/February and before the more detailed
consideration of the budget for the coming year (July) and the annual strategy meeting based on the Master’s paper (September/October). A half-day meeting, with presentations on areas where there are emerging developments, is recommended. It was noted that developing the format for this meeting – and servicing and supporting it – will be additional workload for the College Secretariat which will need to be accommodated.

33 The working group also supported more direct engagement of the full governing body with annual evaluation of the College’s top risk register and the measures in place to control and mitigate them. The register is currently forwarded to Governors as an attachment to the Audit Committee’s Report. The group recommends that the risk register and annual report is a substantive item for discussion on the Governors’ agenda annually in the summer term.

34 The group also supported simplification and reconciliation of the content of the termly budget reports that flow through Finance and General Purposes Committee and Governors.

35 Some interviewees had asked for papers to be available further in advance of the meeting. Although not a remedy for late papers, the introduction of paperless meetings with information transmitted electronically would allow Governors access to papers as soon as they are finalised, as well as a more structured approach to updates and revisions. The College secretariat has been trialling a solution involving a shared cloud-based drive, Ipads and an annotation and filing application that would enable Governors to have instant access to documents and annotate and file them as individually preferred. This was supported, provided the launch included an introductory training session and refreshers and that paper agendas and paper distribution of large format documents that are hard to manage on Ipads is retained.

36 The group also recommends that provision is made for Governors to participate in meetings via phone, video conference or Skype if they cannot attend in person. While attendance in the boardroom should continue to be the norm and expectation, there may be occasions where Governors want to participate in debate but cannot be present at the meeting. This will require a change to the Standing Orders of the Governors.

37 The interview feedback and the working group’s discussions confirmed that the Governors and Governors’ Committees are fulfilling their remits effectively. Nevertheless it is good practice for Committees to review their effectiveness regularly. The working group recommends that the College Committees, on the corporate and the academic sides, review their effectiveness in 2013-14 and report back to Governors on the outcome of the review.

Governors are invited to agree recommendations on governance mechanisms:

R13 Introduction of an additional meeting in the spring dedicated to 3-5 year strategic orientation and challenges.

R14 Consideration of the risk register as a substantive agenda item at the Governors’ summer term meeting.
Integration and simplification of the termly budget reports that flow through Finance and General Purposes Committee and Governors.

Introduction of paperless meetings with Ipads and supporting apps.

Provision in the Standing Orders for phone or video conference attendance on occasions when members cannot attend in person.

Governors’ and College Committees, corporate and academic, to review their effectiveness in 2013-14 and report back to Governors.

Constitution

38 The working group considered and endorsed a number of proposed changes to the Charter and Statutes, following a review of these documents by the College Secretariat. The changes aim to:

- Reflect the College’s recently acquired power to award its own degrees and its intention to continue, for the foreseeable future, to award University of London degrees.
- Streamline the Charter and Statutes documents to improve readability and remove procedural information, to produce a document that supported the Governors and senior officers of the College in carrying out their roles and that would not need frequent revisions.
- Resolve ambiguities and inconsistencies that were in previous versions.

39 The changes are set out in full, as tracked changes to the current documents, in Appendix D; and are summarised below.

- Review of descriptions and names of staff groups and the constituencies from which staff Governors are elected, to be consistent with the staff groups in the College’s HR policies:
  - Academic staff
  - Professional and Support staff
  - Research staff
  - Teaching and Scholarship staff
- Removal of references to obsolete University of London federal structures
- Statement of degree awarding powers
- Provision for senior offices of the College to be appointed by Governors
- Removal of references to the Birkbeck Society, an alumni society which no longer meets, and replacement where appropriate with references to the alumnus Governor and the alumni network

40 The role and rules for election of the Alumnus Governor will remain as previously and are not affected by the recommendation in relation to the Birkbeck Society. The College will continue to maintain the alumnus network, which is a valuable means for former students to maintain their links with Birkbeck and each other as well as elect one of their number to serve on the governing body.
The current term of office for student Governors is one year. This leaves little time for them to get fully engaged. The group supports the extension of the student Governor term of office to two years, which is in line with the legislation on student unions and involvement with University governance (Education Act 1994).

The current constitution is not consistent in making provision for senior officers of the College. The Charter states that there will be a Master and a President. The Statutes refer to, but do not provide for, the College Secretary and Clerk to the Governors. Similarly the Standing Orders specify appointment procedures for, but do not provide for, the Vice Master. It is proposed that the Charter makes provision for Governors to specify senior officer posts and mechanisms for appointment to those posts in Standing Orders.

As changes to the Charter, Statutes and Standing Orders require full approval by Governors with 21 days’ notice – and in addition the Charter and Statutes require a two-thirds quorum and a three quarters majority of those present, plus Privy Council ratification, it is proposed that Governors discuss and agree in principle these proposals at their summer term meeting, facilitating a formal decision on new draft documents in the autumn term.

Governors are invited to agree recommendations on constitution

Changes to the Charter and Statutes:

- Review of descriptions and names of staff groups and the constituencies from which staff Governors are elected, to make them consistent with current HR definitions
- Removal of references to obsolete University of London structures
- Addition of degree awarding powers
- Provision for Governors to specify senior officer posts and mechanisms for appointment of individuals to those posts in Standing Orders.
- Removal of references to the Birkbeck Society and replacement where appropriate with references to the alumnus Governor and the alumni network
- Extension of the student Governors’ term of office from one to two years, with provision for a one year term for student Governors in their final year of study.
### Implementation plan

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<tr>
<th>Recommendation</th>
<th>Implementation date</th>
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<tr>
<td>R1</td>
<td>October 2013 in Governance handbook</td>
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<tr>
<td>A statement outlining the qualities of a successful and effective Governing Body.</td>
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<td>R2</td>
<td>October 2013</td>
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<td>An updated governance website with regular ongoing updates.</td>
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<td>R3</td>
<td>Ongoing</td>
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<td>A rolling programme of presentations from different parts of the College.</td>
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<td>R4</td>
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<tr>
<td>Introduction of a role description for Governors.</td>
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<td>R5</td>
<td>Next round of vacancies expected in 2015; will bring forward if vacancies arise before that</td>
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<td>Trial an open advertisement for the next round of new Governors and review the impact of this approach through the Nominations Committee.</td>
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<td>July 2014</td>
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<td>More systematic invitations to events with as much advance notice as possible</td>
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<td>R11</td>
<td>Trial and evaluate during 2013-14</td>
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<td>More activities to promote engagement with students, for example through attending School, College and Students Union events</td>
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<td>R12</td>
<td>Fuller reporting on academic activities, especially student experience related matters, from the Academic Board and its Committees</td>
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<td>R13</td>
<td>Introduction of an additional meeting in the spring dedicated to 3-5 year strategic orientation and challenges.</td>
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<td>R14</td>
<td>Primary consideration of the risk register to transfer from the Audit Committee to the main Governors meeting.</td>
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<td>R15</td>
<td>Integration and simplification of the termly budget reports that flow through Finance and General Purposes Committee and Governors.</td>
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| R19 | Changes to the Charter and Statutes:  
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- Removal of references to the Birkbeck Society and replacement where appropriate with references to the alumnus Governor and the alumni network  
- Extension of the student Governors’ term of office from one to two years, with provision for a one year term for student Governors in their final year of study. | Document to Governors November 2013 then Privy Council approval |
Appendix A

Birkbeck review of Governors effectiveness working group

Terms of reference

1. To review the effectiveness of Birkbeck’s governing body, taking into account
   i. Governors’ role and responsibilities
   ii. Governors role in relation to the College’s vision, values and strategy
   iii. Expectations of and response to the new fee and funding system
   iv. Quality and relevance of information available to Governors
   v. Role and effectiveness of Governors’ Committees
   vi. Governors’ skills and effectiveness as a group, taking into account the changing challenges and expectations for Higher Education
   vii. Conduct of meetings
   viii. Governors’ involvement with the College outside meetings, including the Governor School Liaison Scheme
   ix. Induction and development for Governors
   x. Succession planning for Governors
   xi. The need for Governors to understand the evolving student experience

2. To consider the views of individual Governors, Executive Deans and Pro Vice Masters on these matters, gathered through short structured interviews

3. To consider the Charter, Statutes, Standing Orders of the Governors and Governance Handbook and to take a view on how these documents should be updated and improved

4. To consider proposed revisions and updates on the Charter, Statutes, Standing Orders of the Governors and Governance Handbook

5. To make a report to the Governors, including recommendations to enhance the effectiveness of the governing body

Membership
Ruth Thompson (chair)
Liz Meek
Julian Swann
Paul Shelton
Pierre Khanna Smith

Secretariat and interviews:
Katharine Bock
Roisin Lynch
Anthony Ferns
Appendix B

Governor and senior officer interviews

Outline

1. This report sets out the way that the programme of structured interviews with Governors and with the College’s senior academic managers was organised. It goes on to highlight the main comments made during the course of the discussions. The structured interviews were one component part of the Birkbeck Review of Governor Effectiveness 2013.

2. The interview discussions have involved the full range of governors, senior academic managers and senior professionals supporting the governing body. There have been thirty two structured interviews undertaken. (Please refer to Annex 1 for the details). The interviews involved a short preparation review intended to help address some of the main themes of the intended discussion. The outcomes of this preparation were neither collected nor collated, but any significant points could be highlighted in the forthcoming interview discussion.

3. The interview discussions had several main themes. These were:
   - Skills and challenges of being a governor
   - Governing Body management and decision making
   - Governing Body Regulatory responsibilities
   - Engagement beyond governing body meetings
   - Team working
   - Training and development of governors
   - Other issues

The details of the governor interview questions are set out in Annex 3.

The questions for Pro Vice Masters, Executive Deans, and Directors of Professional Services were based on the questions for the governing body, however they were asked for their views and perceptions based on their own experience of the governing body.

4. In addition to this there was scope for other significant issues to be raised as separate items or woven into the narrative of the conversation.
Red Alert Issues

5. The working party asked that during the course of the review if any major and significant issues that represented a ‘red alert’ challenge to the College, then these should be reported back via the chair of the working party. It was clear during the course of the review and continuing throughout that there were no issues that represent a critical ‘red alert’ for the College.

FEEDBACK FROM GOVERNORS

6. Set out in the following paragraphs, identified under the relevant themes, is the feedback from governors.

Skills and challenges of being a governor

7. Governors are clear about the distinction between governance and management. For example, there is a well developed sense of where the responsibility to scrutinise and provide oversight begins and ends. The governing body is able to act as a ‘critical friend’ and not engage in the discussion and detail of management that is, by definition, the legitimate province of the executive. By and large, the governing body achieves this and is effectively supported by the Chair in maintaining this balance.

8. There was a case, suggested explicitly, for the College to ask the question ‘what exactly does Birkbeck want governors to do?’ Would Governors benefit from a structured immersion into the ‘experience’ of Birkbeck? Is there a need for more detailed discussion of the quality Birkbeck ‘product’?

9. Governors are effectively supported by key College officers at the governing body and especially at the College Committees. There was a view that the character and effectiveness of the committee structure meant that sometimes the discussion at the full governing body ‘had already taken place’, and ‘those already involved in the discussion, primarily the chairs of the reporting committees had already sorted out the decision’. In contrast, others felt that the committee structure was ‘very effective and permits ventilation’ through the decision making process.

10. Governors are able to probe and challenge the Master. Equally, the Chair is very effective in enabling governors to contribute to the discussion and debate. Governors said that the Chair was very skilful at recognising and enabling all those who wish to contribute to the discussion to make their point. For example, ‘although I am a relatively new governor, when I want to contribute I know that I can. I do not feel that I am passed over’.

11. The school liaison scheme needs to be refined. There are different challenges for different governors. There is a sense that the current scheme works well in parts, but would benefit from some refinement and development. Some governors did not have a specific school or professional service department. Others did, but were unsure what they could contribute. The challenge is how to target the skills and interests of individual governors with the real needs of each individual school. It is suggested that consideration should be given to what governors can offer. When
involved, governors learn a huge amount, yet need to aware of not participating directly in management. The challenge is to ensure consistency and balance of engagement. The School Governor Liaison Scheme would act as a structured vehicle through which Governors could become more involved in the life of the College without compromising in any way their role of independent scrutiny and oversight.

12. Governors felt that understanding HE was often a challenging experience, especially for those from outside of the sector. Several felt that ‘it takes about a year to get up to speed’. Student representatives felt that by the time that they got effective understanding, their term of appointment was up. There may be a case for a longer period in office.

Governing Body management and decision making

13. There was a consistent view that the governing body was very effective – particularly strong on scrutiny and financial review. This point was a consistent theme in all of the interview discussions. For example, ‘Birkbeck had produced an excellent risk register on the back of the ELQ crisis’. Also, ‘scrutiny is serious and close’; and ‘the effectiveness of the scrutiny and financial analysis is very impressive, much more so than I had expected when I first came onto the governing body’. One governor asked whether the governing body added value. A reflective point raised was: does the governing body make a difference compared to what the effective management team would have done in the first place?

14. Birkbeck has a very effective Master. That was a consistent message from all governors and senior officers. Governors made the same point in various ways, for example, ‘the Master shows exceptional judgement’; and ‘is very articulate’. Again, there was a consistent message on the relationship between the Master and the Chair of Governors. Several independent governors had external experience in organisations where the relationship between the chief executive office and the chair was not constructive and lay at the root of much of those organisations’ problems. They were very clear that ‘nothing like that happens at Birkbeck’.

15. Governors are supported by a strong management team. For example, governors consistently made the point that the documents and papers were very thorough, well developed and argued. The example of the ‘Be Birkbeck’ initiative was an illustration of this. In many ways, the thoroughness of the thinking made the challenge for governors easier than would otherwise be the case. Also, the recent presentation from the School of Arts was felt to be very valuable and thought provoking. The point was made that it was valuable innovation that shed clear light on the challenges Executive Deans and their management team face.

16. There was open and constructive debate and well prepared documentation. The governing body papers were thorough and well planned and developed. This was, in itself, a reflection of an effective senior officer team. The implication of this that sometimes ‘decisions make themselves’. The agenda and direction of travel is often already set. Yet governors were aware of the need to continue to exercise scrutiny and avoid becoming engaged in management planning and decision making to arrive at, arguably, the same conclusion.
17. The ability of Executive Deans to make presentation to Governors was welcome and there was evidence that Governors were engaged with that. For example, a recent presentation from an Executive Deans was considered to be ‘fascinating and interesting’ in that it illustrated the real challenges facing Schools that were directly relevant to the nature and style of Birkbeck. It was also suggested that the balance of the agenda may be changed to encourage a more medium term perspective. It was explicitly suggested that the Head of Service (e.g. Finance, IT, HR etc) might attend Governing Body meeting to answer questions where they have documents in front of the Governors for decision.

18. There were two sets of view on the delivery of governing body papers. The majority view was that this was good and enabled governors to meet their responsibilities yet do their other duties. For example, ‘I have sufficient time to read and understand the papers’; ‘there is enough time to read the papers. It is not a problem’. There was a minority view that the papers, despite being thorough, could be delivered earlier so that more time for consideration could be given. For example, ‘I sometimes get them a couple of days before the meeting’.

**Governing Body Regulatory responsibilities**

19. On the way that that the regulatory responsibilities of the College, including charter and statute; charitable obligations; and the relationship with HEFCE and other statutory bodies was exercised, there was a clear and consistent message that these were comprehensively dealt with. There was never any suggestion that this was anything other than effectively managed and reviewed on a consistent basis.

**Engagement beyond governing body meetings**

20. Fundraising is developing and genuine progress is being made. It was suggested that some benchmarking against similar institutions (e.g. Goldsmiths) might help to monitor success in respect of fundraising.

21. Governors have been very effective in terms of lobbying and representing the College externally and this has been of great benefit to the College. One governor stated that ‘there are people in room who are quite clearly up to speed in lobbying and political understanding’. In addition, senior officers are engaged in ensuring ministers and senior civil servants understand the implications of policy decisions on part time students.

22. More emphasis on Birkbeck’s international profile might be beneficial to the strategy to recruit more overseas students.

23. Birkbeck has a special status providing evening teaching reinforced by high quality research. It has a reputation for helping students, particularly for those who did not benefit from traditional education first time round. Central government understands this, however does not always translate this into decision making. Despite all the hard work from Birkbeck in lobbying, the need to continually reinforce this message remains. The implications of failing to get this message...
across are critical. There is a need to continue to get the special characteristics of Birkbeck across.

Team working

24. The Governing Body is very engaged and supportive of the College. Explicitly commended as a 'good' Governing Board. There was a sense of commitment to Birkbeck from independent Governors which was reflected in feedback from them and from Academic and staff governors.

25. The diversity profile of the Governing Body may need to be addressed. There was a case to have a governing body that was more representative of the staff and student constituency.

26. The point was made that there was no secret agenda. There was opportunity to network with other governors after meetings and at the dinner. Several governors felt that this was very useful and helpful.

27. Governors needed to be able to be independent of their own constituency base, especially for employee and student governors, and take on the responsibility for the whole College.

28. The relationship between the Governing Body and Academic Board was perceived as distant. Less information flowed to Governors from the academic side compared with the financial and logistical side.

29. Short term (e.g. one year) Governors have very little time to get up to speed on the work of the Governing Board. Perhaps a case for longer terms? Definitely a case for thorough early induction training so such Governors can contribute more fully to discussions from the outset.

Training and development of governors

30. There is a case for a more systematic and less paper based approach to governor training. Paper documents have short shelf lives. Far more beneficial is open exchange and face to face dialogue. Training in financial review and scrutiny could be targeted where it is needed. Birkbeck could ask what it wants from its governors and then move on to consider how best it can achieve this.

31. Related to this is the challenge of governor skill development. There is a view that there is a two step governor group. The first group, typically involved in all of the key committees, are fluent and up to speed in all the key debate and challenges. They are in rapport with the executive. The second group, despite being effective are not in the well informed group and to a limited degree, play catch up in the discussion. One interviewee asked whether a more formal ‘executive’ of key or ‘senior governors’ might be a useful development with the main meeting reserved for overall scrutiny and oversight. Overall, the governing body debate and decision making is open and constructive. This two step scenario may in fact be inevitable – a reality rather than the consequence of a caucus.
32. There were divided views on governor selection. One strand of opinion is that governor selection should be more formal and advertised. The alternate view is that it works well.

33. Governors, especially independent governors, were clear that understanding higher education was not straightforward. It is a complex business that is changing and, consequently, it takes time for governors to get to grips with this. Consideration should be given on how best to support Governors in their first year of service.

**Other Issues**

34. There were some further issues identified by governors. These issues tended to deal with medium term or fundamental challenges to Birkbeck. They included a discussion on the possible need for governor dialogue on scenario planning; how well the governing body could deal with a mission critical challenge that brought the character and existence of the college into threat. They are outlined below.

**Strategic Scenario Planning**

35. There may be a case for a Governor discussion, outside of the usual structured committee meetings, to consider medium term challenges, possibly in the form of a scenario discussion and plan. This would be supported by senior officers. For example, ‘it would be helpful if there were more scenario discussions that dealt with major strategic issues with mission impact, such as a major fall in student numbers’. It was suggested that that a discussion dealing with these issues could be arranged outside of the normal governor agenda framework. The discussion would focus on the medium term, beyond one year.

**Critical Challenge**

36. Much of the positive progress that Birkbeck is making relates to the current, albeit challenging, contemporary situation of higher education. For example, how would Birkbeck respond to a critical challenge that brought the very existence of the College into focus? It may have been able to do it last time with the ELQ funding crisis, but could it do it again in different circumstances? Governors said they were ‘confident in the ability to deal with that challenge. They had the experience in managing a crisis as the situation enfolds, especially with the current Master and Chair’. The reorganisation and school structure worked and continues to be effective. Governors felt that the College was confident enough to challenge itself on a permanent basis.

**Summary**

37. A brief summary of the main themes were:

a) Birkbeck has an effective governing body with an effective senior managerial team. Not a lot needs to change.
b) The main challenges facing the College are all external. The need to explain to government the implications of their policy decisions on part time higher education is ever present. Progress is being made on fundraising and recruiting international students.

c) Birkbeck does have a medium term funding challenge, arising from the impact of tuition fees and student recruitment. This is significant, however, Birkbeck is making the right decisions and progress is being made.
Annex 1

Summary of Governor and Executive meetings

I Completed

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<table>
<thead>
<tr>
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<td>Independent Governors</td>
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<td>Other Governors</td>
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<tr>
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<td><strong>Total</strong></td>
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Note:

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<th>Description</th>
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<tr>
<td>Independent governors</td>
<td>Includes independent governors and advisor to governors.</td>
</tr>
<tr>
<td>Other governors</td>
<td>Includes: Academic Board Governors; Academic Staff Governors; Non Teaching Governors; Student Governors and Former Student Governors.</td>
</tr>
<tr>
<td>Executive officers</td>
<td>Includes: Master and Vice Master; Pro Vice Masters; Executive Deans; and professional services senior managers.</td>
</tr>
</tbody>
</table>

Seven individuals were not able to attend an interview discussion.
Interview Discussion – Key questions

Outlined below are several broad questions to provoke consideration and discussion on governor effectiveness during the feedback meetings.

Questions

1. Skills and challenges of being a governor

What has your experience been of the challenges of being a governor?

Have your skills been used and recognised?

Do you feel you behave as a critical friend, or something different?

What would improve your effectiveness as a Governor?

2. Meeting management and decision making

How well is the governing body supported?

- With useful and timely information and documentation?
- With clarity on the roles of the different Committees?
- With well managed meetings enabling constructive debate?

- With support for effective collective decision making?
- To make a real contribution to the College?
- With clarity in the definition of outcomes?

- To ensure accountability and scrutiny
- By Influencing future direction and strategy
- By Reviewing organisational performance

3. Responsibilities

Are you confident that the governing body and College management understand and are effectively meeting their regulatory responsibilities?

- Academic, financial and employment regulations
- The requirements of the funding council and charity law
- The College’s Charter, Statutes and Standing Orders,
- The need for Governors to review and assure their own effectiveness.

4. Outside the Council Room
• To what extent do Governors engage with the wider College, above and beyond attending Governors and Committee meetings?

• How well is the Governor School Liaison Scheme working? What would improve it?

• Do you get an opportunity to use your skills and expertise in the wider College?

Could Governors help influence support for Birkbeck?

• In government, industry and wider society
• To create fundraising opportunities and pathways.

5 Team working

Consider what does an effective governing look like? To what extent is this demonstrated at Birkbeck?

The dynamic relationship between the Master and the governing body is vital: does it work effectively?

• Does the governing body work effectively as a collective body?
• Does the governing body recognise the skills and expertise of all governors?
• Can this be further developed?

6 Training and Development

To what extent have you been able to make a contribution in the following areas?

• Estates
• Financial reporting
• Strategy
• Student experience
• Research strategy
• Charitable status and regulation
• Monitoring organisational performance

Are there areas where development programmes or events would be helpful?

Is your contribution an improving one?
Appendix C

**Governor selection, induction and development framework**

**Role description**

- The role
- Responsibility and accountability
- Standards of behaviour in public life (Nolan)
- Oversight of mission and strategic direction:
  - Strategy
  - Scrutiny
  - Support
  - Stewardship
  - Stretch
- Relationship with College employees and managers
- Committee membership
- External liaison - ambassador, influence, liaison with outside bodies
- Internal liaison - with Schools/Departments or in relation to specific strategic functions or development projects
- Respect of confidential/privileged information
- Time commitments and expectations on attendance
  - Board and committee meetings
  - Social events and graduation
- Term of appointment
- Expenses
- Person specification
  - Commitment to HE /the College and its values
  - Knowledge of the HE sector
  - Experience as a committee member
  - Experience of operating at a strategic professional or voluntary level
  - Use of judgement and impartiality
  - Evaluation and constructive criticism

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2 SS model of governing body behaviour defined by Julia Unwin, Chief Executive of the Joseph Rowntree Foundation and used in governance development in the charity and public sector
• Vision and strategic problem solving
• Represent and promote the College
• Effective team member
• Communication, presentation
• Commitment to equality and diversity

**Induction programme**

• National HE policy environment, BIS, HEFCE

• Birkbeck’s constitution – Charter, Statutes, status

• Birkbeck’s academic, service and governance structures

• Course portfolio

• Research highlights
  • REF and QR funding
  • Research grants and contracts
  • Impact of research success on reputation

• Business and community engagement and employability

• Student experience and support

• Recruitment and marketing
  • Where do students come from (now and in future)

• What do students achieve and go on to do?

• Finance, HR, Estate, IT and Library services

• Public evaluation
  • Quality Assurance Agency
  • Research Excellence framework
  • National Student Survey

• Public accountability
  • Accounting for funds
  • Health and Safety
  • Equality and Diversity
  • Information compliance

• Governor expectations and accountability

The programme could be supplemented by specific skill sessions if there is demand, such as interpreting financial statements, potentially linked to the skills matrix.
**Skills evaluation**

The skills evaluation would be completed for each Governor at the outset of their appointment and perhaps at each three-yearly renewal and used to identify areas for individual development. It aims to list the key high level skills, knowledge and experience needed for the governing body’s work:

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<th>Social</th>
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<td>Academic disciplines relevant at Birkbeck</td>
<td>Equality and diversity</td>
<td>Student Union</td>
</tr>
<tr>
<td>Audit</td>
<td></td>
<td>Ethnic, gender, professional and family/alumnus dimensions</td>
<td>Student aspirations, motivations and needs</td>
</tr>
<tr>
<td>Estates/property</td>
<td></td>
<td>Financial, human-capital, environmental, cultural and reputational values</td>
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<td>Human resources</td>
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<td>Legal</td>
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<td>Health and safety</td>
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Appendix D

Charter and Statutes: proposed revisions

Summary of proposed changes

- Review of descriptions and names of staff groups and the constituencies from which staff Governors are elected (Charter 1.6, 1.9, Statute 3.2.)

- Removal of references to previous federal structures in the University of London (Charter 4, 6)

- Addition of degree awarding powers (Charter 5)

- Provision for senior offices of the College to be appointed by Governors (recommendation to define the Master and President in the Charter, the others in Standing Orders) (Charter 10, 11, Statute 15)

- Removal of references to the Birkbeck Society, a formal alumni society which no longer meets, replacement where appropriate with references to the alumnus Governor and the alumni network (Charter 17, Statute 3.3, 21)

- Extension of the term of office of student Governors from one to two years (Statute 5)
The Charter

ELIZABETH THE SECOND by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith:

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS His late Majesty King George the Fifth on the seventeenth day of March 1926 by Royal Charter (hereinafter called “the original Charter”) constituted the Governors of the College therein named and their successors a body corporate and politic by the name of “Birkbeck College” with perpetual succession and with power to sue and be sued by that name and to use a Common Seal:

AND WHEREAS it has been represented to Us that it is expedient that the constitution of the said College should be amended in numerous respects so as to enable the College to function more effectively in future:

AND WHEREAS a humble Petition has been presented to Us by Our most dearly beloved Daughter the Princess Anne, the Princess Royal, Dame Grand Cross of Our Royal Victorian Order, the Chancellor of Our University of London, Professor Stewart Ross Sutherland, MA, Vice-Chancellor of Our University of London and by the Governors of the said College praying that We should be graciously pleased to grant to the said College a new Charter replacing its present constitution for the purposes aforesaid:

AND WHEREAS We have taken the said Petition into Our Royal Consideration and are minded to accede thereto:

NOW, THEREFORE, know ye that We, by virtue of Our Royal Prerogative in that behalf and of all other powers enabling Us so to do, of Our special Grace, certain knowledge and mere motion, by these Presents do for Us, Our Heirs and Successors grant, will, direct and ordain as follows:

1. In this Our Charter unless the context otherwise requires:
   1.1 “the Academic Board” shall mean the Academic Board of the College;
   1.2 “Academic Staff” shall mean persons holding appointments of Professor, Reader, Senior Lecturer or Lecturer at the College or appointed to any other post designated by the Governors as a post on the academic staff of the College;
   1.3 “the Clerk” shall mean the person for the time being holding the appointment of Secretary and Clerk to the Governors of the College;
   1.4 “the College” shall mean Birkbeck College as incorporated by this Our Charter;
   1.5 “the Governors” shall mean the Governors of the College for the time being;
   1.6 “Non-teaching staff” shall mean persons holding appointments at the College other than as Academic Staff;
   1.7 “Professors” shall mean those members of the Academic Staff who are Professors of the University;
   1.8 “Readers” shall mean those members of the Academic Staff who are Readers of the University;
   1.9 “the Staff” shall mean the Academic Staff and the Non-teaching Staff all persons holding contracts of employment with the College;
1.10 “Student” shall mean a person registered by the College as pursuing an approved course of
study at the College;

1.11 “the Statutes” shall mean the Statutes of the College for the time being in force under or by
virtue of this Our Charter;

1.12 “the Students’ Union” shall mean the Students’ Union of the College specified in this Our
Charter;

1.13 “the University” shall mean the University of London.

2. Words importing the singular number only shall include the plural number or vice versa,
words importing the masculine gender only shall include the feminine gender and words
importing persons shall include corporations.

3. All those persons who are Governors, members of the Staff or Students of the College at
the date of the grant of this Our Charter, or who shall hereafter, in accordance with the
provisions hereof and those of the Statutes, become Governors, members of the Staff or
Students of the College, are hereby constituted and forever henceforth shall be a body
politic and corporate by the name of “Birkbeck College” with perpetual succession and a
Common Seal and power to sue and be sued and to do all such other things as are ancillary
to a body corporate.

Objects of the College

4. The objects of the College shall be to promote for the public benefit and to provide for
persons who are engaged in earning their livelihood during the daytime and other persons,
education, instruction and means for research and such facilities as may be deemed
appropriate, in all or any of the subjects comprised in the faculties of the University into
which the College has been or may be admitted and any other subjects as determined by
the Governors, advised by the Academic Board may from time to time determine.

Powers of the College

5. The College subject to this Our Charter and the Statutes and to the Statutes and
Regulations of the University shall have power to do any lawful thing in furtherance of its
objects and without prejudice to the generality of the foregoing shall have powers:

5.1 to prepare students for degrees, award diplomas, and certificates, and other
distinctions of the University of London or of the College;

5.2 to award and confer degrees, diplomas and certificates and to make other
academic awards to persons who have pursued courses of study approved by the
College and have passed the examinations or other tests prescribed by the
College;

5.2 to prepare persons for examinations of the University and to award degrees of
the University;

5.3 to acquire, own, maintain, manage and dispose of real and other property;

5.4 to solicit, receive and administer grants, subscriptions, donations, endowments,
legacies, gifts and loans of any property whatsoever whether real or personal;
5.5 to demand and receive fees, subscriptions and deposits.
5.6 to act as trustees for and in relation to endowments, legacies and gifts;
5.7 to invest any monies in the hands of the College and available for investment in accordance with the relevant law and the Statutes;
5.8 to borrow and raise money and give security for loans in any manner;
5.9 to give guarantees; and
5.10 to enter into engagements and to accept obligations and liabilities in all respects without any restriction whatsoever and in the same manner as an individual may manage his or her own affairs.

6. We reserve unto Ourself, Our Heirs and Successors, acting through the Lord President of Our Privy Council, to be the Visitor of the College or, on representation of the Council of the College, to appoint by Order in Council a Visitor of the College for such period as We, Our Heirs and Successors shall see fit and his or her decision on matters within his or her jurisdiction shall be final.

The Visitor of the University of London for the time being or such person as We, Our Heirs or Successors, on the representation of the Governors, shall appoint, shall be the Visitor of the College and the Visitor's decision on matters within his or her jurisdiction shall be final.

7. There shall be a Governing Body of the College comprising Governors who subject to the provisions of this Our Charter and of the Statutes shall exercise all the powers of the College and shall have the management and control of the College and the administration of all the property and income thereof with power to delegate all or any of their powers as provided in the Statutes.

8. The composition of the Governing Body, the manner of appointment or election and period of office of the Governors and the manner of filling vacancies shall be as prescribed by or under the Statutes.

9. The Governors shall have the custody and sole use of the Common Seal of the College and arrangements for its safe-keeping and manner of authentication shall be as prescribed in Standing Orders.

10. There shall be a Master of the College who shall be appointed by the Governors and who shall be the chief academic and administrative officer of the College. Governors shall determine what other senior officers are needed for the proper and effective management of the College and define their roles and mechanisms of appointment in Standing Orders.

11. There shall be a President of the College who shall be appointed by the Governors and whose role shall be ambassadorial, scholarly and ceremonial.

12. It shall be open to all persons both in the United Kingdom and elsewhere to become Students or members of the Staff without any distinction whatsoever. No religious test shall be imposed upon any of the Staff or Students nor shall any disability be imposed on the grounds of political belief, sex or race. The only qualification required of any of the Staff or Students shall be fitness to contribute to or pursue studies of or cognate to a University education.

13. The educational facilities provided by the College shall be available at such times as the
Governors may determine having especial regard to the convenience of persons who are engaged in earning their livelihood.

14. The income and property of the College, whencesoever derived, shall be applied solely towards the promotion of the objects of the College set forth in these Presents this Charter and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profit to the persons who at any time are or have been Governors of the College or to any of them or to any person claiming through any of them or to any other member of the College: provided always that:

14.1 this Article shall not affect the rights of remuneration or to pensions or gratuities on retirement to which persons becoming Governors would otherwise be entitled:

14.2 provided further that this Article shall not prevent the payment in good faith of remuneration or pensions or gratuities on retirement to any member of the Staff or other person not being a Governor in return for any services actually rendered to the College nor the payment to any Governor for occasional service.

15. There shall be an Academic Board of the College whose members shall be as prescribed by or under the Standing Orders and (subject to the general superintendence and control of the Governors) it shall be the body responsible for the academic work of the College.

16. Insofar as it shall further the educational purposes of the College—There shall be a Students' Union of the College for the benefit of the Students of the College and in their interests as Students.

17. There shall be a Birkbeck Society which shall consist of such persons as may be prescribed by or in accordance with the Statutes.

18. Subject to Articles 18 and 19 hereof the Governors may make Statutes for the promotion and fulfilment of the objects of the College and for its governance and management provided that no Statute affecting academic policy shall be made until the Academic Board has been consulted.

19. The Statutes set out in the Schedule hereto attached to this Charter shall remain in effect until added to, amended or revoked in the manner hereinafter prescribed set out in Article 20 below: provided always that nothing in this Article shall affect the validity or legality of any act, deed or thing done under the Statutes of the College prior to such amendment or revocation.

20. The Governors shall have full power to add to, amend or revoke any of the provisions of this Our Charter and shall have full power (but subject always to the provisions of this Our Charter) to add to, amend or revoke any of the Statutes. The powers conferred by this Article shall be exercisable only by a Resolution passed at a meeting of not less than two thirds of the Governors, provided that the Resolution has been passed by a majority of not less than three-quarters of those present and voting at the meeting and provided further that not less than twenty-one clear days’ notice in writing shall have been given of the meeting setting out the Resolution or Resolutions to be proposed thereat.

Provided also that:

20.1 no addition to, amendment or revocation of, any Statute shall have any force or effect if it be repugnant to the provisions of this Our Charter or to the laws of the Realm; and
20.2 No addition to, amendment or revocation of, any provision of this Our Charter shall have effect until approved by Us, Our Heirs or Successors in Council whereupon it shall become effectual so that this Our Charter shall thenceforth continue and operate as though it had been originally granted and made accordingly and no addition to, amendment or revocation of, any of the Statutes shall have any force or effect until approved by the Lords of Our Privy Council of which approval a certificate under the hand of the Clerk of the said Council shall be conclusive evidence.

21. Lastly, We do by these Presents for Us and Our Heirs and Successors grant and declare that these Our Letters Patent shall be in all things valid and effective in law according to the true intent and meaning thereof and shall be taken construed and adjudged in the most favourable and beneficial sense for the best advantage of the College as well in our Courts of Record as elsewhere by all Judges, Justices, Officers, Ministers and other subjects whatsoever of Us and Our Heirs and Successors, any non-recital or other omission defect or thing to the contrary notwithstanding.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourself at Westminster the sixteenth day of December in the forty-second year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

SEAL
The Statutes

Interpretation
1. These Statutes shall be read with the Charter of the College and words and expressions used in the Charter shall, if not inconsistent with the subject or context, bear the same meaning herein.

2. Unless the contrary appears from the context, words importing the singular number only shall include the plural number and vice versa, and words importing the masculine gender only shall include the feminine and vice versa.

The Governors
3. The Governors shall consist of the following persons:

3.1 Two ex-officio Governors being the Master and Vice-Master of the College respectively ("Ex-Officio Governors");

3.2 Seven College Governors who shall comprise the following:

3.2.1 Four members of the Academic Staff, two of whom shall be members of the Academic Board holding the appointment of Professor or Reader ("Academic Staff Board Governors" and "Academic Board Governors" respectively);

3.2.2 Two members of the Academic Staff holding the appointment of Lecturer or Senior Lecturer ("Academic Staff Governors")

3.2.3 One member of staff not from the Academic Staff the Non-teaching Staff ("Non-teaching Staff Governor"); and

3.2.3 Two Students ("Student Governors")

3.3 Twelve independent Governors who shall comprise the following:

3.3.1 One Former Student Alumnus (who shall not be a member of Staff nor a Student) and who shall be a member of and elected by the Birkbeck Society ("Former Student Governor"); and

3.3.2 Eleven to be selected and who shall not be members of the Staff nor Students ("Independent Governors").

4. The rules of selection of each of the Governors listed in Statutes 3.2 and 3.3 shall be prescribed in Standing Orders.

5. Every Student Governor shall be appointed for a term of two years. The other Governors shall be appointed for a term of three years such term being reckoned from the dates of expiration of the terms of office of the respective predecessors and expiring as specified in Statute 7.

6. Governors (other than the Student Governors) may be reappointed for such further terms as may be prescribed by the Governors in Standing Orders.

7. Unless otherwise prescribed by the Charter or Statutes, the date of expiration of the term of office of any Governor shall be 30th September in the concluding year of the term for
which he was appointed.

8. No Governor shall take or hold any interest in any property belonging to the College otherwise than as a trustee for the purposes thereof or be interested directly or indirectly in the supply of work or goods at the cost of the College.

Meetings of the Governors

9. There shall be held in every year not less than four meetings of the Governors to be called Ordinary Meetings.

10. The quorum at meetings of the Governors shall be seven Governors of whom at least four shall be Independent Governors.

11. If within half an hour of the time appointed for the holding of the meeting a quorum is not present, the meeting shall stand adjourned to the same day the next week at the same time and place or to such other day, time and place as the Chair may determine. If at such an adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the Governors present shall form a quorum.

12. The procedures for the regulation of the meetings of Governors shall be prescribed in Standing Orders.

13. Subject to the conditions prescribed in Standing Orders, resolutions of the Governors approved in writing or by email shall be as valid as a resolution actually passed at a meeting of the Governors.

Powers of Governors

14. The Governors shall conduct the general business of the College consistently with the provisions of the Charter and the Statutes, and shall supervise the expenditure of all moneys on account of the ordinary business of the College and shall have power to fix the fees or other charges payable by Students of the College and to appoint and admit Fellows and Honorary Life Members of the College and to do all such other things as are necessary for the transaction of the business of the College or the furtherance of its objects: provided that no final decision on an academic matter shall be taken by the Governors unless the Academic Board shall have had an opportunity of expressing an opinion upon it and the Governors shall have considered such expression of the Academic Board’s opinion.

15. The Governors shall appoint the Master and the President of the College, the Vice Master, the Dean, the President and the Clerk and shall be responsible for the employment of all staff of the College. The Governors shall also appoint any other officers of the College it shall consider necessary for the proper and effective management of the College and shall prescribe in Standing Orders the nature of their duties.

Delegation of Powers

16. The Governors may delegate any of their functions, powers and duties to Committees appointed by them or to the Officers of the College, the Academic Board or such other Committees or individuals as they may think fit and such Committees and individuals may further delegate unless the Governors have provided to the contrary: provided always that nothing in this Statute shall enable the Governors to delegate their power to reach a
17. The Governors may also appoint either Special or Standing Committees consisting of such persons as they may think fit, whether Governors or not, for the purpose of considering and reporting on any subjects which may be referred to such Committees by the Governors.

18. Subject to the Statutes the Governors may from time to time make, alter and revoke Standing Orders for the order of the business and affairs of the College.

The Academic Board

19. There shall be a body known as the Academic Board. The Academic Board shall include members of the Academic Staff from different levels, and Students.

20. Procedures for determining the membership of and for the regulation of the Academic Board shall be prescribed in its Standing Orders.

The Birkbeck Society

21. The Birkbeck Society shall comprise those admitted to Ordinary Membership and Honorary Membership of such Society—

21.1 Ordinary Members shall consist of such persons who:

21.1.1 by completing the prescribed course of study as students of the College have been awarded a degree of the University of London, a College Certificate, an Advanced Certificate or Post Graduate Certificate, a University of London Extra-Mural Certificate or Diploma or any other qualification prescribed from time to time by the Governors for the purpose; and—

21.1.2 not being entitled to Ordinary Membership under the preceding provisions or to Honorary Membership under the succeeding provisions of this Statute, nevertheless having been Students apply for Membership of the Society and being regarded by the Governors as suitable persons to be admitted to Membership by the Governors are so admitted—

21.2 Honorary Members shall consist of former members of the staff of the College who have been admitted to Honorary Life Membership of the College by the Governors and former Governors and Fellows of the College. Honorary Members shall not be eligible to vote for nor to stand as Governors to represent the Society.

Students’ Union

22. There shall be a Students’ Union of the College which shall conduct and manage its own affairs in accordance with a constitution approved by the Governors. The Students’ Union constitution and its financial and other reporting requirements will be prescribed in Standing Orders.

Accounts and Audit

23. True accounts shall be kept of the receipts and expenditure of the College.
24. There shall be an audit of the Accounts of the College made every year by one or more
Auditors, being members of a body of accountants recognised by the Secretary of State
under Section 389(1) Chapter 2 of the Companies Act 1985 to be appointed by the
Governors. The Auditors shall make a report to the Governors.

25. If more Auditors than one be appointed the continuing Auditor or Auditors shall have
power to act notwithstanding any casual vacancy. The Auditors’ report and audited
accounts shall, in addition to being presented annually to the Governors, be furnished to
such persons, corporations and bodies contributing to the revenue of the College as the
Governors shall from time to time determine.

26. No person shall be appointed or remain Auditor who is or any one of whose partners is a
Governor or a member of the Staff.

Investments

27. Monies in the hands of the College and available for investment may be invested by the
College in accordance with financial regulations agreed by the Governors from time to
time.
Statute 28

Part I: Construction, application and interpretation

Construction

1. This Statute and any Standing Orders made under this Statute shall be construed in every case to give effect to the following guiding principles, that is to say -

   (a) to ensure that Academic Staff have freedom within the law to question and test received wisdom, and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy of losing their jobs or privileges;

   (b) to enable the College to provide education, promote learning and engage in research efficiently and economically; and

   (c) to apply the principles of justice and fairness.

Reasonableness of decisions

2. No provision in Part II or Part III of this Statute shall enable the body or person having the duty to reach a decision under the relevant Part to dismiss any member of the Academic Staff unless the reason for his dismissal may in the circumstances (including the size and administrative resources of the College) reasonably be treated as a sufficient reason for dismissing him.

Application

3. (a) This Statute shall apply:

   (i) to the members of the Academic Staff of the College;

   (ii) to the Clerk and the Librarian; and

   (iii) to the Master to the extent and in the manner set out in the Annexure to this Statute.

   (b) In this Statute any other reference to “Academic Staff” is a reference to persons to whom this Statute applies.

Interpretation

Meaning of “dismissal”

4. In this Statute “dismiss” and “dismissal” mean dismissal of a member of the Academic Staff and

   (a) include remove or, as the case may be, removal from office; and

   (b) in relation to employment under a contract, shall be construed in accordance with section 55 of the Employment Protection (Consolidation) Act 1978.

Meaning of “good cause”

5(a) For the purposes of this Statute “good cause” in relation to the dismissal or removal from office or place of a member of the Academic Staff, being in any case a reason which is related to conduct or to capability or qualifications for performing work of the kind which the member of the Academic Staff concerned was appointed or employed to do, means

   (i) conviction for an offence which may be deemed by a Tribunal appointed under Part
Ill to be such as to render the person convicted unfit for the execution of the duties of the office or employment as a member of the Academic Staff; or

(ii) conduct of an immoral, scandalous or disgraceful nature incompatible with the duties of the office or employment; or

(iii) conduct constituting failure or persistent refusal or neglect or inability to perform the duties or comply with the conditions of office; or

(iv) physical or mental incapacity established under Part IV.

5(b) In this paragraph:

(i) “capability”, in relation to such a member, means capability assessed by reference to skill, aptitude, health or any other physical or mental quality; and

(ii) “qualifications”, in relation to such a member, means any degree, diploma or other academic, technical or professional qualification relevant to the office or position held by that member.

Meaning of “redundancy”

6. For the purposes of this Statute dismissal shall be taken to be a dismissal by reason of redundancy if it is attributable wholly or mainly to:

(a) the fact that the College has ceased, or intends to cease, to carry on the activity for the purposes of which the member of the Academic Staff concerned was appointed or employed by the College, or has ceased, or intends to cease, to carry on that activity in the place in which the member concerned worked; or

(b) the fact that the requirements of that activity for members of the Academic Staff to carry out work of a particular kind, or for members of the Academic Staff to carry out work of a particular kind in that place, have ceased or diminished or are expected to cease or diminish.

Incidental, supplementary and transitional matters

7(a) In any case of conflict, the provisions of this Statute shall prevail over those of any other Statute and over those of the Standing Orders and the provisions of any Standing Order made under this Statute shall prevail over those of any other Standing Order: provided that Part III of and the Annexure to this Statute shall not apply in relation to anything done or omitted to be done before the date on which the instrument making these modifications was approved under subsection (9) of section 204 of the Education Reform Act 1988.

7(b) Nothing in any appointment made, or contract entered into, shall be construed as overriding or excluding any provision made by this Statute concerning the dismissal of a member of the Academic Staff by reason of redundancy or for good cause: provided that nothing in this sub-paragraph shall prevent waivers made under section 142 of the Employment Protection (Consolidation) Act 1978 from having effect.

7(c) Nothing in any other Statute or in any Standing Order made thereunder shall authorise or require any person to sit as a member of any Committee, Tribunal or body appointed under this Statute or to be present when any such Committee, Tribunal or body is meeting to arrive at its decision or for the purpose of discussing any point of procedure.

7(d) Any reference in this Statute to the Vice-Chancellor of the University or to Appointed Teachers of the University is a reference to the Vice-Chancellor or Appointed Teachers of the University of London as the case may be.

7(e) In this Statute references to numbered Parts, paragraphs and sub-paragraphs are references to Parts, paragraphs and sub-paragraphs so numbered in this Statute.
Part II: Redundancy

Purpose of Part II
8. This Part enables the Governors, as the appropriate body, to dismiss any member of the Academic Staff by reason of redundancy.

Exclusion from Part II of persons appointed or promoted before 20th November 1987
9(a) Nothing in this Part shall prejudice, alter or affect any rights powers or duties of the College or apply in relation to a person unless:
   (i) his appointment is made, or his contract of employment is entered into, on or after 20th November 1987; or
   (ii) he is promoted on or after that date.

9(b) For the purposes of this paragraph in relation to a person, a reference to an appointment made or a contract entered into on or after 20th November 1987 or to promotion on or after that date shall be construed in accordance with subsections (3) to (6) of section 204 of the Education Reform Act 1988.

The Appropriate Body

10(a) The Governors shall be the appropriate body for the purposes of this Part.

10(b) This paragraph applies where the appropriate body has decided that it is desirable that there should be a reduction in the Academic Staff:
   (i) of the College as a whole; or
   (ii) of any department or other similar area of the College by way of redundancy.

11(a) Where the appropriate body has reached a decision under paragraph 10(b) it shall appoint a Redundancy Committee to be constituted in accordance with sub-paragraph (c) of this paragraph to give effect to its decision by such date as it may specify and for that purpose:
   (i) to select and recommend the requisite members of the Academic Staff for dismissal by reason of redundancy; and
   (ii) to report their recommendations to the appropriate body.

11(b) The appropriate body shall either approve any selection recommendation made under sub-paragraph (a), or shall remit it to the Redundancy Committee for further consideration in accordance with its further directions.

11(c) A Redundancy Committee appointed by the appropriate body shall comprise:
   (i) a Chair; and
Notices of intended dismissal

12(a) Where the appropriate body has approved a selection recommendation made under paragraph 11(a) it may authorise an officer of the College as its delegate to dismiss any member of the Academic Staff so selected.

12(b) Each member of the Academic Staff selected shall be given separate notice of the selection approved by the appropriate body.

12(c) Each separate notice shall sufficiently identify the circumstances which have satisfied the appropriate body that the intended dismissal is reasonable and in particular shall include:
   (i) a summary of the action taken by the appropriate body under this Part;
   (ii) an account of the selection processes used by the Redundancy Committee;
   (iii) a reference to the rights of the person notified to appeal against the notice and to the time within which any such appeal is to be lodged under Part V (Appeals); and
   (iv) a statement as to when the intended dismissal is to take effect.

Part III: Discipline, Dismissal and Removal from Office

Disciplinary Procedures
13(a) Minor faults shall be dealt with informally.

13(b) Where the matter is more serious but falls short of constituting possible good cause for dismissal the following procedure shall be used:

Stage 1 - Oral Warning
If conduct or performance does not meet acceptable standards the member of the Academic Staff will normally be given a formal Oral Warning. The member will be advised of the reason for the warning, that it is the first stage of the disciplinary procedure and of the right of appeal under this paragraph. A brief note of the oral warning will be kept but it will be spent after 12 months, subject to satisfactory conduct and performance.

Stage 2 - Written Warning
If the offence is a serious one, or if a further offence occurs, a Written Warning will be given to the member of the Academic Staff by the appropriate member of the Academic Staff to whom staff management responsibility has been delegated by the Master. This will give details of the complaint, the improvement required and the timescale. It will warn that a complaint may be made to the Clerk seeking the institution of charges to be heard by a Tribunal appointed under paragraph 16 if there is no satisfactory improvement and will advise of the right of appeal under this paragraph. A copy of this written warning will be kept by the Clerk but it will be disregarded for disciplinary purposes after 2 years subject to satisfactory conduct and performance.

Stage 3 - Appeals
A member of the Academic Staff who wishes to appeal against a disciplinary warning shall inform the Clerk within two weeks. The Vice-Master shall hear all such appeals and his decision shall be final.

Preliminary examination of serious disciplinary matters
14(a) If there has been no satisfactory improvement following a written warning given under Stage 2 of the procedure in paragraph 13, or in any other case where it is alleged that conduct or performance may constitute good cause for dismissal or removal from office, a complaint seeking the institution of charges to be heard by a Tribunal appointed under
paragraph 16 may be made to the Clerk who shall bring it to the attention of the Master.

14(b) To enable the Master to deal fairly with any complaint brought to his attention under sub-paragraph (a) he shall institute such investigations or enquiries (if any) as appear to him to be necessary.

14(c) If it appears to the Master that a complaint brought to his attention under sub-paragraph (a) relates to conduct or performance which does not meet acceptable standards but for which no written warning has been given under paragraph 13 or which relates to a particular alleged infringement of Standing Orders for which a standard penalty is normally imposed in the College or within the department or other relevant area, or is trivial or invalid he may dismiss it summarily, or decide not to proceed further under this Part.

14(d) If the Master does not dispose of a complaint under sub-paragraph (c) he shall treat the complaint as disclosing a sufficient reason for proceeding further under this Part and, if he sees fit, he may suspend the member on full pay pending a final decision.

14(e) Where the Master proceeds further under this Part he shall write to the member of the Academic Staff concerned inviting comment in writing.

14(f) As soon as may be following receipt of the comments (if any) the Master shall consider the matter in the light of all the material then available and may:
   (i) dismiss it himself; or
   (ii) refer it for consideration under paragraph 13; or
   (iii) deal with it informally himself if it appears to the Master appropriate to do so and if the member of the Academic Staff agrees in writing that the matter should be dealt with in that way; or
   (iv) direct the Clerk to prefer a charge or charges to be considered by a Tribunal to be appointed under paragraph 16.

14(g) If no comment is received within 28 days the Master may proceed as aforesaid as if the member concerned had denied the substance and validity of the alleged case in its entirety.

Institution of Charges
15(a) In any case where the Master has directed that a charge or charges be preferred under paragraph 14(f)(iv), he shall request the Governors to appoint a Tribunal under paragraph 16 to hear the charge or charges and to determine whether the conduct or performance of the member of the Academic Staff concerned constitutes good cause for dismissal or otherwise constitutes a serious complaint relating to the member’s appointment or employment.

15(b) Where the Governors have been requested to appoint a Tribunal under paragraph 16 the Clerk or, if he is unable to act, another officer appointed by the Master shall take charge of the proceedings.

15(c) The officer in charge of the proceedings shall formulate, or arrange for the formulation of, the charge or charges and shall present, or arrange the presentation of, the charge or charges before the Tribunal.

15(d) It shall be the duty of the officer in charge of the proceedings:
   (i) to forward the charge or charges to the Tribunal and to the member of the Academic Staff concerned together with the other documents therein specified; and
   (ii) to make any necessary administrative arrangements for the summoning of witnesses, the production of documents and generally for the proper presentation of the case
before the Tribunal.

**The Tribunal**

16. A Tribunal appointed by the Governors shall comprise:
   (a) a Chair;
   (b) one of the Governors, not being a person employed by the College; and
   (c) one member of the Academic Staff nominated by the Academic Board:

   provided that in any case where the member of the Academic Staff concerned is an Appointed Teacher of the University, the Tribunal shall include, in addition to the members referred to under sub-paragraphs (b) and (c), two members nominated by the University, not being persons employed by the College.

**Provisions concerning tribunal procedure**

17(a) The procedure to be followed in respect of the preparation, hearing and determination of charges by a Tribunal shall be that set out in Standing Orders made under this paragraph.

17(b) Without prejudice to the generality of the foregoing such Standing Orders shall ensure:
   (i) that the member of the Academic Staff concerned is entitled to be represented by another person, whether such person be legally qualified or not, in connection with and at any hearing of charges by a Tribunal;
   (ii) that a charge shall not be determined without an oral hearing at which the member of the Academic Staff concerned and any person appointed by him to represent him are entitled to be present;
   (iii) that the member of the Academic Staff and any person representing the member may call witnesses and may question witnesses upon the evidence on which the case against him is based; and
   (iv) that full and sufficient provision is made for:
      (1) postponements, adjournments, dismissal of the charge or charges for want of prosecution, remission of the charge or charges to the Master for further consideration and for the correction of accidental errors; and
      (2) for appropriate time limits for each stage (including the hearing) to the intent that any charge thereunder shall be heard and determined by a Tribunal as expeditiously as reasonably

**Notification of tribunal decisions**

18(a) A Tribunal shall send its decision on any charge referred to it (together with its findings of fact and the reasons for its decision regarding that charge and its recommendations, if any, as to the appropriate penalty) to the Master and to each party to the proceedings.

18(b) A Tribunal shall draw attention to the period of time within which any appeal should be made by ensuring that a copy of Part V (Appeals) accompanies each copy of its decision sent to a party to the proceedings under this paragraph.

**Powers of the appropriate officer where charges are upheld by Tribunal**

19(a) Where the charge or charges are upheld and the Tribunal finds good cause and recommends dismissal or removal from office, but in no other case, the appropriate officer shall decide whether or not to dismiss the member of the Academic Staff concerned.

19(b) In any case where the charge or charges are upheld, other than where the appropriate officer has decided under sub-paragraph (a) to dismiss the member of the Academic Staff concerned, the action available to the appropriate officer (not comprising a greater penalty than that recommended by the Tribunal) may be:
(i) to discuss the issues raised with the member concerned; or
(ii) to advise the member concerned about his future conduct; or
(iii) to warn the member concerned; or
(iv) to suspend the member concerned for such period as the appropriate officer shall think fair and reasonable, not to exceed 3 months after the Tribunal’s decision; or
(v) any combination of any of the above or such further or other action under the member’s contract of employment or terms of appointment as appears fair and reasonable in all the circumstances of the case.

19(c) Where the appropriate officer has decided under sub-paragraph (a) to dismiss a member of the Academic Staff who is an Appointed Teacher of the University, the officer shall inform the Vice-Chancellor of the University so that, subject to the outcome of any appeal made by the member of the Academic Staff under Part V, the University may withdraw from the member the status or title of Professor or Reader of the University.

Appropriate Officers

20(a) The Master shall be the appropriate officer to exercise the powers conferred by paragraph 19 and any reference to the appropriate officer includes a reference to a delegate of that officer.

20(b) Any action taken by the appropriate officer shall be confirmed in writing.

Part IV: Removal for Incapacity on Medical Grounds

21(a) This Part makes separate provision for the assessment of incapacity on medical grounds as a good cause for dismissal or removal from office.

21(b) In this Part references to medical grounds are references to capability assessed by reference to health or any other physical or mental quality.

21(c) In this Part references to the appropriate officer are references to the Master or an officer acting as his delegate to perform the relevant act.

21(d) References to the members of the Academic Staff include, in cases where the nature of the alleged disability so requires, a responsible relative or friend in addition to (or instead of) that member.

22(a) Where it appears that the removal of a member of the Academic Staff on medical grounds would be justified, the appropriate officer:
   (i) shall inform the member accordingly; and
   (ii) shall notify the member in writing that it is proposed to make an application to the member’s doctor for a medical report and shall seek the member’s consent in writing in accordance with the requirements of the Access to Medical Reports Act 1988.

22(b) If the member shares that view the College shall meet the reasonable costs of any medical opinion required.

22(c) If the member does not share that view the appropriate officer shall refer the case in confidence, with any supporting medical and other evidence (including any medical evidence submitted by the member), to a Board comprising one person nominated by the Governors, one person nominated by the member concerned or, in default of the latter nomination, by the Academic Board; and a medically qualified Chair jointly agreed by the Governors and the member or, in default of agreement, to be nominated by the President of the Royal College.
22(d) ‘The Board may require the member concerned to undergo medical examination at the
College’s expense.

Termination of Employment
23. If the Board determines that the member shall be required to retire on medical grounds, the
appropriate officer shall direct the Clerk or his delegate to terminate the employment of the
member concerned on those medical grounds.

Part V: Appeals

Purpose of Part V
24. This Part establishes procedures for hearing and determining appeals by members of the
Academic Staff who are dismissed or under notice of dismissal or who are otherwise
disciplined.

Application and interpretation of Part V
25(a) This Part applies:
(i) to appeals against the decisions of the Governors as the appropriate body (or of a
delegate of that body) to dismiss in the exercise of its powers under Part II;
(ii) to appeals arising in any proceedings, or out of any decision reached, under Part III
other than appeals under paragraph 13 (Appeals against disciplinary warnings);
(iii) to appeals against dismissal otherwise than in pursuance of Part II or Part III;
(iv) to appeals against discipline otherwise than in pursuance of Part III; and
(v) to appeals against decisions reached under Part IV

and “appeal” and “appellant” shall be construed accordingly.

25(b) No appeal shall however lie against:
(i) a decision of the appropriate body under paragraph 10(b);
(ii) the findings of fact of a Tribunal under paragraph 18(a) save where, with the consent
of the person or persons hearing the appeal, fresh evidence is called on behalf of the
appellant at that hearing;
(iii) any finding by a Board set up under paragraph 22(c).

25(c) In this Part references to “the person appointed” are references to the person appointed by
the Governors under paragraph 28 to hear and determine the relevant appeal.

25(d) The parties to an appeal shall be the appellant and the Clerk and any other person added as
a party at the direction of the person appointed.

Institution of Appeals
26. A member of the Academic Staff shall institute an appeal by serving on the Clerk within the
time allowed under paragraph 27, notice in writing setting out the grounds of the appeal.

Time for appealing and notices of appeal
27(a) A notice of appeal shall be served within 28 days of the date on which the document
recording the decision appealed from was sent to the appellant or such longer period, if
any, as the person appointed may determine under sub-paragraph (c).

27(b) The Clerk shall bring any notice of appeal received (and the date when it was served) to the
attention of the Governors and shall inform the appellant that he has done so.

27(c) Where the notice of appeal was served on the Clerk outside the 28 day period the person
appointed under paragraph 28 shall not permit the appeal to proceed unless he considers that justice and fairness so require in the circumstances of the case.

Persons appointed to hear and determine appeals

28(a) Where an appeal is instituted under this Part the Governors shall appoint a person described in sub-paragraph (b) to hear and determine that appeal.

28(b) The persons described in this sub-paragraph are persons not employed by the College holding, or having held, judicial office or being barristers or solicitors of at least ten years’ standing.

28(c) Subject to sub-paragraph (e) the person appointed shall sit alone unless he considers that justice and fairness will best be served by sitting with two other persons.

28(d) The other persons who may sit with the person appointed shall be:
(i) one of the Governors not being a person employed by the College; and
(ii) one member of the Academic Staff nominated by the Academic Board.

28(e) In the case of an appeal against a decision taken under paragraph 19 to dismiss a member of the Academic Staff who is an Appointed Teacher of the University the person appointed shall sit with:
(i) one of the Governors not being a person employed by the College;
(ii) a member of the Academic Staff nominated by the Academic Board; and
(iii) two persons nominated by the University not being persons employed by the College.

Provisions concerning appeal procedures and powers

29(a) The procedure to be followed in respect of the preparation, consolidation, hearing and determination of appeals shall be that set out in Standing Orders made under this paragraph.

29(b) Without prejudice to the generality of the foregoing such Standing Orders shall ensure:
(i) that an appellant is entitled to be represented by another person, whether such person be legally qualified or not, in connection with and at any hearing of his appeal;
(ii) that an appeal shall not be determined without an oral hearing at which the appellant, and any person appointed by him to represent him are entitled to be present and, with the consent of the person or persons hearing the appeal, to call witnesses;
(iii) that full and sufficient provision is made for postponements, adjournments, dismissal of the appeal for want of prosecution and for the correction of accidental errors; and
(iv) that the person appointed may set appropriate time limits for each stage (including the hearing itself) to the intent that any appeal shall be heard and determined as expeditiously as reasonably practicable.

29(c) The person or persons hearing the appeal may allow or dismiss an appeal in whole or in part and, without prejudice to the foregoing, may:
(i) remit an appeal from a decision under Part II to the Governors as the appropriate body (or any issue arising in the course of such an appeal) for further consideration as the person or persons hearing the appeal may direct; or
(ii) remit an appeal arising under Part III for re-hearing by a differently constituted Tribunal to be appointed under that Part; or
(iii) remit an appeal from a decision of the appropriate officer under Part IV for further
consideration as the person or persons hearing the appeal may direct; or
(iv) substitute any lesser alternative penalty that would have been open to the appropriate officer following the finding by the Tribunal which heard and pronounced upon the original charge or charges.

Notification of decisions
30. The person appointed shall send the reasoned decision, including any decision reached in exercise of his powers under paragraph 29(c) (i), (ii) or (iii), on any appeal together with any findings of fact different from those come to by the Governors as the appropriate body under Part II or by the Tribunal under Part III, as the case may be, to the Master, to the parties to the appeal and to the Vice-Chancellor of the University in the case of an appeal by a member of the Academic Staff who is an Appointed Teacher of the University.


**Part VI: Grievance Procedures**

**Purpose of Part VI**

31. The aim of this Part is to settle or redress individual grievances promptly, fairly and so far as may be, within the department or other relevant area by methods acceptable to all parties.

**Application**

32. The grievances to which this Part applies are ones by members of the Academic Staff concerning their appointments or employment where those grievances relate:
   (a) to matters affecting themselves as individuals; or
   (b) to matters affecting their personal dealings or relationships with other staff of the College not being matters for which express provision is made elsewhere in this Statute.

**Exclusions and Informal Procedures**

33(a) If other remedies within the department or other relevant area have been exhausted the member of the Academic Staff may raise the matter with the appropriate member of the Academic Staff to whom management responsibility has been delegated by the Master.

33(b) If the member of the Academic Staff is dissatisfied with the result of an approach under sub-paragraph (a) or if the grievance directly concerns the appropriate member of the Academic Staff to whom management responsibility has been delegated by the Master, the member may apply in writing to the Master for redress of the grievance.

33(c) If it appears to the Master that the matter has been finally determined under Part III, IV or V or that the grievance is trivial or invalid, he may dismiss it summarily, or take no action upon it. If it so appears to the Master he shall inform the member and the Grievance Committee accordingly.

33(d) If the Master is satisfied that the subject matter of the grievance could properly be considered with (or form the whole or any part of):
   (i) a complaint under Part III;
   (ii) a determination under Part IV; or
   (iii) an appeal under Part V
he shall defer action upon it under this Part until the relevant complaint, determination or appeal has been heard or the time for instituting it has passed and he shall notify the member and the Grievance Committee accordingly.

33(e) If the Master does not reject the complaint under sub-paragraph (c) or if he does not defer action upon it under sub-paragraph (d) he shall decide whether it would be appropriate, having regard to the interests of justice and fairness, for him to seek to dispose of it informally. If he so decides he shall notify the member and proceed accordingly.

**Grievance Committee Procedure**

34. If the grievance has not been disposed of informally under paragraph 33(e), the Master shall refer the matter to the Grievance Committee for consideration.

35. The Grievance Committee to be appointed by the Governors shall comprise:
   (a) a Chair;
   (b) one of the Governors not being a person employed by the College; and
   (c) one member of the Academic Staff nominated by the Academic Board.
Procedure in connection with determinations; and right to representation

36. The procedure in connection with the consideration and determination of grievances shall be determined in Standing Orders in such a way as to ensure that the aggrieved person and any person against whom the grievance lies shall have the right to be heard at a hearing and to be accompanied by a friend or representative.

Notification of decisions

37. The Committee shall inform the Governors whether the grievance is or is not well-founded and if it is well-founded the Committee shall make such proposals for the redress of the grievance as it sees fit.

Annexure

Provisions as to the Master

1. The Governors may request the Chair of Governors (in this Annexure called “the Chair”) to remove the Master from office for good cause in accordance with the procedure described in this Annexure.
   (a) A complaint seeking the removal from office of the Master for good cause may be made by not less than three Governors to the Chair.
   (b) If it appears to the Chair, on the material before him, that the complaint raises a prima facie case and that this could, if proved, constitute good cause for dismissal or removal from office he shall request the Governors to appoint a Tribunal to hear and determine the matter.
   (c) If it appears to the Chair that a complaint made to him under sub-paragraph (a) does not raise a prima facie case or is trivial or invalid, he may recommend to the Governors that no further action be taken upon it.
   (d) When the Governors have appointed a Tribunal under sub-paragraph (b) they shall instruct a solicitor or other suitable person to formulate a charge or charges and to present, or arrange for the presentation of, the charges before the Tribunal.
   (e) A Tribunal appointed by the Governors shall comprise:
      (i) an independent Chair;
      (ii) one of the Governors not being a person employed by the College; and
      (iii) one member of the Academic Staff.
   (f) Subject to the principle of justice and fairness the Tribunal may determine its own procedure.
   (g) The Tribunal shall send its reasoned decision on any charge referred to it together with its findings of fact regarding the charge and its recommendations, if any, as to the appropriate penalty to the Chair and to the Master drawing attention to the period of time within which any appeal should be made.
   (h) Persons appointed to hear such an appeal shall be persons independent of the College holding, or having held, judicial office or being barristers or solicitors of at least 10 years’ standing and the person so appointed shall, subject to the principles of justice and fairness, determine the procedure to be adopted in hearing the appeal.
      (i) A person appointed shall send the reasoned decision on the appeal, together with any findings of fact different from those come to by Tribunal and his recommendations, if any, as to the appropriate penalty, to the Master and to the Chair.
      (j) Where a charge or charges have been upheld by the Tribunal and not dismissed on appeal, the Chair shall decide whether or not to dismiss the Master.

3. Where a complaint is to be referred to a Tribunal under this Statute, the Chair may suspend the Master from his duties and may exclude the Master from the precincts of the College or
any part thereof without loss of salary.

4. “Good Cause” in this Annexure has the same meaning as in paragraph 5 of this Statute.

4. For the purpose of the removal of the Master for incapacity on medical grounds, Part IV of this Statute shall have effect subject to the following modifications:
   (a) for references to a member of the Academic Staff there shall be substituted references to the Master;
   (b) for any reference to the office of Master there shall be substituted a reference to the office of Chair;
   (c) for paragraph 23 there shall be substituted:
       “23. If the Board determines that the Master should be required to retire on medical grounds, it shall ask the Chair as the appropriate officer, to decide whether or not to terminate the appointment of the Master on those medical grounds.”