

THE UNIVERSITY OF THE ARTS LONDON
INSTRUMENT AND ARTICLES OF GOVERNMENT

Issued by order of the Court of Governors May 1995 as revised March 2004.

The Instrument of Government was made by the Privy Council on 26 April 1993 as provided for by Section 124A(3) and (4) of the Education Reform Act 1988 and Instrument and Articles were revised from 1 January 1995.

The Court of Governors approved the current Instrument and Articles of Government on 29 March 2004. This further revision was approved by Her Majesty's Privy Council on 10 May 2004, acknowledging to the change of name to University of the Arts London.

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Instrument of Government

1. Interpretation

1.1 In this Instrument, the following words and expressions shall have meanings indicated in this paragraph -

the Act means the Education Reform Act 1988 as amended from time to time;

the Corporation means the University of the Arts Higher Education Corporation;

the Board of Governors means the members of the Corporation known as the Court of Governors;

the University means University of the Arts London conducted by the Corporation;

the Principal means the Rector of the University;

the Academic Board means the Academic Board of the University constituted in accordance with the Articles;

the Instrument means the Instrument of Government of the Corporation;

the Articles means the Articles of Government in accordance with which the University is conducted;

the Clerk means the person appointed to the office of the Clerk to the Board of Governors under the Articles;

the Secretary of State means the Secretary of State for Education and Skills; and

the appointing authority means the Corporation unless otherwise specified.

1.2 References in this Instrument, in relation to the Board of Governors, to a variable category of members are references to any category of members in relation to which the number applicable in accordance with paragraph 3 below is subject to variation.

2. Name of the Corporation

2.1 The Board of Governors may, by resolution, change the name of the Corporation, with the consent of the Privy Council.

3. Membership of the Board of Governors

3.1 The Board of Governors shall consist of -

- a) not less than twelve and not more than twenty-four members appointed in accordance with the following provisions; and
- b) the Principal, unless he chooses not to be a member.

3.2 Of the appointed members -

- a) up to thirteen shall be independent members;

- b) up to two may be teachers at the University nominated by the Academic Board and up to two may be students of the University nominated by the students thereof; and
 - c) at least one and not more than nine shall be co-opted members nominated by the members of the Board of Governors who are not co-opted members.
- 3.3 Independent members shall be persons appearing to the appointing authority to have experience of, and to have shown capacity in, industrial, commercial or employment matters or the practice of any profession.
- 3.4 The co-opted member required by sub-paragraph **3.2c** above shall be a person who has experience in the provision of education.
- 3.5 A person (other than a person appointed in pursuance of sub-paragraph **3.2b** above) who is -
- a) employed at the University (whether or not as a teacher);
 - b) a full-time student at the University; or
 - c) an elected member of any local authority,
- is not eligible for appointment as a member of the Board other than as a co-opted member.
- 3.6 For the purposes of this paragraph, a person who is not for the time being enrolled as a student at the University shall be treated as such a student during any period when he has been granted leave of absence from the University for purposes of study or travel or for carrying out the duties of any office held by him in the Students' Union at the University.
- 3.7 It shall be for the appointing authority to determine any question as to whether any person is qualified in accordance with the preceding provisions of this paragraph for appointment as a member of the Board of Governors of any description or category.

4. Determination of Membership Numbers

- 4.1 The Board of Governors shall make a determination with respect to their membership numbers.
- 4.2 Such a determination shall fix the number of members of each variable category of which the Board of Governors are to consist, subject to the limits applicable in relation to that category in accordance with paragraph **3.2** above.
- 4.3 In making such a determination, the Board of Governors shall secure that at least half of all members of the Board of Governors, when constituted in accordance with the determination, will be independent members.
- 4.4 Such a determination shall not have any effect so as to terminate the appointment of any person who is a member of the Board of Governors at the time when it takes effect.
- 4.5 Such a determination may be varied by a subsequent determination.

5. Appointment of Members to the Board of Governors

- 5.1 Subject to the provisions of section 124C of the Act, no appointment of members of the Board of Governors may be made before the first determination of the membership in accordance with paragraph **4.1** above takes effect.
- 5.2 The Board of Governors are the appointing authority in relation to the appointment of any member of the Board of Governors other than an independent member.
- 5.3 Where an appointment of an additional independent member of the Board of Governors falls to be made in consequence of a determination in accordance with paragraph **4** above, the appointing authority in relation to the appointment -
- a) shall be the Board of Governors if the appointment is made within the period of three months beginning with the date of the determination; or
 - b) if the appointment is not made within that period, shall be the current independent members of the Board of Governors.
- 5.4 Where a vacancy in the office of an independent member of the Board of Governors arises on any existing independent member ceasing to hold office on the expiry of his term of office -
- a) his successor shall not be appointed more than six months before the expiry of his term; and
 - b) the appointing authority in relation to the appointment of his successor -
 - i) shall be the Board of Governors if the appointment is made not less than three months before the expiry of that term; or
 - ii) if the appointment is not so made, shall be the current independent members of the Board of Governors.
- 5.5 Where a vacancy in the office of an independent member of the Board of Governors arises on the death of any such member or any such member ceasing to hold office in accordance with the Instrument, the appointing authority in relation to the appointment of his successor -
- a) shall be the Board of Governors if the appointment is made within the period of three months beginning with the date of his death or the date on which the office becomes vacant (as the case may be); or
 - b) if the appointment is not made within that period, shall be the current independent members of the Board of Governors.
- 5.6 No appointment of an independent member of the Board of Governors by the Board of Governors in accordance with sub-paragraph **5.3a**, **5.4bi** and **5.5a** above shall be made unless the appointment has been approved by the current independent members of the Board of Governors.
- 5.7 If the number of independent members of the Board of Governors falls below the number needed in accordance with the Articles for a quorum, the Secretary of State is the appointing authority in relation to the appointment of such number of independent members as is required for a quorum.

6. Tenure of Office of Members of the Board of Governors

6.1 The Board of Governors shall determine the period of office in each of the variable categories set out in paragraph 3.2 above. Such members shall hold and vacate office in accordance with the terms of their appointment and shall, on ceasing to be a member on completion of their period of office, be eligible for reappointment.

6.2 A member of the Board of Governors may at any time by notice in writing to the Clerk resign his office, which will thereupon become vacant from the date of receipt of the notice or date of resignation specified therein whichever shall be the later.

6.3 If at any time the Board of Governors are satisfied that any member of the Board of Governors -

- a) has been absent from meetings of the Board of Governors for a period of twelve months without the permission of the Board of Governors; or
- b) is unable or unfit to discharge the functions of a member,

The Board of Governors may by notice in writing to that member remove him from office; and thereupon the office shall become vacant.

6.4 Where a member of the Board of Governors appointed as an Academic Board nominee or a student nominee, or a member of staff or student appointed as a co-opted member of the Board of Governors, ceases before the end of his period of office to be a member of staff or a student of the University, as the case may be, his office shall thereupon become vacant.

7. Officers

7.1 The Board of Governors shall appoint from among their members a Chairman and any other officers which the Board may determine.

8. Committees

8.1 The Board of Governors may establish committees and permit such committees to include persons who are not members of the Board of Governors.

9. Allowances

9.1 The Board of Governors shall determine any allowances to be paid to members of the Board of Governors.

10. Seal of Corporation

10.1 The application of the seal of the Corporation shall be authenticated by the signature of the Chairman of the Board of Governors or by some other member authorised generally or specially by the Board of Governors to act for that purpose together with that or any other member of the Board of Governors.

10.2 The Corporation seal shall be held under secure arrangements by the Clerk.

11. Copies of Instrument of Government

- 11.1 Copies of the Instrument of Government shall be provided to each member of the Board of Governors.

In exercise of the powers conferred upon it by section 125 of the Education Reform Act 1988, University of the Arts London Higher Education Corporation makes the following Articles of Government in accordance with which the University of the Arts London shall be conducted.

Articles of Government

1. Interpretation

1.1 In these Articles words and expressions shall have the following meaning ascribed to them in paragraph 1 of the Instrument of Government made by the Privy Council on 26 April 1993, and

the holders of senior posts means the Principal, the Clerk and the holders of other such senior posts as the Board of Governors may determine and *holder of a senior post* shall be construed accordingly;

the staff includes both teaching and other staff of the University;

staff governor means a member of the Board of Governors appointed on the nomination of the Academic Board, or as a co-opted staff nominee;

student governor means a member of the Board of Governors appointed as a student nominee or a co-opted student nominee; and

a students' union means any association of the generality of students formed to further the educational purposes of the University and the interests of students as students

2. Conduct of the University

2.1 The University shall be conducted in accordance with the provisions of the Education Acts 1944 to 1993, any subsequent Education Acts, any relevant regulations, orders or directions made by the Secretary of State, or by the Privy Council, and subject thereto, in accordance with the provisions of the Instrument, these Articles and any rules or bye-laws made under these Articles.

3. Responsibilities of Board of Governors, Principal and Academic Board

The Board of Governors

3.1 The Board of Governors shall be responsible for:

- a) the determination of the educational character and mission of the University and for oversight of its activities;
- b) the effective and efficient use of resources, the solvency of the University and the Corporation and for safeguarding their assets;
- c) approving annual estimates of income and expenditure;
- d) for the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the Principal and the Clerk to the Board of Governors, and for the appointment, grading, dismissal and determination of the pay and conditions of service of holders of other senior posts;
- e) the assignment and appraisal of the Principal and the Clerk;
- f) setting a framework for the pay and conditions of service of all other staff.

The Principal

- 3.2 Subject to the responsibilities of the Board of Governors, the Principal shall be the chief executive of the University, and shall be responsible for:
- a) making proposals to the Board of Governors about the educational character and mission of the University, and for implementing the decisions of the Board of Governors;
 - b) the organisation, direction and management of the University and leadership of the staff;
 - c) the assignment, appraisal and suspension of the holders of senior posts other than the Clerk to the Governors;
 - d) the appointment, assignment, grading, appraisal, suspension, dismissal and determination - within the framework set by the Board of Governors - of the pay and conditions of all staff other than the holders of senior posts;
 - e) the determination, after consultation with the Academic Board, of the University's academic activities, and for the determination of its other activities;
 - f) preparing annual estimates of income and expenditure, for consideration by the Board of Governors, and for the management of budget and resources, within the estimates approved by the Board of Governors; and
 - g) the maintenance of student discipline and, within the rules and procedures provided for within these Articles, for the suspension or expulsion of students on disciplinary grounds and for implementing decisions to expel students for academic reasons.

The Academic Board

- 3.3 Subject to the provisions of these Articles, to the overall responsibility of the Board of Governors, and to the responsibilities of the Principal, the Academic Board shall be responsible for:
- a) general issues relating to the research, scholarship, teaching and courses at the University, including criteria for the admission of students; the appointment and removal of internal and external examiners; policies and procedures for assessment and examination of the academic performance of students; the content of the curriculum; academic standards and the validation and review of courses; the procedures for the award of qualifications and honorary academic titles; and the procedures for the expulsion of students for academic reasons. Such responsibilities shall be subject to the requirements of validating and accrediting bodies;
 - b) considering the development of the academic activities of the University and the resources needed to support them and for advising the Principal and the Board of Governors thereon; and
 - c) advising on such other matters as the Board of Governors or the Principal may refer to the Academic Board and on any other matter which the Board considers it necessary to give advice in the exercise of its responsibilities.

- 3.4 The Academic Board may establish such committees as it considers necessary to enable it to carry out its responsibilities provided that each establishment is first approved by the Principal and the Board of Governors. The number of members of any such committee and the terms on which they are to hold and vacate office shall be determined by the Academic Board.

4. Academic Board

- 4.1 There shall be an Academic Board of no more than thirty members, comprising the Principal (who shall be Chairman) and such other members of staff and students as may from time to time be approved by the Board of Governors. The Principal may nominate a Deputy Chairman from among the members of the Academic Board to take the chair in his place. The period of appointment of members and the selection or election arrangements shall be subject to the approval of the Board of Governors.
- 4.2 At least half the membership of the Academic Board, excluding the Chairman, shall comprise Heads of College and heads of academic or related departments or holders of posts equivalent to these. At least three members shall be staff other than teaching staff, and there shall be three student members. There shall be provision for one co-opted member, and the remaining members of the Academic Board shall be members of the teaching staff.
- 4.3 The Board of Governors may approve an Academic Board larger than that stated in Article 4.1, should this be necessary to include members from all the main groups of academic and related departments in the University, provided that the number of members does not exceed forty and the provisions of Article 4.2 apply.

5. Delegation of Functions and Committees

- 5.1 Subject to the following provisions of this Article, the Board of Governors may establish committees for any purpose or function, other than those assigned elsewhere in these Articles to the Principal or Academic Board, and may delegate powers to such committees or to the Chairman of the Board of Governors or the Principal.
- 5.2 The Board of Governors shall establish a committee or committees to determine or advise on such matter relating to employment policy or finance as the Board of Governors may remit to them. The members of such a committee or committees shall be drawn from the Board of Governors other than the staff or student governors.
- 5.3 The Board of Governors shall establish an Audit Committee in accordance with the guidance issued by the Higher Education Funding Council for England or any successor body.
- 5.4 The Board of Governors shall not, however, delegate the following:
- the determination of the educational character and mission of the University;
 - the approval of the annual estimates of income and expenditure;
 - ensuring the solvency of the University and the Corporation and the safeguarding of their assets;
 - the appointment or dismissal of the Principal; or
 - the varying or revoking of these Articles.

6. Appointment of Clerk to the Board of Governors

- 6.1 The Board of Governors shall appoint a Clerk to act as secretary to the Board of Governors.

7. Procedures for Meetings

- 7.1 The quorum for meetings of the Board of Governors shall be ten members of whom six shall be independent members. If a meeting is quorate, but less than half the members present are independent members, a majority of the independent members present shall be able to require that a decision be deferred to the next meeting. No decision shall be deferred more than once under this provision.
- 7.2 Members of the Board of Governors shall not be bound in their speaking and voting by mandates given to them by other bodies or persons, except where acting as proxy for another member.
- 7.3 Each year normally at the first ordinary meeting in the academic session the Board of Governors shall elect a Chairman and a Deputy Chairman from among their number. A member of the corporation who is employed at the University or is a student at the University shall not be eligible for election as Chairman.
- 7.4 Meetings of the Board of Governors shall be held not less than once in every term, and shall be summoned by the Clerk who shall send the agenda paper to each Governor. An ordinary meeting shall be summoned at least a full week before the date of the meeting, and a special meeting at least three working days before.
- 7.5 The Chairman of the Board of Governors or any three members of the Board may require the Clerk to summon a special meeting of the Board.
- 7.6 Any member on receipt of the agenda paper may nominate a proxy to act for them at the meeting from among other members of the Corporation present providing the nomination is confirmed in writing to the Clerk by the time of the meeting.
- 7.7 A member of the Board of Governors who has a pecuniary, family or other personal interest in any matter under discussion shall declare the same and shall take no part in the consideration of the matter, other than with the agreement of the Board. This Article however shall not prevent the Board of Governors from voting upon proposals for the Corporation to insure members against liabilities incurred by them arising out of their office or the Corporation obtaining such insurance and paying the premiums.
- 7.8 The Board of Governors may require the withdrawal of staff or student members, as appropriate, from a meeting of the Board where a named member of staff or student, or prospective member of staff, is being considered. The Principal shall withdraw from any meeting or part thereof where his or her own position is under discussion.
- 7.9 New members of the Corporation shall be appointed, subject to the Articles **7.10** and **7.11** by a vote in the Board representing an absolute majority of those members eligible to vote (whether or not taking part in the vote), including votes which may be made by proxy. A meeting at which appointments to the Corporation are made shall be conducted as for an ordinary meeting of the Corporation.
- 7.10 No appointment of an independent member shall be made under Article **7.9** unless the appointment has been approved by the current independent members, and the appointment is made within the period specified in the Instrument of Government.

- 7.11 In the event of the Corporation failing to appoint an independent member to a vacancy within the periods specified in the Instrument of Government, the independent members in post shall be convened as a committee to make the appointment. The quorum for the committee shall be a majority of those eligible to attend. The period of notice for convening such a meeting shall be as for an ordinary meeting. The provisions in relation to voting and proxies shall be the same as those stated in Article 7.6, the members concerned, however, being the independent members alone.
- 7.12 The quorum for committees of the Board of Governors and for the Academic Board and its committees shall be 40 per cent of the membership except that for the Special Committee appointed under Article 10.10 the attendance of all five appointed members shall be required.
- 7.13 Any member of the University's staff, or any student at the University, shall have right of access to the following papers relating to meetings of the Board of Governors and its committees or the Academic Board and its committees, except where material relates to named members of staff or students or to matters which the body concerned is satisfied should be confidential:
- agenda
 - draft minutes approved by the Chairman of the meeting
 - signed minutes
 - reports or papers considered at meetings

8. Appointment and Promotion of Staff

- 8.1 Each member of staff shall serve under a contract of employment with the Corporation.
- 8.2 Upon the occurrence of a vacancy or expected vacancy for the post of Principal, the post shall be advertised nationally.

9. Conduct of Staff

- 9.1 After consultation with the staff, the Board of Governors shall make rules relating to the conduct of staff.

Academic Freedom

- 9.2 In making rules under Article 9.1, the Board of Governors shall have regard to the need to ensure that all 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 or losing their jobs or any privileges they may have at the University.

10. Suspension and Dismissal of Staff

Suspension

- 10.1 The Chairman of the Board of Governors or in the absence of the Chairman, the Deputy Chairman, may suspend the Principal or the Clerk from duty, with pay, for misconduct or other good and urgent cause. The Chairman, or Deputy Chairman, shall report such suspension in writing to the Board of Governors within two working days or as soon thereafter as is practicable.

- 10.2 The Principal may suspend from duty, with pay, any member of staff of the University, other than the Clerk to the Board of Governors, for misconduct or other good and urgent cause.
- 10.3 Anyone who is suspended from duty under Articles **10.1** or **10.2** shall be entitled to receive from the Principal, or in the case of the Principal or the Clerk from the Chairman or Deputy Chairman of the Board of Governors, written notification of the suspension, setting out the grounds on which the decision to suspend has been taken.
- 10.4 The suspension of a senior post holder under Article **10.2** shall be reported by the Principal in writing to the Board of Governors within two working days or as soon thereafter as is practicable.
- 10.5 Procedures for the suspension of staff under Articles **10.1** or **10.2** shall be specified in rules made by the Board of Governors after consultation with the staff. The rules shall include provision that:
- a) any person who has been under suspension for three weeks or more may appeal in writing to the Board of Governors against the suspension, save that no such right of appeal shall lie if the person is the subject of a reference to a Special Committee under Article **10.6** or of a notification from the Principal under Article **10.13**;
 - b) any appeal made under **10.5a** shall be considered as soon as practicable;
 - c) a suspension against which an appeal is made shall continue to operate pending the determination of the appeal.

Dismissal

Holders of senior posts including the Principal and the Clerk

- 10.6 If the Chairman of the Board of Governors, or in his absence, the Deputy Chairman, or a majority of members of the Board of Governors, consider that it may be appropriate for the Board of Governors to dismiss the holder of a senior post, the Chairman, Deputy Chairman or the Board of Governors as appropriate shall refer the matter to a Special Committee of the Board of Governors, which shall be convened as soon as possible to examine the facts, otherwise investigate the ground for dismissal, and to make a report to the Board of Governors.
- 10.7 The person whose dismissal is to be considered by the Special Committee shall have the right to make representations to the Committee, including oral representations, for which purpose he may be accompanied and represented by a friend.
- 10.8 The Special Committee shall prepare a written report for consideration by the Board of Governors, a copy of which shall be sent to the person to whom it relates. The report shall set out facts relating to the case and any considerations which the committee considers should have been taken into account in the Board of Governors' consideration of the matter. The report should not contain recommendations as to the decisions to be taken by the Board of Governors.
- 10.9 The Board of Governors shall consider the report of the Special Committee and take such action as it considers appropriate, which may include the dismissal of the person concerned. The person concerned shall have the right to make representations to the Board of Governors, including oral representations for which purpose he may be accompanied and represented by a friend.

- 10.10 The Special Committee shall consist of five members of the Board of Governors. The Chairman of the Board of Governors, the Deputy Chairman and the Principal shall not be eligible for membership of the Special Committee.
- 10.11 The Board of Governors shall make rules specifying procedures for the conduct of the Special Committee and other aspects of the procedure set out in Articles **10.6** to **10.10**.

Other Members of Staff

- 10.12 The Principal may dismiss any member of staff other than the holder of a senior post and if the circumstances are such that he is entitled to do so by virtue of the conduct of that member of staff, that dismissal may take immediate effect without any need for prior notice.
- 10.13 Where the Principal proposes to dismiss such a member of staff and the circumstances described in Article **10.12** do not prevail he shall notify the member of staff concerned of that proposal. That staff member shall be given an opportunity to make representations to the Principal (including oral representations, for which purpose the staff member may be accompanied and represented by a friend) before any decision to dismiss by the Principal is taken.
- 10.14 Where a staff member has been dismissed pursuant to Article **10.12** or a decision to dismiss has been taken pursuant to Article **10.13** that staff member may appeal against that dismissal or decision, as the case may be, to the Board of Governors. In the case of an appeal against a decision to dismiss, the dismissal shall not take effect until the appeal has been determined.
- 10.15 Procedures for the dismissal of staff by the Principal and for the consideration of appeals against dismissals shall be specified in rules made by the Board of Governors after consultation with the staff. The rules should include rights of representation.

11. Grievance Procedures

- 11.1 After consultation with the staff the Board of Governors shall make rules specifying procedures according to which staff may seek redress of any grievances relating to their employment.

12. Students

- 12.1 A students' union shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Board of Governors and shall present audited accounts annually to the Board of Governors. No amendment to or rescission of that constitution, in part or in whole, shall be valid unless and until approved by the Board of Governors.
- 12.2 The Board of Governors, after consultation with the Academic Board and representatives of the students, shall make rules with respect to the conduct of the students, including procedures for suspension and expulsion.
- 12.3 In exercise of their responsibilities under Article **3.3a**, the Academic Board, after consultation with the Board of Governors and representatives of the students, shall determine procedures for the expulsion of a student for an unsatisfactory standard of work or other academic reasons.

- 12.4 The procedures, rules and bye-laws by which the University shall be governed and conducted shall allow students appropriate opportunity to raise matters of proper concern to them at all levels in the University appropriate for the expression and resolution of such concerns.

13. Financial Matters

Fees

- 13.1 The Board of Governors shall determine the tuition and other fees payable to the Corporation (subject to any terms and conditions attached to grants, loans or other payments paid or made by the appropriate Higher Education Funding Council).

Accounts Estimates and Audit

- 13.2 The Board of Governors shall keep accounts and records, and appoint auditors in accordance with the provisions of the Act.
- 13.3 Annual estimates of income and expenditure shall be prepared by the Principal for the consideration and approval of the Board of Governors.

14. Rules and Bye-Laws

- 14.1 The Board of Governors shall have the power to make rules and bye-laws concerning such matters with regard to the government and conduct of the University as it shall think fit. Such rules and bye-laws shall be subject to the provisions of the Instrument of Government and these Articles.

15. Copies of Articles, Rules and Bye-Laws

- 15.1 A copy of these Articles, and any rules or bye-laws, shall be given to every governor and shall be available for inspection upon request to every member of staff and every student.

16. Amendment of Articles

- 16.1 These Articles may be amended or replaced by a resolution of the Corporation either with the approval of the Privy Council or as required by the Privy Council, after consultation with the Corporation, in accordance with section 125 of the Act.

17. Date of Articles

- 17.1 These Articles came into operation on 1 January 1995.

Memorandum of Interpretation

1. Membership

- i) Student Governor : Article **1.1** et seq; Instrument **1.1** et seq.

For so long as the Court recognises the Students' Union as representative of the student body, the President of the Students' Union shall be approved as the student nominee for membership of the Court. However, it shall remain open to the Court to withdraw such recognition (see **2** below) and consequently, adopt such other arrangements as it may wish.

- ii) Terms of Office : Instrument **6.1**

Independent, co-opted and staff members are invited to serve a term of office, retiring on 31 August in the third year after their appointment.

The student member is invited to serve a term of office, retiring on 31 August in the first year after their appointment.

2. Student Representation - Article 12.2 & 12.3

The University of the Arts London recognises the Students' Union as representative of the student body. Subject to periodic review, with reference to the decision of enrolling students to opt-out of Student's union membership, the Court may withdraw such recognition and adopt such other arrangements for the identification of student representatives, as it may wish.

3. Confidentiality - Article 7.13

Any member of the Court may require an issue to be considered by the Court or its committees as confidential. Such issues shall normally be identified on the agenda as *starred items*, with supporting documentation being similarly identified.

It should be noted that items may be confidential to particular committees and reported to full Court in such a way as to maintain confidentiality. Confidentiality shall be maintained until and unless the committee or the Court decides the restriction should be lifted.

4. Dismissal of Staff

In law, dismissal may be summary (usually in cases of gross misconduct) or with notice. Article **10.12** enables the *Principal* (i.e. the Rector) to dismiss summarily if necessary, whilst Article **10.13** provides for less urgent dismissals.

The final sentence of Article **10.14** states that *In the case of an appeal against a decision to dismiss, the dismissal shall not take effect until the appeal has been determined.* It is interpreted that the phrase *a decision to dismiss* refers back only to the phrase *a decision to dismiss...pursuant to* Article **10.13** in the first sentence of Article **10.14**. Therefore, an appeal against a dismissal effected under Article **10.12** shall not delay or alter the date of termination as determined by the Rector.

5. Seal of Corporation - Instrument 10

The Seal may be used for certain prestigious purposes by or under the direction of the Clerk to the Governors, with the permission of the Chairman of the Governors, and without the requirement for authentication by members' signatures.

This Memorandum of Interpretation may be amended, deleted or supplemented by the Clerk to the Governors in acknowledgement of subsequent decisions of the Court.