HUGHES HALL COLLEGE ORDINANCES

Last updated 26 November 2025 (following Governing Body 29 October 2025).

Hughes Hall
COLLEGE ORDINANCES

NOTE: In accordance with Statute [II,1(d)], Ordinances are to be read with and have the same force as the Statutes of the College, except insofar as they are inconsistent with the Charter or Statutes of the College, or with the Statutes or Ordinances of the University of Cambridge, or with any Act of Parliament. As prescribed by Statute [XVI,1], any question concerning the proper interpretation of either the Statutes or the Ordinances is to be decided by the Governing Body. If five or more Fellows disagree with the Governing Body they may appeal to the Visitor for a final decision. In addition to the Statutes and Ordinances, the Council has power to make Regulations, in accordance with procedures laid down in Ordinance [A,VII,8].

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PART A: Constitution and Governance

ORDINANCE I - Governing Body

Authority

1. The Governing Body shall hold the highest authority in the government of the College. Subject to the provisions of the Statutes, it shall have the power to act in the name of the College and to do or to authorise any act which the College is directed or empowered to do or to authorise.

Responsibilities

2. The Governing Body shall have charge of the financial and other governance of the College. In accordance with any applicable procedures set out in Ordinances it shall:
   (a) oversee the work of the Council in carrying out the functions delegated to it under Statute [I,5] and Ordinance [A,VII,5-7];
   (b) oversee the work of the College Officers, including the President;
   (c) approve and publish the annual audited Statement of Accounts at an Audit Meeting held under Statutes [I,3] and [XIII,6];
   (d) establish an Audit and Risk Committee in accordance with Ordinance [B,VI];
   (e) establish a Remuneration Committee in accordance with Ordinance [B,VII].

Powers

3. Following Statute [II,1], the Governing Body shall have the powers set out in clauses [4-6]. These powers shall not be delegated and shall be exercised in accordance with any applicable procedures set out in Ordinances.

4. The Governing Body may, in accordance with Statutes [XVI] and [XIV], respectively:
   (a) decide any question which arises on the interpretation or application of the Statutes;
   (b) make, vary or rescind Ordinances, and decide any question on the interpretation or application of any Ordinance; provided that
   (c) Ordinances shall be read with and shall have the same force as the Statutes except insofar as they are inconsistent with the Charter or Statutes of the College, or with the Statutes or Ordinances of the University of Cambridge, or with any Act of Parliament;
   (d) every Ordinance of the College shall be reviewed by the Governing Body at least once every ten years;
   (e) at all times due regard shall be had to the terms and conditions of tenure of the election and/or employment of the President or any Fellow made previous to the adoption, amendment or repeal of any relevant Ordinance under this section.

5. The Governing Body may act immediately upon any decision that requires an existing Ordinance to be varied or rescinded, prior to a formal resolution passed under Statute [XIV]; provided always that:
   (a) the decision is approved by a two-thirds majority of the members of the Governing Body voting on it at a meeting at which half the members are present; and
   (b) the requirement to vary or rescind the Ordinance is duly minuted.

6. The Governing Body may:
   (a) elect and suspend or remove the President under Statute [III], in accordance with Ordinances [A,III] and [C,V];
   (b) elect and suspend or remove Fellows, including Fellows in Class G and Titular Fellows, under Statutes [IV] and [V], in accordance with Ordinances [A,X] and [C,I];
   (c) elect and remove members of the Council under Statute [I], in accordance with Ordinance [A,VIII];
   (d) elect and suspend or remove College Officers under Statute [VI], in accordance with Ordinance [C,II];
   (e) as and when required, create and abolish and appoint persons to Honorary Posts under Ordinance [C,IV];
   (f) assign to the President and to the Fellows such remuneration or benefits as it shall from time to time think reasonable for fulfilling the College's purposes as a place of education, learning and research; provided that the payment of all remuneration and benefits shall be made in accordance with Ordinance [B,VII].

Charity Trustees

7. The charity trustees of the College shall be the members of the Governing Body. The Trustees shall have individual as well as collective responsibility for the general control and management of the administration of the College. The Trustees shall comply with the requirements of charity law, and good practice, to ensure that the College is solvent, well-run, and delivers its charitable outcomes for the benefit of the public. Each Trustee shall:
   (a) inform himself or herself on all matters for decision, and shall make such decisions according to his or her independent judgment;
   (b) avoid any conflict, or the appearance of any conflict, between his or her personal interests and the fiduciary duty to act solely in the best interests of the College; and accordingly shall comply fully with the procedure for managing conflicts of interest set out in Ordinance [A,VI].

Committees

8. The Governing Body may appoint, and abolish, committees with authority to carry out functions delegated to them by the Trustees in accordance with Ordinance [A,IV,5(c)].

9. The procedures for appointment to, and the terms of reference of, any committee of the Governing Body may be set out in Ordinances or otherwise. Committees may be standing committees of the College or appointed for a limited time and/or a limited purpose. Members need not be restricted to members of the Governing Body.

10. For the purposes of facilitating College governance, the Governing Body shall establish annually, and may at any time amend, a list of those Offices and Posts under Ordinances [C,II] and [C,III] which it considers carry substantial executive duties and which shall be known as the Governance List.

ORDINANCE II - *The President*

Election and tenure

1. The President may only be elected for a single fixed-term period, which must terminate no later than 30th September of the seventh academic year of the University following the academic year in which the President takes up Office. The exact period of tenure shall be specified by the Governing Body at the time it makes the election under Ordinance [A,III].

2. While President of Hughes Hall, the President may not also hold office as the Head of House or as any Fellow, other than an Honorary Fellow, of any other college in the Universities of Cambridge or Oxford.

Duties of the President

3. Statute [III,4] states the general responsibilities of the President. Within the scope of these responsibilities, the President has the following particular duties:
   (a) to foster, and provide leadership and direction to, the whole College community, in particular supporting the senior College Officers in the exercise of their duties;
   (b) to reflect and promote the ethos of the College as a place of education, learning and research, in particular fostering Alumni relations;
   (c) to act in the best interests of the College, and represent, protect and further its interests both in the University and elsewhere;
   (d) to summon and, when present, preside *ex officio* at meetings of the Governing Body and of the Council;
   (e) to ensure that the provisions of the Statutes and Ordinances of the College, and the decisions of the Governing Body and the Council, are duly followed and carried out;
   (f) to make provision for the good governance and discipline of the College in any case not provided for by the Statutes or Ordinances of the College, or by resolution of the Governing Body or the Council, and to report any action taken to the next meeting of the Governing Body or the Council, as appropriate.

Remuneration

4. The President shall receive such remuneration and benefits, on such terms and conditions, as the Governing Body shall from time to time determine in accordance with the College policy and procedures set out in Ordinance [B,VII]. The Office of President shall normally be held coterminously with a contract of employment. Any remuneration shall be payable from the date of commencement of the period of tenure specified under clause [1].

5. Subject to any contract of employment, the President may take leave of absence in accordance with Statute [III,5] and such terms as are stipulated by the Governing Body.

Suspension or removal

6. In accordance with Statute [III,8], any proceedings for the suspension or removal of the President during his or her tenure shall be taken under Part [IV] or Part [VII] of the Schedule to Statute [VII] (the 'Academic Staff Statute') and in accordance with procedures set out in Ordinance [C,V].

Deputy for the President

7. For the purposes of Statute [III,7], the Vice-President shall act as the President's deputy where the President is granted leave of absence for not more than one month or is temporarily unable through illness or other cause to discharge the functions and duties of the Office. If the Vice-President is not available to deputise, then the Governing Body shall appoint a suitable person.

Acting President

8. For the purposes of Statute [III,7], the Governing Body shall, by a simple majority, elect an Acting President from among the Fellows in Classes A-G for any period which may arise:
   (a) following the end of the tenure of the President and before the date of commencement for the President-elect;
   (b) where the President is granted leave of absence for a period exceeding one month;
   (c) where the President is suspended or removed from Office under Statute [III,8] and Statute [VII];
   (d) where for any other reason a vacancy in the Office of President occurs;
   Unless the Governing Body determines otherwise, an Acting President may not hold Office for a continuous period exceeding eighteen months.

9. The Acting President shall have the same responsibilities, duties and powers as the President, and shall discharge the duties and functions of the Office, on such conditions as to remuneration and benefits as the Governing Body shall determine.

Outgoing President

10. For the purposes of Statute [III,6], the President may at any time resign by giving not less than twelve calendar months' written notice to the Governing Body; provided that the Governing Body may accept a lesser period of notice if it deems it reasonable to do so in the circumstances.

11. A President who:
   (a) resigns or retires from Office; or
   (b) reaches the end of his or her term of Office; or
   (c) is removed from Office on health grounds, under Statute [VII];
   shall be offered the title of Former President. If accepted, the title shall be held for life, and shall be deemed to be of the same status as, and shall carry the same privileges as are accorded to, an Honorary Fellow of the College. An outgoing President shall not be elected into any Fellowship of the College, whether as a member of the Governing Body or otherwise.

ORDINANCE III - Election Procedures for the President

Presiding Officer

1. The Presiding Officer for the election of the President shall be the Vice-President. If he or she is or becomes a candidate or has a conflict of interest or is not available, then the Governing Body shall appoint a Presiding Officer from among the Fellows of the College who are members of the Governing Body.

Standard procedures

2. The Presiding Officer shall initiate proceedings for the election of a President under Statute [III,1]:
   (a) no later than the meeting of the Governing Body held immediately prior to the final eighteen months of the tenure of the incumbent President, and normally no earlier than twenty-one months prior to the end of his or her tenure; or
   (b) upon the Governing Body receiving and accepting written notice of the President's resignation under Statute III,6 and Ordinance [A,II,10].

3. The Governing Body shall determine the procedures to be followed for the conduct of the election, when necessary in consultation with the Governance Committee; provided that:
   (a) the Governing Body shall normally appoint a Presidential Search Committee convened and chaired by the Presiding Officer or in his or her absence by a deputy appointed by the Search Committee;
   (b) the President may assist a Search Committee if and as requested;
   (c) business concerning the election may be conducted at any ordinary meeting of the Governing Body or at any special meeting called for the purpose in accordance with Statute [II];
   (d) an election shall be held not earlier than twelve months prior to either the end of the tenure of the incumbent President or the date notified for his or her resignation, whichever is the earlier.

4. Neither the President nor any Fellow who is a candidate for the Presidency may attend any special meeting of the Governing Body held under this Ordinance or receive any papers in connection with any such meeting. The President and any Fellow who is a candidate for the Presidency shall withdraw from any business respecting a Presidential election that is conducted at an ordinary meeting of the Governing Body, and shall not receive any papers in connection with such business.

5. In accordance with Statute [III,1], an election shall not be valid unless two-thirds of the members of the Governing Body who are Fellows are present, as calculated in accordance with Statute [II,6], and at least two-thirds of those members who are present and voting concur. For the avoidance of doubt, an abstention is not a vote.

6. A formal vote shall be conducted as follows:
   (a) the meeting shall appoint two Fellows as tellers to conduct the count of the votes;
   (b) each Fellow who is present may vote for one and only one candidate;
   (c) each vote shall be made in writing and signed by the Fellow voting;
   (d) the Presiding Officer, or his or her deputy for the meeting, shall declare the number of votes cast for each candidate and if a candidate is successfully elected in accordance with clause [5] shall declare his or her name;
   (e) the Presiding Officer shall without delay convey the results of the election to all candidates.

7. Where no candidate secures the required majority in the first formal vote a second and if necessary further votes shall be held in accordance with clause [6] until either:
   (a) a candidate is declared elected; or
   (b) the Presiding Officer declares that in his or her opinion a two-thirds majority is unobtainable at this meeting and that voting is closed.

8. Where voting is closed under clause [7], the Governing Body shall approve a date and time for a second election meeting at which a further vote or votes shall be taken in accordance with clauses [6] and [7].

9. The Governing Body shall within fourteen days of a successful election (excluding any days when Members are notified that the college is closed) determine and convey to the President-elect the proposed period of tenure and all other terms and conditions of the appointment. The parties may thereafter enter into a negotiation upon the terms of the offer, provided always that:
   (a) the Governing Body shall have the right at any time to stipulate that unless the President-elect accepts unconditionally the existing and final offer within fourteen days it will withdraw that offer and annul the election;
   (b) where at any time the President-elect accepts unconditionally an existing offer the Governing Body may not thereafter withdraw that offer nor annul the election;

Failure to elect

10. If at a second election meeting held under clause [8] voting is closed without any candidate being declared elected, a new Presidential Search Committee shall be appointed forthwith and the election process renewed in accordance with this Ordinance until either:
    (a) a candidate is declared elected; or
    (b) at the second election meeting of this renewed process, the Presiding Officer declares that in his or her opinion a two-thirds majority is unobtainable for any candidate and that the election must be referred to the Visitor under Statute [III,3].

    The timetable for any renewed election process shall have due regard to the date when the incumbent President will vacate Office and to the requirement under Ordinance [A,II,8] that any Acting President may not hold Office for any continuous period exceeding eighteen months.

11. Where a Presiding Officer declares under clause [10] that the election must be referred to the Visitor, the Presiding Officer and any Fellow who has acted as his or her deputy, shall certify to the Visitor in writing that the procedures prescribed in this Ordinance have been followed and that no election has been made.

Exceptional circumstances

12. Where:
    (a) a President-elect declines the Presidency at a time prior to the date of commencement specified by the Governing Body; or
    (b) the President is removed from Office under Statute [III,8]; or
    (c) for any reason the Presidency becomes immediately vacant;
    the Vice-President and the Governing Body shall as far as reasonably practicable adopt the provisions of clauses [1-8] and adapt them to the exceptional circumstances with a view to securing an election as expeditiously as possible.

13. If at any time the Presidency becomes vacant, an Acting President shall be elected for the duration of the vacancy, under the provisions of Statute [III,7] and Ordinance [A,II,8-9], and proceedings for an election shall be initiated or continued under this Ordinance.

ORDINANCE IV - Charity Trusteeship

Eligibility

1. The College shall take reasonable steps to ensure that each member of the Governing Body is eligible to act as a charity trustee of the College. Appropriate procedures shall be set out in Regulations, which shall include an annual check and a personal declaration of eligibility, for each Trustee.

2. Any member of the Governing Body who:
   (a) becomes aware that he or she is ineligible to act as a Trustee shall immediately notify the President;
   (b) is found to be ineligible following some relevant check shall immediately be notified by the Bursar.
   In either case, that member shall immediately cease to attend any meeting of the Governing Body, or count for the purposes of calculating any quorum.

3. A member of the Governing Body who is not eligible to act as a Trustee may be liable to removal from his or her Fellowship, in accordance with Ordinances.

Aims and Objectives

4. The Trustees shall be responsible for the identity, reputation, ethos and well-being of the College, in particular the Trustees shall:
   (a) ensure that expenditure reflects and supports the fulfilment of the charitable aims and objects, policies and priorities of the College;
   (b) ensure there are appropriate organisational arrangements to support the academic achievement of Students and Fellows;
   (c) promote a positive experience of the College for all Members of the College, particularly regarding the attainment of their academic aspirations;
   (d) foster enduring relationships between the College and its Alumni;
   (e) pursue policies and practice to promote morale and productivity of the Assistant Staff;
   (f) ensure that the College carries out its charitable activities in a manner which is sustainable in the long term.

Principal duties

5. The principal duties of the Trustees, and of each individual Trustee, in order to achieve the Aims and Objectives, are legal compliance, financial prudence, and due professional care. Accordingly, the Trustees shall, in particular:
   (a) attend every meeting of the Governing Body, so far as reasonably practicable;
   (b) ensure that all College activities comply with the Statutes and Ordinances and fall within its charitable objects;
   (c) ensure that any delegation of general control or management is authorised by the Statutes or Ordinances, that the delegation is made to an appropriate person or body,

that the scope of authority so delegated is clear, and that there are appropriate systems in place, including reporting requirements, for regular and effective monitoring of the exercise of the delegated powers;

(d) ensure compliance with all applicable external law and regulation that affects the Members, Assistant Staff or activities of the College, including charity law and regulation, employment law, equality law, College tax obligations, and financial law and regulation, especially accounting standards;

(e) formulate College policy, as necessary or desirable, keep it under review, and ensure its effective implementation by the Council or such other person(s) or bodies to whom any function or power is delegated;

(f) elect Fellows and Titular Fellows, appoint Officers and designate persons as members of the Academic Staff of the College under paragraph [1(a]) of the Academic Staff Statute;

(g) keep under review the performance and pay of Fellows and Officers;

(h) ensure that the property and financial and other assets of the College are adequately protected, through investment policy, insurance policy and otherwise;

(i) ensure that the College has adequate financial and other resources to carry out its charitable activities, through appropriate investment, expenditure and reserves policies;

(j) ensure that financial and other resources are managed effectively and efficiently, and that the College achieves value for money in its expenditures;

(k) undertake appropriate risk management procedures and avoid activities that might place the property, assets or reputation of the College at undue risk;

(l) exercise such care and skill as is reasonable in the circumstances, having regard to any special knowledge or experience that any individual trustee has or claims to have;

(m) obtain or consider obtaining external professional advice if it appears that a matter may involve a material risk to the College or a breach of the Trustees duties.

6. Any member of the Governing Body may, as a Trustee of the College, attend any meeting of the Council or of any College committee unless the Governing Body provides otherwise or such attendance would conflict with a rule of law or good practice; provided always that:

   (a) attendance at meetings of the Fellowships Committee, the Governance Committee, the Audit and Risk Committee and the Remuneration Committee may only be at the invitation of the Chair of the relevant committee;

   (b) a non-member Trustee who is in attendance may participate in the conduct of business of the Council or other committee, at the discretion of the Chair, but may not vote.

7. Unless the Governing Body provides otherwise, the agenda and minutes of the Council and all committees shall be made available to all members of the Governing Body, and to any further persons that the Governing Body specifies. Committee papers, including Council papers, shall be made available in accordance with Ordinance [D,I,23].

Remuneration

8. No Trustee shall receive any remuneration, or any other benefit, for acting as a Trustee of the College. A Trustee shall only receive such out-of-pocket expenses, incurred in the course of carrying out his or her duties as Trustee, as are approved by the Governing Body from time to time.

9. A person who is a Trustee of the College may, in some other capacity, receive remuneration or other benefits from the College that are:
   (a) authorised by Statute or by Ordinance; and either
   (b) incidental to carrying out the College's charitable purposes for the public benefit; or
   (c) received by that person as a beneficiary of the College's charitable purposes.
   In particular, any person who is a Trustee may receive under Ordinance [A,I,6(f)] such remuneration or benefits as the Governing Body shall think reasonable in order to fulfil the College's purposes as a place of education, learning and research.

Indemnities

10. The College shall, as far as reasonably practicable, indemnify any Trustee against any reasonable legal costs he or she incurs in the course of defending an action which concerns his or her performance of the duties of a Trustee, provided that in the circumstances the indemnity is consistent with the requirements that:
   (a) any private benefit to the Trustee shall be incidental to the charitable activities of the College; and
   (b) the Trustee shall not be subject to any material conflict of interest.

Removal of Trustees

11. If the President, or any two or more Fellows, considers that a Trustee has or may have failed in or breached any of his or her duties, then the President shall refer the matter to the Governing Body, under reserved business. The matter shall be dealt with either at the next ordinary meeting, or at an extraordinary meeting summoned for the purpose, with at least seven calendar days' notice during Full Term or twenty-one calendar days' notice outside Full Term. The Trustee concerned shall have the opportunity of being heard on the matter.

12. Where the Governing Body considers that the acts or omissions of a Trustee amount to a failure to carry out or comply with the duties of the position, and that this failure warrants his or her removal as Trustee, he or she shall immediately cease to attend any meeting of the Governing Body, or count for the purposes of calculating any quorum. He or she may be liable to removal from his or her Fellowship, in accordance with Ordinance [C,I,31(b)] or [C,I,32].

ORDINANCE V - Governing Body: Conduct of Business

Calendar

1. For the purposes of Statute [II,2], the Governing Body shall hold at least one meeting during each Term, and shall normally hold six meetings in each academic year.

2. An Audit Meeting under Statute [II,3] shall be held during the Michaelmas Term on some suitable date prior to the publication of the annual College accounts.

Annual business

3. At each meeting held under Statute [II,2] the Governing Body shall:
   (a) consider any minutes of the Council and other GB committees under Ordinance [D,I,1(a)] received since its last meeting; and
      (i) determine any matter which has been expressly referred to the Governing Body for discussion and/or decision;
      (ii) determine any other matter which in the opinion of the Governing Body arises in the minutes;
      (iii) subject to sub-clause (ii), confirm the decisions and actions reported;
   (b) consider and determine any other business which arises.

4. At least once during each Term the Governing Body shall:
   (a) review current matters of College policy or strategy, and make decisions as necessary or desirable;
   (b) consider recommendations from the Fellowships Committee for the election or re-election of Fellows and Honorary Fellows.

5. At the Audit Meeting held under Statute [II,3] the Governing Body shall also:
   (a) receive and consider the audited accounts and either approve them, with or without amendments, or determine the process for their review and resubmission;
   (b) consider the reports of the external Auditors and of the Audit and Risk Committee and make any decisions required;
   (c) consider the draft Trustees' Annual Report to the Charity Commission and approve it, with or without amendments;
   (d) receive and note the annual report on the conduct of College Officers' and Post-holders' annual reviews;
   (e) receive any other annual reports submitted by other College Officers or Post-holders.

6. The Governing Body shall, normally in the Lent Term:
   (a) elect or appoint Fellows to vacancies in the Council;
   (b) receive an annual report from the President of the MCR.

7. The Governing Body shall, normally in the Easter Term:

(a) approve the budget for the following financial year, normally upon the recommendation of the Council, and approve the policy for setting and controlling spending limits (delegated authorities), upon the recommendation of Audit and Risk Committee;
(b) consider the annual report of the Remuneration Committee and make decisions upon its recommendations in accordance with the procedures set out in Ordinance [B,VII,15-17];
(c) appoint Fellows to vacancies in committees, Offices or posts, other than to the Council;
(d) appoint a Secretary to the Governing Body in accordance with clauses [10-12].

Conduct of business

8. Meetings shall be conducted and decisions shall be taken in accordance with Statute [II], this Ordinance, and Regulations set out hereunder. Decisions shall be taken by a simple majority except in the following cases:
   (a) election of the President (Statute III,1);
   (b) election of Fellows (Statute IV,3);
   (c) making, varying or rescinding Ordinances (Statute XIV,1);
   (d) altering the Statutes (Statute XV,1).

9. From the date upon which this Ordinance takes effect by a resolution of the Governing Body made under Statute [XIV], the power under Statute [II,13] to adopt a special procedure for rescinding or varying a resolution of the Governing Body at a subsequent meeting shall apply as follows:
   (a) the special procedure shall apply to rescinding or varying any resolution to elect the President or a Fellow of the College; provided always that no such rescinding or varying shall be permitted after the President-elect or the relevant Fellow-elect has commenced his or her duties.
   (b) any other resolution shall have immediate effect:
      (i) without prior notice having been given in the notices summoning the meeting, notwithstanding that the resolution does or may rescind or vary an existing resolution; and
      (ii) where made by a simple majority, subject to the exceptional cases under clause [8].
   (c) any member of the Governing Body may, by a request to the President not later than the date of the second meeting of the Governing Body after any resolution is made, require that the resolution shall be re-presented to the Governing Body in accordance with the special procedure, for further decision; provided always that the member shall at the time of the request:
      (i) identify the existing resolution which he or she considers the relevant resolution rescinds or varies; and
      (ii) give his or her reasons for making the request.

Secretary to the Governing Body

10. Further to Statute [II,8], the Secretary to the Governing Body shall be appointed annually. The Secretary may be either a member of the Governing Body or a member of the Assistant

Staff. In the absence of the Secretary from any meeting, the Governing Body shall appoint a deputy for that meeting.

11. Further to Statute [II,9], the Secretary shall attend any meeting of the Governing Body and shall assist the President in the conduct of business; in particular, the Secretary shall ensure that proper minutes are recorded of all proceedings. For the avoidance of doubt, where the Secretary is a member of the Assistant Staff, he or she:
    (a) may, for the purposes of carrying out his or her duties, receive papers in connection with and be present at the discussion of reserved business under clause [13], and may provide administrative support and assistance to the Governing Body thereon; but
    (b) shall not take part in any discussions, decision-making or voting on any matter, whether reserved or open business.

12. The Secretary to the Governing Body shall inform the Chair of the Governance Committee of any decision which will or may entail a change to the Statutes, Ordinances or Regulations.

Reserved business

13. There shall be reserved business of the Governing Body, as defined by and conducted in accordance with Statute [II,9]. Subject to Statute [II,9] all business shall be treated as unreserved, also known as open, business. Disciplinary matters concerning individual Students, arising under Ordinance [E,I,1(c)] and [E,I,5], shall be reserved business. Any other matters concerning reserved business may be provided for in Regulations.

Confidential business

14. The Governing Body may designate some items of business as confidential business, to cover matters of a sensitive nature, which for commercial or other reasons the Governing Body considers:
    (a) affects the financial or legal standing, or the reputation, of the College; or
    (b) so affects any person or body with whom the College does business or with whom it is associated.

15. The Governing Body shall normally only designate business as confidential where the President, the Bursar, the Senior Tutor or the Development Director advises that communication of any discussions or decisions concerning the matter, to persons who are not members of the Governing Body, will or might cause damage to the interests of the College, or of some person or body associated with the College. Where business is designated as confidential it shall be the duty of all members of the Governing Body not to disclose any discussions or decisions on the matter to any person who is not a member of the Governing Body.

16. For the avoidance of doubt, the legal rights and duties of the College respecting Freedom of Information disclosures are unaffected by the designation of confidential business for

internal purposes, other than for providing evidence to support a claim for a relevant FOI exemption.

17. The conduct of confidential business shall be further specified in Regulations.

Further provision

18. Subject to any contrary provision in the Ordinances or in the terms of reference of any committee, the provisions of clauses [8-13] and Regulations made under them shall apply, with the necessary modifications, to meetings of the Council, and to any committee other than an advisory committee appointed under Ordinance [D,III]. For the avoidance of doubt, Statute [II,9] shall not prevent any member of Assistant Staff, or any other person, attending at and speaking to reserved business conducted by the Council or any other committee, provided always that the person concerned has been invited to attend by the Chair of the meeting, and that the member shall not be entitled to vote on any reserved matter.

ORDINANCE VI - The Management of Conflicts of Interest

Material interests

1. A material interest is any matter which, from an objective point of view:
   (a) may influence the judgment of the person possessing it; or
   (b) may reasonably appear to others to be capable of influencing that person's judgment;
   such that his or her judgment may not be, or may appear not to be, exercised wholly and exclusively in the interests of the College. A material interest shall include, in particular, those matters provided for in sections [10] and [11] of Statute [II].

2. No interest shall be a material interest unless the person having the interest either knew about it or should reasonably have been aware of it.

3. Material interests shall include interests arising from a person's connection with another person or body independent of the College where:
   (a) there is a reasonable possibility that the person or body may be engaged in some business, appeal, or transaction involving the College; and
   (b) that connection might or might appear to give rise to the person receiving indirect financial gain or some other benefit, or to a conflict of loyalties.

4. For the avoidance of doubt, a member of the Governing Body may, but shall not necessarily, have a material interest in a decision that might result in him or her receiving a benefit that would not generally be available to other members of the Governing Body.

Assessment of conflict

5. A person shall have conscientious regard to the proper management of conflicts of interest, and shall be the first judge of whether or not he or she has an interest which is a material interest; provided always that a person may have a material interest notwithstanding that he or she judges that it is not a material interest, and his or her judgement shall be subject to the right of the Governing Body to determine the matter, in accordance with clause [8].

Meetings of the Governing Body

6. Every meeting of the Governing Body shall contain an early item on the agenda for "Declaration of Interests".

   Any member of the Governing Body who considers that he or she has a material interest respecting any item of business on the agenda shall declare that fact to the meeting, whether or not the interest is registered under clauses [16-18] or is a matter otherwise known to members of the Governing Body.

7. If the President or other Chair of the meeting, or any two members of the Governing Body, considers that another member may have a material interest which has not been declared

under clause [7] the matter shall immediately be referred to the decision of the Governing Body. The Governing Body shall hear the member's views but shall make its decision in the member's absence. The decision shall be binding on the member concerned.

8. A member of the Governing Body who declares, or is found to have, a material interest that is a pecuniary interest (an interest of a monetary or financial nature) shall normally withdraw from the meeting when the relevant business is under consideration, and shall neither speak nor vote on the matter. Exceptionally, the Governing Body may resolve, in the interests of the full and proper conduct of the business, that the member may address the meeting solely for the purpose of providing relevant information. In no circumstances shall the member vote on the matter.

9. Where a member of the Governing Body declares, or is found to have, a material interest which is not a pecuniary interest, the Governing Body may resolve that the member may remain present, and may further resolve to permit the member to speak or to vote on the matter.

10. The minutes of every Governing Body meeting shall record any material interest declared, the withdrawal of any member from the meeting, and any resolution of the Governing Body made under clauses [8-10] but not normally its reasons.

Special decisions

11. A special decision of the Governing Body, made in accordance with clause [14], shall be required when the number of members who have a material interest in a matter, or who for any other reason are not entitled to vote on it, would, if those members were to withdraw from the meeting, reduce the remaining number of members to below one-third of the total members of the Governing Body.

12. Clauses [9] and [10] shall not apply when a special decision of the Governing Body is required.

13. Where a special decision of the Governing Body is required, it may, having taken full regard to all the circumstances of the matter, decide that:
    (a) the nature of the conflict of interest is so pervasive that the Governing Body has no alternative but to surrender its discretion by seeking the direction of the Charity Commission, by an application in writing; or
    (b) notwithstanding the conflict of interest, the Governing Body is able fairly and reasonably to take a decision, but should, before making the decision, seek the advice of the Charity Commission by an application in writing; or
    (c) the Governing Body is able fairly and reasonably to take a decision without making any application to the Charity Commission.

Committees and other bodies

14. Clauses [1-11] shall apply, with the necessary modifications, to any meeting of the Council and to its members, and to any committee, working party or other body within the College, and their members, as they apply to the Governing Body, except insofar as the Governing Body expressly provides otherwise, either generally or for specified items of business, by decision of the Governing Body.

Register of Interests

15. The Secretary to the Governing Body shall maintain a Register of Interests of members of the Governing Body. All members shall register with the Secretary any material interests and any other information that may reasonably be required for the maintenance of the Register. The Secretary shall request the relevant information when a person first becomes a member and in a general annual circulation. Members shall notify the Secretary of any changes as they occur. The Secretary shall bring the Register to each meeting of the Governing Body.

16. The Register shall, in particular, include a person's membership of any Faculty or Department in the University, and any office or position held in the University.

17. The Register shall record the nature of any material interest but not the quantum, if any, of that interest. In particular, a shareholding in a public company shall not be registered unless it amounts to a material interest within clause [1], and the Register shall not include the number or value of the shares.

18. The Register shall be available upon request to the Secretary of the Governing Body to all persons properly having an interest in the information it contains. Such persons shall include all Members of the College, any authorised officer of the Charity Commission, and members of the public requesting information under the *Freedom of Information Act 2000* ('FoIA') or any subsequent applicable legislation.

19. Information on the Register shall be made available to persons making FoIA requests, to the extent required by and compatible with the legal obligations of the College. Accordingly, personal data supplied in connection with the Register shall be processed solely for the purposes of the Register, in accordance with the second data protection principle under the *Data Protection Act 1998* or any subsequent applicable legislation.

20. This Ordinance shall stand as notice to all Fellows of the College that the information recorded in the Register shall be used for the sole purpose of informing such persons as have a right to inspect it.

ORDINANCE VII - Council

Constitution

1. For the purposes of Statute [I,6], and to achieve a balance of membership in categories (b) to (d) in favour of members who do not hold Offices or Posts named on the Governance List under Ordinance [A,I,10], the Council shall be composed of:
   (a) the President, serving *ex officio*;
   (b) the Vice-President, serving *ex officio*;
   (c) the Senior Tutor, the Bursar, the Impact Director and the Development Director, serving *ex officio*;
   (d) seven further Fellows elected by and from the members of the Governing Body, of whom at any time up to one Fellow may be a person holding an Office or Post named on the Governance List under Ordinance [A,I,10];
   (e) the President and Secretary of the MCR; provided that each Officer may nominate another Student to attend a particular meeting of the Council in his or her place.

Tenure and election

2. Elected membership of the Council shall run from 1st September, for a period of three years, unless the Governing Body specifies a shorter period in order to ensure an appropriate balance of continuity and change in the composition of the Council from year to year. At the end of his or her first period of service a Fellow may be re-elected to the Council for one further consecutive period of three years, or some shorter period as specified above. A Fellow shall not be eligible for re-election until at least two years after the end of any continuous period of service.

3. A member of the Council elected in category [1(d)] who is appointed to an Office or Post named on the Governance List may continue to serve on the Council for the remainder of the current academic year, even if more than one member of the Council thereby appears on the Governance List, but shall then stand down. He or she may, if eligible under clause [2] and Ordinance [A,VIII], be a candidate for immediate re-election.

4. Subject to clauses [2-3], Fellows shall be elected to the Council annually, in accordance with Ordinance [A,VIII].

Functions

5. In accordance with Statute [I,5], the Council shall have delegated authority to exercise those powers of the Governing Body which are not reserved to it under Statute [II,1] and Ordinance [A,I,3-6], and shall be subject to oversight by the Governing Body in accordance with Ordinances [A,I,2(a)], [A,IV,5(c)] and [A,IV,5(e)].

6. Further to clause [5], the Council shall manage the operations of the College, in particular it shall:

(a) implement Governing Body policies in accordance with its strategic objectives and financial plans;
(b) monitor the cost-effectiveness of Governing Body policies;
(c) set priorities for teaching and other academic needs;
(d) as and when required, create and abolish Posts under Ordinance [C,III] or other positions, and appoint suitable persons;
(e) set the role-descriptions of Post-holders and Assistant Staff when Posts or positions are created and keep under review the structure and role descriptions of Posts;
(f) monitor the work of the College Officers, other than the President, and of other Post-holders and Assistant Staff;
(g) ensure that College Officers report regularly to the Council and seek appropriate authorisation from the Council for any decisions or actions that fall outside their normal authority; in particular, any decision or action that exceeds any financial or operational limit on his or her authority, or has an impact on the functions and authority of any other College Officer;
(h) set the terms of reference and monitor the termly work of those committees that report to the Council;
(i) set priorities for the employment of Assistant Staff;
(j) promote good relationships among all constituencies of the College, including the Students, Assistant Staff, Fellows, and other Senior Members, and between the College and the wider academic and civic community.

7. The Council shall carry out the following delegated functions in relation to finance. In accordance with any relevant procedures set out in Part B of the Ordinances, the Council shall:
   (a) formulate an annual budget for approval by the Governing Body;
   (b) undertake the care and management of the property and assets of the College, including investments and reserves;
   (c) formulate investment policy for approval by the Governing Body;
   (d) oversee income and expenditure;
   (e) formulate accounting policy for approval by the Governing Body;
   (f) within parameters set by the Governing Body, approve any loan, mortgage or other form of College debt;
   (g) authorise business activity of the College;
   (h) accept and manage donations to the College, including special trusts;
   (i) set criteria for the award of scholarships, bursaries, prizes and other grants to Students of the College, and oversee their implementation;
   (j) set criteria for the award of grants and other such benefits to other beneficiaries of the charitable purposes of the College, including, where appropriate, to the President and the Fellows; and oversee their implementation;
   (k) determine fees and charges applicable to Members of the College and others.

Regulations

8. For the purposes of carrying out its delegated functions, the Council may make, amend or rescind Regulations, including financial Regulations. A Regulation shall apply to the extent

that it is consistent with the Statutes and Ordinances. Where the Council wishes to exercise this power it shall first refer the matter to the Governance Committee or the Finance Committee, or to some other competent person or persons, as appropriate, for recommendations. The Council may, exceptionally, take action in accordance with any policy so referred, prior to the approval of any Regulation.

Committees

9. The Council may appoint advisory committees for such purposes as the Council thinks fit, normally for the support of a College Officer. The terms of reference of an advisory committee shall be set out in Ordinances or Regulations.

Calendar

10. The Council shall hold at least one meeting, and normally two, during each Term and at such further times as it thinks necessary or desirable. An Extraordinary Meeting shall be held if the President, or in his or her absence the Vice-President, or four members of the Council who are Fellows, shall deem it necessary for any purpose.

Convening

11. Meetings, including Extraordinary Meetings, shall be summoned by the President who shall give at least seven calendar days' notice to all members of the Council; provided that in circumstances which appear to the President to be urgent one calendar day's notice shall suffice.

Conduct of business

12. The President, or in his or her absence the Vice-President, or in the absence of all such persons the most senior Fellow present as defined in Statute [IV,10], shall preside at any meeting of the Council. No business shall be conducted unless at least two members serving *ex officio*, are present and
    (a) for open business, at least half the members are present;
    (b) for reserved business, at least half the members who are not Student members are present;

    provided that, for the purpose of meeting a grave emergency, decisions may be taken with fewer members present.

13. The Secretary to the Council shall be appointed annually by the President. The Secretary may be either a member of the Governing Body or a member of the Assistant Staff. In the absence of the Secretary from any meeting, the Council shall appoint a deputy for that meeting. The provisions of Ordinance [A,V,11] shall, with the necessary substitutions, apply to the Secretary to the Council.

14. Decisions shall be taken in accordance with the views of a majority of those present and voting, unless otherwise provided in the Statutes or Ordinances.

Reporting requirements

15. Any member of the Governing Body may attend any meeting of the Council, as provided for in Ordinance [A,IV,6].

16. The Council shall submit the minutes of its meetings to the next meeting of the Governing Body or as soon as possible thereafter.

17. The Council shall receive and note all minutes of the Governing Body made since the previous meeting of the Council, and shall act upon any directions given in the minutes.

ORDINANCE VIII - Elections to Council

Vacancies

1. Fellows shall normally be elected to the Council at the meeting of the Governing Body held in the Lent Term. At each election, the number of vacancies shall be such as to ensure that seven elected Fellows in total serve for the following academic year.

Eligibility

2. Subject to clauses [3-4], any Fellow who is a member of the Governing Body is an eligible Fellow and may stand for election unless he or she is a member serving *ex officio* under Ordinance [A,VII,1].

3. If an elected Fellow attends fewer than half the meetings of the Council in any twelve-month period then, unless the cause of absence is declared sufficient by the Council, he or she shall cease to be a member from the date of the decision of the Council, and shall not be eligible for re-election until two clear years have passed. The Fellow concerned may request the Senior Independent Fellow (SIF) appointed under Ordinance [C,IV] to consider the circumstances of the absence and advise the Council whether in his or her opinion the removal of the Fellow from membership is warranted. The SIF may not overrule any decision of the Council.

4. A Fellow granted leave of absence for a period covering two or more Council meetings in the following academic year may not stand for election.

5. An eligible Fellow shall stand for election if he or she has not stood at the previous two annual elections.

6. An eligible Fellow shall stand for election if he or she is drawn by lot under clause [7].

Candidates

7. At each annual election, the Secretary of the Governing Body shall ensure that there are at least twice as many candidates as there are vacancies; if necessary he or she shall draw lots among those eligible Fellows who are not standing under clauses [2] and [5], to make up the required number of candidates. The Secretary shall keep a record of the persons standing and elected at each election.

Ballot

8. At each election, the Governing Body shall appoint two tellers for the purpose of conducting the vote.

9. Voting shall be in writing. The ballot paper shall list the names of all candidates. Each member of the Governing Body may cast as many votes as the number of vacancies, provided that he or she may not cast more than one vote for any one Fellow standing.

10. The required number of Fellows to fill the vacancies shall be declared elected, according to the votes cast for each Fellow from highest to lowest, provided that:
    (a) where more than one Fellow appearing on the Governance List established under Ordinance [A,I,10] would otherwise be elected, only the one with the highest votes shall be declared elected and the remaining such Fellows shall be deemed withdrawn from the election;
    (b) in the case of a tie for the final vacancy, the Chair of the meeting shall exercise a casting vote.

11. Where the Governing Body wishes to specify a shorter period or periods of membership for one or more vacancies, under Ordinance [A,VII,2], the elected Fellows shall be nominated to such vacancies from shortest to longest, according to the number of votes cast, from lowest to highest.

By-elections

12. If an elected Fellow ceases for any reason to be a member of the Council, or becomes a member serving *ex officio*, a vacancy for an elected Fellow shall arise and a by-election shall be held in accordance with this Ordinance at the next ordinary meeting of the Governing Body, normally for the remaining portion of the vacated period.

ORDINANCE IX - Governance Committee

Constitution

1. The Governance Committee shall be a standing committee of the Governing Body. The Committee shall be composed of:
   (a) the President;
   (b) the Vice-President;
   (c) the Senior Independent Fellow;
   (d) one but no more than one of the Bursar, Senior Tutor or Development Director;
   (e) at least four further Fellows who are members of the Governing Body, of whom no more than one may hold an Office or Post named on the Governance List under Ordinance [A,I,10].

   The Chair shall be appointed by the Governing Body, cognisant of the nomination recommended by Governance Committee. The committee shall be quorate when at least half of the membership is present.

2. A member of the Committee appointed in category [1(e)] who is subsequently appointed to an Office or Post named on the Governance List shall thereupon be excluded from membership, and the vacancy filled by the Governing Body in accordance with Ordinance [D,I], unless either:
   (a) no other member of the Committee in category [1(e)] currently holds an Office or Post named on the Governance List; or
   (b) the member is appointed as Bursar, Senior Tutor or Development Director and thereby replaces that Officer as a member of the Committee; in which case, any vacancy in category [1(e)] shall be filled as necessary.

3. The Committee shall meet as necessary, and at least three times a year. The Chair and the President shall jointly prepare the Committee Agendas.

Remit

4. The Committee shall have general responsibility for:
   (a) recommending policy on and overseeing the systems of governance of the College, as established under the Statutes and Ordinances;
   (b) in accordance with procedures made in Regulations, receiving the findings of any independent investigation of an internal disclosure which is made in the public interest alleging malpractice by the College in the conduct of its activities ('whistle-blowing'), and determining the subsequent course of action.

Governance

5. For the purposes of clause [4(a)], the Committee shall, in particular:
   (a) keep under review the Statutes, Ordinances, Regulations and any other standing orders of the College and, where the Committee considers it necessary or desirable, make

recommendations for revisions to be made by the Governing Body, under Statutes [XIV] or [XV], or by the Council, under Ordinance [A,VII,8], in the light of:
(i) changes to University Statutes and Ordinances or national legislation; or
(ii) changing needs under College policy;

(b) keep under review the committee structure of the College, including the establishment or abolition of committees, and their terms of reference;
(c) keep under review the structure and role descriptions of College Officers;
(d) seek to encourage a wide range of Fellows' candidacy for service on College committees and as Officers, Post-holders and Honorary Post-holders;
(e) nominate members of College committees other than the Council, and Chairs of committees as necessary;
(f) nominate persons for Honorary Posts;
(g) oversee but not conduct a suitable process for the annual development reviews of Fellows on the Governance List, ensuring that proper performance reviews are held;
(h) nominate persons for membership of Panels and Appeal Panels from the two Lists constituted by Governing Body under Ordinance [C,V,2(a)] and in accordance with Ordinance [C,V,2 (b)];
(i) keep under review the procedures followed by Fellowships Committee in making recommendations to Governing Body for the election and re-election of Fellows in accordance with Ordinance [A,X,3 (a) and (e)].
(j) keep under review the procedures followed by Fellowships Committee in making appointments and reappointments in accordance with Ordinance [A,X,3 (b), (c) and (d)].

Whistle-blowing

6. For the purposes of clause [4(b)], whistle-blowing shall comprise any disclosure made by any Member or employee of the College, which makes an allegation in relation to any of the following matters, which may be happening, have taken place or be likely to take place:
(a) the commission of a criminal offence;
(b) a breach of the Statutes or Ordinances or of any external legal or regulatory compliance;
(c) a miscarriage of justice;
(d) danger to any person's health or safety;
(e) damage to the environment;
(f) financial fraud or mismanagement
(g) a deliberate attempt to conceal any of the above.

7. Where a Member or employee of the College makes a disclosure under clause [6] and reasonably believes:
(a) that the disclosure is true; and
(b) that it is in the public interest to disclose it;
he or she shall be qualified for such protection against dismissal or other detriment, suffered as a result of making it, as the *Public Interest Disclosure Act 1998* or subsequent applicable legislation provides.

Powers

8. For the purposes of carrying out its functions under clause [4], in particular clause [4(b)], the Committee shall have authority to:
   (a) seek out information concerning and investigate any matter within its remit;
   (b) at any reasonable time inspect any relevant records, including financial records, of the College, whether by any member of the Committee or by any authorised agent;
   (c) engage the services of an appropriate person or organisation to assist it, provided that any item of expenditure is approved by a College Officer, Council or Governing Body in accordance with the policy for setting and controlling spending limits under Ordinance [A,V,7(a)].

ORDINANCE X - Fellowships Committee

Constitution

1. The Fellowships Committee shall be a standing committee of the Governing Body, appointed in accordance with Ordinance [D,I]. The Committee shall be composed of:
   (a) the President (Chair);
   (b) the Vice-President;
   (c) the Senior Tutor;
   (d) seven further Fellows who are members of the Governing Body.

2. The Committee shall normally meet once a Term. The President shall prepare the Committee Agendas.

Remit

3. The Fellowships Committee shall be responsible to the Governing Body for:
   (a) making recommendations for the election and re-election of Fellows in Classes A-G and Titular Fellows other than Visiting Fellows;
   (b) the appointment and re-appointment of By-Fellows, and Research By-Fellows;
   (c) the appointment of Affiliates, Visiting Fellows and Visiting By-Fellows;
   (d) ownership of the Research Fellow and Research By-Fellow competitions, making recommendations to Governing Body for elections and appointments;
   (e) the conduct of Fellowship re-election procedures under Statute [IV,2], other than:
      (i) the re-election of any member of the Academic Staff, as defined by the Academic Staff Statute; or
      (ii) any review held at the expiry of a fixed-term contract of employment, or at the completion of a probationary period of employment, held in conjunction with a Fellowship;

   any such review or re-election shall be held in accordance with Ordinance [C,I,31(c)] or [C,I,33], as appropriate.

4. The Fellowships Committee shall be responsible to the Council for making recommendations for the allocation of Fellows' and other Senior Members' minor privileges.

PART B: Finance and Remuneration

ORDINANCE I - Financial Powers

Scope of powers

1. The powers conferred by clauses [3] and [4] of the Charter, and this Ordinance, shall apply to any property, held by or for the College, which is:
   (a) not held on trust; or
   (b) held on a trust, of which the College is a trustee, for any specific purposes of the College (a 'special trust'), and which existed on the date when the Statutes took effect; or
   (c) held on a special trust created after the date when the Statutes took effect, except to the extent that the application of such powers is not permitted by law.

2. 'Property' shall mean property of every description, wherever situated, real or personal, including land and any estate or interest in land, intellectual property, money, securities, including financial instruments of any description, things in action, shares, stocks, funds and goods, and also every description of an interest, whether present, future, vested or contingent, arising out of or incidental to such property.

3. Subject to the Statutes and Ordinances of the College, it shall have all the powers which an individual of full legal capacity could exercise over property, so as to acquire, manage, deal with, invest and vary the investment of, sell, mortgage, charge, lease or otherwise dispose of any property; and to enter into and carry out any transaction relating to such property, or otherwise in connection with the management of its affairs, in such manner and upon such terms as the College shall in its absolute discretion think fit.

Power to create funds

4. The College shall have power to create funds for the general or any specific purposes of the College; and may allocate capital and income to such funds in its discretion, subject to the Statutes and Ordinances.

Power to invest

5. The College shall have power to invest any property held by or for the College, in a manner appropriate to the charitable purposes of the College, whether collectively with other property of the College or otherwise. In particular, the College shall have power to treat all or any part or parts of its property, whether held on special trust or otherwise, as one or more amalgamated funds to be invested for the benefit of the constituent funds.

Power to expend

6. The College shall have power to appropriate for expenditure such part of the value of its property as is provided for in Ordinance [B,II]. Any reference to income in the Statutes or Ordinances of the College shall include the total sums so appropriated.

Power to accept donations

7. The College shall have power to accept gifts and other donations for any charitable purposes in furtherance of the interests of the College as a place of education, learning and research.

8. Notwithstanding Ordinance [A,VII,8], the Council shall have power to make financial Regulations giving effect to wishes or suggestions of donors recorded in writing, whether so expressed as to create a special trust or not, regarding the application of such gifts and any grants or awards supported by them, not being inconsistent with or prejudicial to the charitable purposes of the College. Such Regulations may be inconsistent with the provisions of the Statutes of the College provided that no Regulation shall derogate from any obligation imposed on the College by the Statutes of the University.

Power to raise debt

9. The College shall have power in furtherance of its charitable purposes to borrow or raise money in any manner, and to secure, guarantee or in any other way support the payment or repayment of such money.

Power to carry on business

10. The College shall have power in furtherance of its charitable purposes to carry on any business which the Governing Body authorises, whether by means of or through the agency of a corporate or unincorporated body, or otherwise.

11. The College shall have power to employ persons in the service of the College, and to assign to those persons such remuneration and benefits as it shall from time to time think reasonable for fulfilling the College's purposes as a place of education, learning and research, in accordance where relevant with Ordinance [B,VII].

Authorisations

12. A statement to the effect that any Statute or Ordinance has been complied with shall be conclusive in favour of any person having relevant dealings with the College, provided always that such statement is signed or certified by any two persons from among the President, the Vice-President, the Bursar, the Senior Tutor and the Development Director. Such statement may take the form of a copy minute of the Governing Body or other College committee.

ORDINANCE II - Investment and Expenditure Powers

Amalgamated investment funds

1. In order to facilitate the management of the property of the College, the Governing Body, on the recommendation of the Council under Ordinance [A,VII,7(c)], may from time to time resolve that all or any part or parts of the property of the College, including any special trust (a 'trust'), shall be brought into and managed within one or more amalgamated investment funds (AIFs), in accordance with clauses [2-8]. The following provisions shall apply to any individual AIF.

2. Any property may be brought into an AIF at any time, provided that where property is subject to a trust:
   (a) which came into operation less than sixty years prior to the proposed amalgamation; and
   (b) the College is not the sole trustee;
   the consent of the trustees of that property shall be required.

3. Upon first being constituted, an AIF shall be held on behalf of its constituent funds in whole units allocated to each fund. The Council shall, under Ordinance [A,VII,7(b)], fix the initial total number of units held by the AIF, and shall allocate an appropriate number of units to each constituent fund as nearly as possible in proportion to the respective capital investments of each constituent fund in the AIF.

4. The Council may at any time increase or decrease the size of an AIF:
   (a) by adding or withdrawing a constituent fund; or
   (b) by increasing or decreasing the investment made in it by a constituent fund.

5. Where a new constituent fund is added to an AIF or the investment made by a constituent fund is increased:
   (a) the total number of units in the AIF shall be increased by such number of units which as nearly as possible represents the value of the new investment based on the market value of the existing units; and
   (b) the constituent fund shall be allocated that number of new units;
   always provided that the value of the existing units in the AIF shall not be prejudiced by the issue of such further units.

6. Where a constituent fund is withdrawn from an AIF or the investment made by a constituent fund is decreased:
   (a) the total number of units in the AIF shall be decreased by such number of units which as nearly as possible represents the value of the investment withdrawn based on the market value of the existing units; and
   (b) the constituent fund shall give up that number of units, and the units shall be cancelled;

always provided that the value of the existing units in the AIF shall not be prejudiced by the cancellation of such units.

7. The Council may at any time wind up an AIF and divide the investments between the constituent funds in proportion to the number of units held by each fund at that time.

Annual dividends

8. For each AIF, a dividend *per* unit shall be declared annually and paid out of the fund to all its unit holders for their expenditure, which may include re-investment in the fund.

9. For the purposes of the declaration under clause [8], the Council shall at a suitable time determine the process for calculating the value of the annual dividend; provided that:
   (a) dividends shall only be paid out of income received by an AIF, subject to any exercise of the power under clauses [12-13] of this Ordinance to adopt a total return approach to expenditure; and
   (b) a fund shall not be required to distribute as dividends the whole of the income received in any one year, but may accumulate the whole or part of it from year to year.

10. The annual dividend declared by each AIF shall be included in the annual College Accounts.

Expenditure policy

11. In the absence of any resolution made by the Governing Body under clauses [12-13], the College shall appropriate for expenditure such sums as are income and not capital receipts in the hands of the Trustees of the College.

12. The Governing Body may at any time, upon the recommendation of the Council under Ordinance [A,VII,7(e)], resolve to adopt a total return approach to the investment and expenditure policies of the College, including the declaration under clauses [8-9] of dividends for unit holders in any AIF.

13. In clause [12], 'to adopt a total return approach' means to appropriate annually for expenditure, up to and no more than, as much of the fair value of:
   (a) any AIF created in accordance with this Ordinance; and/or
   (b) any property or fund which has not been brought into an AIF;
   as the Governing Body considers in its absolute discretion is prudent, having regard to the total return achieved and reasonably expected to be achieved in the long-term of the AIF(s), or other property or funds, respectively.

14. In clause [13], 'fair value' means the amount at which an asset could be exchanged in an arm's length transaction between informed and willing parties, other than in a forced or liquidation sale, and 'total return' means return in terms of both income, whether received or accrued, and capital appreciation, whether realised or unrealised.

15. When making a resolution under clause [12], the Governing Body shall comply with the procedures required by *The Charities (Total Return) Regulations 2013*, and/or with any relevant subsequent legislation. For this purpose, the Council shall, in particular, formulate such policies as those procedures require for:
    (a) the initial treatment of the permanent endowment; and
    (b) the future management of the total return receivable on the amalgamated fund.

16. Any policy for the management of the total return adopted under clause [15(b)] shall be incorporated by the Governing Body into this Ordinance, in accordance with Statute [XIV] and Ordinance [A,I,4(b)]. Any policy may be revised from time to time and at each such time this Ordinance shall be amended accordingly.

ORDINANCE III - Accounts and Financial Management

Accounts

1. In accordance with Statute [XII,1-2], the Bursar shall on behalf of the Governing Body prepare and publish annual accounts which shall provide a true and fair view of the financial position and financial activities of the College.

2. The College shall close its accounts each year on 31st July and shall prepare annual accounts in such form, and at such time, as the Council shall determine; provided always that the College shall comply with such Statutes of the University as govern college accounts, and with such relevant financial reporting and accounting standards as are established or authorised by law.

3. The Statement of Accounts presented in accordance with Statute [II,1(f)] shall:
   (a) conform with such Statement of Recommended Practice ('SORP') for Accounting as the University adopts, if at all, as the basis for the Recommended Cambridge College Accounts ('RCCA'); provided that the Governing Body may depart from such SORP if it considers that doing so is necessary in order to present a true and fair view of the affairs of the College; any such departure shall be recorded in the statement of principal accounting policies of the Trustees' Annual Report;
   (b) have regard to, and normally conform with, the requirements and recommendations of the RCCA in force on the date of closure; provided that the Governing Body may depart from the RCCA where it considers that it is necessary to do so in order to comply with clause 3(a);
   (c) conform to applicable accounting standards in force on the date of closure.

Annual audit

4. The annual audit of the College accounts shall be conducted in accordance with Statute [XIII], sections [4-7].

Contribution to the University

5. The College shall make such financial contribution to, and for the purposes of, the University as may be required under the Statutes of the University from time to time. Any trust of the College which is required to be taken into account in the calculation of any contribution shall bear its own share, paid out of income attributable to such trust.

Planning and resources

6. Following Statute [I,5], and subject to any relevant provisions laid down by the Governing Body in Ordinances, the Council shall, further to Ordinance [A,VII,7], establish suitable committees and processes for:
   (a) determining financial policies and practice;

(b) overseeing day-to-day financial management, in particular the creation and management of College bank accounts and cash management;
(c) planning and resource allocation within the College;
(d) the management, maintenance and development of College buildings.

Grants and awards

7. The Council may, itself or by delegation to a suitable committee or Officer, make such grants or awards from such funds as it thinks fit, save where any Regulation for the time being governing a particular trust or fund provides otherwise.

8. Where the terms of any trust or designated fund provide for any grant or award to be made to any person, financial Regulations shall specify:
   (a) the eligibility of candidates;
   (b) criteria for the selection of successful candidates, in particular:
      (i) any required standards of academic merit;
      (ii) whether the financial circumstances of candidates shall be taken into consideration, and if so in what manner;
      (iii) any other relevant criteria.
   (c) the nature, amounts, conditions of tenure, duration and payment of any financial benefit charged upon, or any other benefit associated with, the trust or fund;
   (d) the persons by whom, the subjects for which, and the manner in which any grant or award is to be made, and any other matters relating to the administration of a trust or fund.

Fees, charges and fines

9. Further to Statute [X,1(b)] and Ordinance [A,VII,7(k)], the Council shall have power to levy fees and other charges, and to impose fines, on any Member of the College, including any Student Member, in connection with any purposes or activity of the College. A fine may only be imposed in accordance with a relevant Ordinance or Regulation which specifies the maximum amount of the fine.

10. The Council shall prescribe and publish rules concerning the payment by Students of fees and other charges, including the dates by which payments must be made, the penalties for late payment, and the procedures to be followed if postponement of any payment is requested.

11. The non-payment by any person of fees, or any other charges or fines, which have properly been applied may be the subject of disciplinary action.

12. For the purposes of clause [9], the Council shall set annually the policy on, and the level of, fees and charges for Students and Fellows, and conference and other visitors.

ORDINANCE IV - Finance Committee

Constitution

1. The Finance Committee shall be a standing committee of the Council. The Committee shall be composed of:
   (a) the President (Chair);
   (b) the Bursar;
   (c) the Senior Tutor;
   (d) the Development Director (or the person appointed to perform the duties of Development Director if the Office is vacant);
   (e) the President of the MCR or another Student nominated by the MCR Committee;
   (f) three Fellows who are members of the Governing Body;
   (g) up to two persons with relevant professional experience or qualifications, co-opted to advise on the College's financial and reporting systems and to support their future development in cost-effective ways.

   For the assistance of the Committee, the Assistant Bursar and the Finance Manager shall normally be in attendance.

2. The Committee shall meet at least once a Term.

Remit

3. The Committee shall have responsibility to the Council for overseeing the financial management of the College and any of its subsidiaries and associated entities, including in the long-term, and for all aspects of financial policy and systems, in particular:
   (a) financial strategy and policy;
   (b) assessment of potential financial risks and setting parameters for College exposure thereto;
   (c) compliance with financial regulation and reporting standards;
   (d) accounting and budgets;
   (e) financial planning and resource management, including human resources;
   (f) application and development of suitable procedures for financial reporting and control.

4. It shall be the responsibility of the Committee to ensure that:
   (a) the College receives value for money in its expenditures;
   (b) committees and Officers are provided with suitable financial information in a timely manner, to support the formulation and implementation of College policy;
   (c) members of the Governing Body, as the College Trustees, are enabled to understand fully the financial position and activities of the College and to make informed judgements and decisions;
   (d) appropriate financial Key Performance Indicators (KPIs) are set and reviewed on a regular basis.

Accounting

5. for the purposes of accounting and budgets, the Committee shall:
   (a) recommend accounting policy and standards, which shall be reviewed annually by the Council and the Governing Body;
   (b) put in place appropriate systems and processes for the preparation of accounts;
   (c) in the Easter Term, recommend the annual departmental budgets and targets, for income and expenditure and any associated capital expenditure, to accord with financial strategy and policy;
   (d) approve any in-year budget adjustments;
   (e) review actual financial performance by departments against previous years' budgets and targets;
   (f) review and advise on the preparation and publication either internally or externally, as appropriate, of suitable reports and sets of accounts, including regular management accounts and formal annual accounts.

Statutory returns

6. The Committee shall ensure that all returns to external authorities are duly made, including the Trustees' Annual Report to the Charity Commission and any reports required by the University from individual colleges.

Planning and resource allocation

7. For the purposes of planning and resource management, the Committee shall have responsibility to the Council for:
   (a) requirements for operational cash (cash-flow);
   (b) proposals for the investment of cash;
   (c) management of other financial resources including the income and other gains from College investments;
   (d) property management;
   (e) incorporating priorities set by the Council, on teaching and other academic needs, into budgets, targets and reporting;
   (f) evaluation of proposals for capital and costs expenditure;
   (g) incorporating priorities set by the Council, on the employment of Assistant Staff, into budgets, targets and reporting;

College operations

8. The Committee shall advise the Bursar on:
   (a) suitable insurance provision for the College;
   (b) the appointment of College bankers;
   (c) the appointment of any other College advisor on matters falling within the remit of the Committee, as required from time to time.

ORDINANCE V - Investments Committee

Constitution

1. The Investments Committee shall be a standing committee of the Council. The Committee shall be composed of:
   (a) the President (Chair);
   (b) the Bursar;
   (c) the President of the MCR or another Student nominated by the MCR Committee;
   (d) three further Fellows who are members of the Governing Body;
   (e) up to three co-opted members with relevant professional experience or qualifications, who may be, but need not be, Fellows of the College.

   For the assistance of the Committee, the Assistant Bursar and Finance Manager shall normally be in attendance.

2. The Committee shall meet at least twice a year. The College investments advisers, if any, may be invited to attend any meeting of the Committee, or for any particular item of business, at the Chair's discretion.

3. The Committee shall, subject to any directions from the Council or the Governing Body:
   (a) select investment managers, such as the University of Cambridge Investment Office or a commercial investment manager;
   (b) devise and regularly review an appropriate and sustainable investment strategy to meet the College's financial requirements;
   (c) devise and annually review the investment policy statement;
   (d) have discretion under such policy to invest or re-invest College property in such assets as it deems appropriate, having regard to any reasonably foreseeable financial risks and returns of such assets.

4. The Committee may delegate to its investment managers power to effect a specified transaction, or a type of transaction, within the scope of standing instructions.

5. The Committee shall have responsibility for the management of:
   (a) cash, including the investment or realisation of operational cash;
   (b) stocks and shares and other financial instruments;
   (c) investment funds;
   (d) land or any interests in land held for investment purposes.

6. The Committee shall regularly monitor and review the performance of the College investments, assisted by valuations of the portfolio provided by the Bursar. All decisions taken and transactions entered into under clauses [3] and [4] shall be reported in the minutes. In addition, the Committee shall submit an annual report to the Council, in the Michaelmas Term, that summarises the year's investment activities and reviews targets in place to ensure the targets meet the College's financial and sustainability objectives.

ORDINANCE VI - Audit and Risk Committee

Constitution

1. Further to Ordinance [A,I,2(d)] the Audit and Risk Committee shall be a standing committee of the Governing Body composed of:
   (a) three Fellows who are members of the Governing Body;
   (b) two further Fellows who need not be members of the Governing Body;
   (c) up to two co-opted members.
   Other than the Vice-President, no member of the Committee shall be a College Officer or Post-holder. At least two of the members who are Fellows, and any co-opted member, shall have relevant experience or qualifications of a financial and/or legal nature. The Chair shall be nominated by the Governing Body.

2. For the assistance of the Committee, the Bursar, the Assistant Bursar, and the Finance Manager shall normally be in attendance, and any external Auditor appointed under Statute [XIII,4] may be invited to attend any meeting. The Bursar, the Assistant Bursar, and Finance Manager shall withdraw from any item of business that involves consideration of the executive management of the College.

3. The committee shall be quorate when at least half of the membership, including at least one GB Fellow, are present. The Bursar, when present, shall act as administrative secretary. In the absence of the Bursar the Committee shall appoint a minutes' secretary from among the members, for the purposes of that meeting or that item only.

4. The Committee shall meet at least twice in each financial year. It shall convene a meeting if requested to do so by the external Auditor.

5. The Committee shall report to the Governing Body as necessary; and, in respect of the external audit of the annual accounts, shall report as soon as practicable after the audit has been completed, normally at a meeting of the Governing Body in the Michaelmas Term.

Remit

6. The Audit and Risk Committee shall be responsible for:
   (a) ensuring and overseeing the conduct of the annual audit of the College Accounts by the external Auditors, under Statute [XIII, 4-7] and Ordinance [B,III,4]; and
   (b) providing independent and objective assurance of the institutions and processes of College governance, including in particular the financial activities of the College, in regard to:
      (i) accounting policy and practice;
      (ii) procedures for risk management;
      (iii) compliance with the Statutes and Ordinances;
      (iv) compliance with relevant external legal and regulatory requirements;
      (v) internal systems of financial and other control~~.~~;

(c) recommending to the Goverrning Body a policy for setting and controlling spending limits (delegated authorities).

7. For the purposes of carrying out its functions under clause [6], the Committee shall have authority to:
   (a) seek out information concerning and investigate any matter within its remit;
   (b) at any reasonable time inspect any relevant records, including financial records, of the College, whether by any member of the Committee or by any authorised agent;
   (c) engage the services of an appropriate person or organisation to assist it, provided that any item of expenditure is approved by a College Officer, Council or Governing Body in accordance with the policy for setting and controlling spending limits under Ordinance [A,V,7(a)].

External financial audit

8. For the purposes of the annual external audit the Committee shall:
   (a) set policy for College work, other than the annual audit, which may properly be undertaken by external auditors;
   (b) recommend to the Governing Body the appointment and fees of external auditors;
   (c) liaise with the appointed Auditors on the conduct of the audit and, in particular, be available in person if so requested by the Auditors;
   (d) review the Auditor's Report and associated Certificates;
   (e) review the annual College Accounts prior to their presentation to the Governing Body at the Audit Meeting;
   (f) monitor the implementation or otherwise of any recommendation made by the external Auditors;
   (g) report to the Council and to the Governing Body as it shall think fit.

Accounting policy and practice

9. The Committee shall scrutinise accounting policy and practice. It shall:
   (a) review policy and assess whether it is compliant with law and regulation and whether it is appropriate and effective in principle;
   (b) monitor the implementation of policy and procedures and assess whether they are properly adhered to;
   (c) in particular, monitor the integrity and clarity of the annual accounts, and of other significant financial statements and disclosures;
   (d) review the financial and corporate information recorded and held by the College and monitor its proper dissemination;
   (e) monitor and assess procedures for the prevention and detection of bribery, fraud and any other irregularities.

Risk management

10. The Committee shall set policy and oversee procedures for risk assessment and risk management; in particular, it shall devise, maintain and regularly review a College Risk Register, in accordance with best practice.

Governance

11. The Committee shall keep under review, and advise the Governance Committee or the Governing Body, as appropriate, on any steps necessary to ensure the effectiveness of College governance. The Committee shall have authority to raise any matter of concern within its remit. If a relevant case arises, the Committee shall carry out an independent investigation of:
    (a) any complaint raised in writing on any matter within its remit under this Ordinance;
    (b) any alleged breach of external legal or regulatory requirements;
    (c) any alleged breach of the Statutes, Ordinances or Regulations.

Internal control

12. The Committee shall ensure full and regular scrutiny of the internal systems of financial and other control in the College. The Committee shall define, scope, plan and conduct suitable processes for an annual audit of financial and general College governance, in particular the systems set by the Finance and Governance Committees. Any such process shall include scrutiny by an independent, external reviewer, such as the Bursar of another college.

ORDINANCE VII - Remuneration and Benefits

Authorisation of private benefits

1. The President and Fellows of the College shall not receive any remuneration or any other benefits for acting as Trustees of the College.

2. The Governing Body shall have power to authorise the payment or award of remuneration or other direct or indirect benefits to the President and to any Fellow in respect of any employment, or College Office or College Post, or other post or appointment; provided always that no payment or award shall be made unless:
   (a) it is made in accordance with this Ordinance;
   (b) the Governing Body thinks it reasonable for fulfilling the purposes of the College as a place of education, learning and research; and it is either
      (i) incidental to, and arises from, the carrying out of such purposes (such as a payment for teaching duties); or
      (ii) made to a person in his or her capacity as a beneficiary of those purposes (such as the award of a book grant).

Remuneration Committee

3. Further to Ordinance [A,I,2(e)] the Remuneration Committee shall be a standing committee of the Governing Body. The Committee shall be composed of five Fellows who are members of the Governing Body. Additionally, up to two external members may be invited to join the Committee. No members will receive any remuneration or benefits from the College other than any individual payments for direction of Studies or supervising, paid at the College's standard rate, or the minor privileges of College Fellowship.

4. There shall be a quorum of three. The Committee shall select its own Chair. The Bursar shall normally be in attendance and when present shall act as the administrative secretary. In his or her absence, the Committee shall appoint a minutes' secretary from among its members, for the purpose of that item or that meeting only.

5. The Committee may invite such other Fellows or Officers to attend as it thinks appropriate, either on a regular basis or for individual meetings. The Committee may solicit advice or information on matters within its remit from any other relevant person, including any member of Assistant Staff, whether in writing or by attendance at a meeting. All Members of the College, and Assistant Staff, shall co-operate with any such request. No person may be present at any discussion which affects, or may affect, his or her own remuneration or benefits.

6. The Committee shall meet at least twice in each academic year in accordance with the College Calendar, once near the beginning of the Lent Term and at one other time, and otherwise as it thinks necessary or desirable or as instructed by the Governing Body. At the Lent Term meeting the Committee shall formulate its recommendations to the Governing Body for the forthcoming academic year, in accordance with clauses [7-13].

Remit

7. The Remuneration Committee shall act as an independent advisory body to the Governing Body. It shall, in accordance with the following provisions of this Ordinance:
   (a) be charged with the scrutiny and management of College policies on remuneration and benefits payable to the President and Fellows of the College; and
   (b) have power to set limits, which shall be binding on the Governing Body, on the level of remuneration and other direct and indirect benefits payable under such policies (including the receipt of any salary, stipend, allowance, fund or facility, or any other benefit of a measurable value).

8. The Committee shall make recommendations to the Governing Body in respect of:
   (a) remuneration and benefit policies;
   (b) salary and stipend scales;
   (c) honoraria, including bonuses;
   (d) terms and conditions of employment;
   (e) any scheme of allowances and benefits.
   Permissible allowances and benefits shall include, but shall not be limited to, pension provision, residential accommodation, allowances for entertaining Students, and travel and research grants.

9. In advance of the Lent meeting, the Committee shall receive and review an Annual Remuneration Report from the Bursar, detailing the remuneration and benefits projected to be received by the President, Fellows, Officers and Post-holders for the forthcoming academic year.

10. The Committee shall, among any other factors that it considers relevant, have regard to:
    (a) the need to attract and retain Fellows of the College;
    (b) appropriate comparators, such as other colleges' remuneration policies, University policy and pay structures and those of the wider higher education sector;
    (c) the implications of employment law, and the terms and conditions of appointments and employment contracts in the College;
    (d) principles of equity and fairness among the Fellowship, in particular the need to avoid unlawful discrimination and to promote equality of opportunity.

11. Subject to clause [12], the Committee shall not consider or make recommendations concerning the initial placement on, or progression through, a relevant stipend scale, for any individual Fellow, Officer or Post-holder. Decisions concerning the remuneration of individuals shall be made by the President in consultation with the Vice-President, who shall take into account the annual development reviews of College Officers and Post-holders.

12. The Committee shall, notwithstanding clause [11]:

(a) consider and make recommendations to the Governing Body concerning the terms and conditions of the initial appointment of the President, and his or her progression, if any, through any agreed stipend scale for the Office of President; and
(b) in consultation with the President determine the progression, if any, of the Bursar through the relevant stipend scale, after his or her initial appointment.

13. The Committee shall consider general policies respecting benefits, such as research grants, book grants and IT facilities, but shall not consider individual grants to, nor expense claims by, the President, Fellows, Officers or Post-holders. Individual grants or claims shall be authorised by the committee or officer appropriate to the case.

Decisions

14. Recommendations of the Committee shall be considered by the Finance Committee and by the Council before being submitted unaltered to the Governing Body. The Finance Committee and the Council may each make comments on the recommendations, provided always that the College policy on the management of conflicts of interest under Ordinance [A,VI] is paid due regard.

15. Where a recommendation under clauses [7-8] is brought before the Governing Body any Fellow who has a material interest in the recommendation shall normally withdraw from the meeting in accordance with Ordinance [A,VI,9]. Where circumstances so require, the matter shall be conducted as requiring a special decision under clauses [12-14] of Ordinance [A,VI].

16. The Governing Body shall either accept any recommendation of the Committee without change or qualification or, if the Governing Body favours a different level of remuneration or benefit than that which is recommended, then the matter shall be referred back to the Committee for further consideration.

17. Where a matter is referred back to the Committee under clause [16], and agreement between the Committee and the Governing Body is not reached within a reasonable time, which shall mean within time to implement any decisions for the next academic year, the Governing Body shall, in the interests of good governance and in a timely manner, either seek a binding direction from the Charity Commission, or seek the advice of the Commission prior to making any decision in the matter.

ORDINANCE VIII - Trusts and Donations

1. The provisions of this Ordinance fall under the powers granted by clause [4(c)] of the Charter.

Special trusts: power to apply surplus income

2. The Governing Body may at any time apply the income of a trust for the purpose of increasing the value of any financial benefit charged upon the fund, or for otherwise improving the position of any holder of such benefit, or for creating additional grants or awards consonant with the original purposes of the trust.

3. The Governing Body may apply any surplus income of a trust fund of which the College is sole trustee, and in so far as a contrary intention is not expressed in any instrument made after the making of this statute, as income in any subsequent year, or may invest it and add it to the capital of the fund, or may apply it within the general educational purposes of the College.

4. In exercising the power under this Statute to apply any surplus income of a trust fund, the College shall have regard to its duty as trustee of the fund concerned properly to consider and apply as appropriate the principles involved in the application of the cy-près doctrine and to be satisfied that application cy-près is necessary in order to secure its effective use.

5. In this Ordinance, surplus income means income unexpended in any year after the purposes of the trust have been fully provided for in that year (whether wholly by income from the trust or partly by income from the trust and partly by other moneys).

Status and purposes of donations

6. The Council shall set up procedures for determining in accordance with clauses [6-8] the status and purposes of any gift or other donation received. Each gift or donation shall be allocated to one and no more than one of the following categories of fund:
   (a) income held for the general charitable purposes of the College;
   (b) income held on trust for a specific purpose or purposes within the general charitable purposes of the College;
   (c) capital held as expendable endowment for the general charitable purposes of the College;
   (d) capital held on trust as expendable endowment for a specific purpose or purposes within the general charitable purposes of the College;
   (e) capital held as permanent endowment for the general charitable purposes of the College;
   (f) capital held on trust as permanent endowment for a specific purpose or purposes within the general charitable purposes of the College.

7. A donation shall be allocated to a category of fund in accordance with any conclusive formal written evidence of the donor's intention.

8. Where there is no conclusive formal written evidence of a donor's intention, the Council shall allocate the gift or donation to an appropriate category of fund, taking into account the following factors:
   (a) any correspondence, or any record of conversations, between the College and the donor or on their behalf;
   (b) the terms of any public appeal in response to which the donation was given;
   (c) the nature of the property that is the subject matter of the gift;
   (d) the value of the gift in relation to the potential annual expenditure on the relevant purposes, such that the higher the relative value of the gift the more appropriate it would be to treat it as expendable endowment rather than income;
   (e) the value of the gift in relation to the annual income or assets of the College, such that the higher the relative value of the gift the more appropriate it would be to treat it as expendable endowment rather than income.

   Any decision made under this clause shall be final.

9. In the absence of any evidence relevant to the application of clauses [6] or [7], a donation shall be treated as a gift of income for general charitable purposes.

Financial Regulations

10. Financial Regulations may be made for any fund, and shall be made for any endowment fund which is held on trust within category [6(d)] or [6(f)]. Each set of Regulations shall specify, *inter alia*, the purposes of the fund, the investment policy which shall apply and, for trusts, the policy for surplus income under clauses [3-5].

11. A file of all financial Regulations shall be maintained in a suitable physical and/or digital location, identifying:
   (a) trusts for special purposes of the College, i.e. funds falling within categories [6(b)], [6(d)] or [6(f)]; and
   (b) designated funds, i.e. funds that are not special trusts but form part of the corporate property of the College, separately earmarked by the Council, as a matter of administrative convenience, for expenditure on stated purposes within its general charitable purposes.

12. Any Regulations for a designated fund falling within clause [11(b)] shall take into account, and normally give effect to, any wishes or views of the donor(s) which have been made in writing.

PART C: Fellows, Members, Officers and Posts

ORDINANCE I - Fellows and Members

College community

1. The College community of Members shall comprise:
   (a) the President;
   (b) Fellows in Classes A-G under Statute[IV,1];
   (c) Former Presidents under Ordinance [A,II,11];
   (d) Titular Fellows under Statute V (Honorary Fellows, Pfeiffer Fellows, Quondam Fellows, Former Fellows and Visiting Fellows);
   (e) By-Fellows, Research By-Fellows and Affiliates;
   (f) Visiting By-Fellows and Academic Visitors;
   (g) Students of the College, both undergraduate and postgraduate;
   (h) Alumni of the College, that is, any person who at any time has been a Student member.

2. Every Member of the College shall play his or her role in the enduring life and work of the College. The community of Members is further supported, in the wider College community, by the Assistant Staff, without whom that life and work would not flourish.

3. Fellows who are members of the Governing Body shall serve as the charity trustees of the College, as a place of education, learning and research; and shall contribute to the daily governance of the College, normally by serving on committees or holding a College Office, Post or Honorary Post, and by serving as Duty Fellow at Formal Hall or Congregation at least once a year. Subject to the provisions of the Ordinances, a Fellow in Class G may hold a College Office, Post or Honorary Post.

4. Subject to clause [11], dining and other minor privileges for all Members shall be determined by the Council.

5. Membership of the College is for life, subject only to the right of the College to remove Membership from any person, for good cause, in accordance with grounds and procedures laid down in Ordinances.

Classes and categories

6. For the avoidance of doubt:
   (a) Fellows in Classes A-G, together with the President, comprise the members of the body corporate ('the President and Fellows of Hughes Hall in the University of Cambridge') under Clause [1] of the Charter and Statute [I,1];
   (b) Fellows in Classes A-F are members of the Governing Body under Statute [I,4] for all purposes including alteration of the Statutes under Statute [XV];

(c) Fellows in Class G are not members of the Governing Body for any purposes including alteration of the Statutes under Statute [XV];
(d) Titular Fellows are not members of the Governing Body for any purposes.

7. The term 'Fellow', as used in these Ordinances, means a Fellow in any of Classes A, B, C, D, E or F (also known as 'Governing Body' or 'GB' Fellows), unless the context requires otherwise. These Fellows may not also hold office as the Head of House or as any Fellow, other than an Honorary Fellow, of any other college in the Universities of Cambridge or Oxford.

8. Senior Members shall comprise:
   (a) the President;
   (b) Fellows in all Classes and Titles;
   (c) Former Presidents;
   (d) By-Fellows, Research By-Fellows and Affiliates;
   (e) Visiting By-Fellows.

9. Other Members shall comprise:
   (a) Students, both undergraduate and postgraduate; and
   (b) Alumni of the College;
   (c) Academic Visitors.

Elections and appointments

10. The Election of Fellows and the appointment of other Senior Members shall normally be made on the recommendation of the Fellowships Committee, under Ordinance [A,X,3(a)-(c)]:
    (a) Fellows in Classes A-G, and Titular Fellows other than Visiting Fellows, shall be elected by the Governing Body;
    (b) By-Fellows, Visiting Fellows, Research By-Fellows, Affiliates and Visiting By-Fellows shall be appointed by the Fellowship Committee.

11. The terms and conditions, including any remuneration or benefits, of Fellows and other Senior Members of the College shall be determined by the Governing Body in accordance with procedures set out in Ordinance [B,VII].

Residence

12. For the purposes of Statute [IV,1], and this Ordinance:
    (a) A Fellow of Class A or B shall be regarded as resident within the University when he or she:
        (i) resides within five miles of Great St Mary's Church and is not habitually absent from home more than two nights in the week during Full Term; or
        (ii) resides within twenty miles of Great St Mary's Church and is usually in Cambridge for a substantial part of the day during Full Term; or

(iii) has received from the Governing Body leave to reside farther than twenty miles from Great St Mary's Church, provided that he or she observes such conditions as the Governing Body may require.

(b) A Fellow of Class C, D, E or F shall not have residence requirements.

(c) A Fellow of Class A who plans to be away from College business for any period in excess of one week during Full Term should inform the Secretary to Governing Body and seek Leave of Absence from Governing Body.

(d) A Fellow of Class B, C, D, E or F who plans to be away from College business for any period in excess of four weeks during Full Term should inform the Secretary to Governing Body and seek Leave of Absence from Governing Body.

Retirement of GB Fellows

13. In accordance with Statute [IV,6], and the retirement policy of the College, any Fellow who is a member of the Governing Body shall vacate his or her Fellowship and any College Office, Post, Honorary Post or other position held in the College, and shall retire from any employment with the College, at the end of the academic year in which he or she reaches the age of 67.

14. A Fellow who has retired under clause [13] may be appointed by the Council, in accordance with the procedures set out in the College retirement policy, to carry out his or her previous, or some other, duties in a paid role in the College, for a period judged by the Council to be appropriate in the circumstances, but normally no more than three years.

15. An appointment under clause [14] shall be made only where it is:
    (a) judged to be in the best interests of the College;
    (b) consistent with the aims of the retirement policy of the College; and
    (c) made in accordance with a procedure set out in the retirement policy of the College.

16. An appointment made under clauses [14] and [15] may be extended on the same basis.

17. A retiring Fellow who in the opinion of the Governing Body has given good service to the College may be elected into a Fellowship in Class G, in accordance with Statute [IV,1]; provided that he or she shall normally have been a member of the Governing Body for at least ten years in total.

Titular Fellows and By-Fellows

18. Honorary Fellows: a person of conspicuous merit and/or who has given outstanding service to the College or the University may be elected as an Honorary Fellow.

19. Pfeiffer Fellows: a person who has made a donation to the College of £1 million or more, and who satisfies any further conditions that may be set by the Governing Body, may be elected to a Pfeiffer Fellowship.

20. Quondam Fellows: a Fellow who retires or resigns from his or her College Fellowship and has in the opinion of the Governing Body given good service to the College, but is not eligible for election into a Fellowship in Class G may be elected as a Quondam Fellow.

21. Former Fellows: a Former Fellow of the College shall hold the Former Fellowship for life or until such time, if any, as he or she is elected into another Class of Fellowship. No person shall be elected into a Former Fellowship after the date upon which the Class of Quondam Fellowships came into effect.

22. Visiting Fellows: a person normally holding an academic position in another university, who is deemed by the Fellowships Committee of sufficient standing and their visit of sufficient length, may be elected into a Visiting Fellowship for a period specified at the time of his or her election.

23. By-Fellows: a person whom the Fellowships Committee considers will make a valuable contribution to the College may be appointed as a By-Fellow. Normally the initial appointment shall be for a period of up to three years, renewable indefinitely for periods of up to three years at a time. Exceptionally the appointment shall be for life.

Research By-Fellows and Affiliates

24. Research By-Fellows: a person who holds a doctorate and a post-doctoral position in the University or some other institution approved by the Council, may be appointed as a Research By-Fellow, initially for a period of three years, renewable for a single further period of two years, provided that they shall remain in that or a similar post-doctoral position.

25. Affiliates: a Fellow or Research By-Fellow who is not re-appointed for a further term shall, unless appointed to another category of Senior Membership, normally be appointed as an Affiliate of the College, for life.

Other Visitors

26. Visiting By-Fellows: either a person normally holding a doctorate, whose visit is not deemed as justifying election as a Visiting Fellow, or a professional planning to collaborate in research translation activity with one or more Senior Members of the College, may be appointed as a Visiting By-Fellow for a maximum period of one year, which shall not normally be renewed.

27. Academic Visitors: a person who has not obtained a doctorate may be appointed as an Academic Visitor for a maximum period of one year, which shall not normally be renewed. An Academic Visitor shall be a member of the Middle Common Room (MCR).

Related persons

28. A related person of any Senior Member may be elected or appointed to any form of Senior Membership, including Fellowship in Classes A-F. For the purpose of Ordinances, related persons are spouses, unmarried or civil partners, siblings, parents and children.

29. Related persons shall not normally serve together on Council or other committees established by Ordinance. Governance Committee may authorise exceptions for a committee where neither of the two related persons is the Chair, each is deemed to bring distinctive expertise not available elsewhere, and their joint membership is not deemed problematic for the committee's good functioning.

30. A related person of the President or of a Fellow who holds an Office or Post named on the Governance List may not serve on a committee or in a role which has significant input into that member's work, and may not stand for election as Vice-President.

Discipline and removal

31. Where a Fellow is a member of the Academic Staff under paragraph [1] of the Academic Staff Statute, any decision:
    (a) to discipline the Fellow; or
    (b) to remove the Fellow from his or her Fellowship during its tenure; or
    (c) not to re-elect the Fellow at the expiry of the Fellowship, whether at the end of a fixed-term Office, Post or employment, or at the completion of a probationary period, or otherwise;

    may only be taken in accordance with the provisions of that Statute and procedures set out in Ordinance [C,V].

32. A Fellow in Classes A-F who is not a member of the Academic Staff may be disciplined, or removed from his or her Fellowship during its tenure, only in accordance with Statute [IV,8]. For those purposes, Parts [I-IV] of the Academic Staff Statute and Ordinance [C,V] shall apply to such Fellows as if they were such members.

33. The renewal of Fellowships in Classes A-F for Fellows who are not members of the Academic Staff shall normally be conducted under Ordinance [A,X,3(d)]; provided always that for the purposes of reviewing the expiry of any fixed-term contract of employment, or the completion of a probationary period of employment, held in conjunction with a Fellowship, Part [V] of the Academic Staff Statute and Ordinance [C,V] shall apply to such Fellows as if they were such members.

34. A Former President, or a Fellow in Class G, or a Titular Fellow may, unless he or she is a member of the Academic Staff, be removed from his or her membership and/or Fellowship of the College by the Governing Body, on the grounds that he or she has brought the College into disrepute or is otherwise unfit to remain a member and/or hold the Fellowship; provided that in all cases the Governing Body shall:
    (a) conduct a proper inquiry, in accordance with such arrangements as it shall reasonably determine, into the alleged grounds for such removal; and

(b) give the person concerned a fair opportunity to make representations to the College in the matter, whether in person or in writing.

35. The Governing Body may in the reasonable exercise of its discretion deprive any person falling under clause [1(e)], [1(f)] or[1(h)] of his or her position and membership of the College.

36. Students of the College may only be disciplined or removed in accordance with Ordinance [E,I] and Regulations made thereunder.

ORDINANCE II - College Officers

Election and tenure

1. The Governing Body shall elect the holders of College Offices under Statute [VI,1]. The Council shall make recommendations for suitable holders of each Office after conducting an appropriate appointments procedure. An Office may be left vacant if the Governing Body so decides.

2. Where appropriate, a College Office shall be held under a contract of employment, which may be either permanent or for a fixed term. Under the Academic Staff Statute, an Office may be held either as a primary Office or as a secondary Office. The provisions of this Ordinance, including those respecting individual Officers, shall be incorporated into any contract of employment.

3. College Officers other than the Praelector, Steward, and Tutors shall hold a Fellowship of the College, which shall normally be a Fellowship in Classes A-F but, exceptionally, a Fellow in Class G or a Titular Fellow may be elected. The Praelector shall be a Fellow or other Senior Member of the College who is a member of the Senate. A Tutor shall be a Fellow or other Senior Member of the College, or exceptionally a member of the Assistant Staff. The Steward shall be a Fellow or other Senior Member of the College.

4. Where a person elected to an Office other than Praelector, Steward, or Tutor is not already a Fellow of the College, including a Class G or Titular Fellow, he or she shall be elected into a Fellowship in Class A, coterminous with the Office; and he or she shall cease to hold the Fellowship upon ceasing to hold the Office. Where an Officer other than Praelector, Steward or Tutor who holds a GB Fellowship ceases for any reason to hold that Fellowship he or she shall thereupon vacate the Office. The vacancy shall be filled by the Governing Body as soon as practicable. Where the vacating Officer is elected to a Class G or Titular Fellowship, he or she may be re-elected to the Office.

5. In accordance with Statute [VI,2], the terms and conditions, including remuneration and benefits, of College Officers shall be determined by the Governing Body in accordance with procedures set out in Ordinance [B,VII].

Officers who are Academic Staff

6. In accordance with Statute [VI,1] and paragraph [1(a)(i)] of the Schedule to the Statutes (the Academic Staff Statute):
   (a) the President, Senior Tutor and Bursar shall be members of the Academic Staff;
   (b) the Vice-President, the Praelector and the Tutors shall not be members of the Academic Staff, on the grounds that their respective duties are of a limited nature.

7. The following shall hold a College Office created by this Ordinance under Statute [VI,1]:
   (a) the Development Director, hereby designated a member of the Academic Staff under paragraph [1(a)(i)] of the Academic Staff Statute;

(b) the Steward, hereby designated not to be a member of the Academic Staff under paragraph [1(a)(i)] of the Academic Staff Statute on the grounds that the duties of the Office are of a limited nature.

Vice-Presidents

8. There shall be a Vice-President elected from among the GB Fellows. Appointment shall normally be for three years, but with the possibility of renewal for one further consecutive period of three years, or some shorter period. A former Vice-President shall not be eligible for re-election for at least two years following the end of their tenure. For the avoidance of doubt, notwithstanding references to 'Vice-Presidents' in Statute [II, 4], Statue [IV, 10], and Statute [VI, 1], there shall be a single Vice-President who is the Senior Vice-President referenced in Statute [II, 4, 6, and 7].

9. The Vice-President shall:
   (a) support the President in his or her day-to-day role;
   (b) complement the President's leadership from the perspective of the Fellowship;
   (c) provide leadership in College life by serving as an *ex-officio* member of Council and on some committees.

10. The Vice-President shall:
   (a) act in respect of any duties prescribed by the Statutes for the Vice-President;
   (b) act as deputy for the President in his or her temporary absence;
   (c) act as Presiding Officer for the election of the President and shall chair the Search Committee;
   (d) receive any formal complaint against the President, whether by a member of the Governing Body or by the Senior Independent Fellow, and take appropriate action, which may include referring the complaint to the Grievance Procedure established under Part [VI] of the Academic Staff Statute, or to the Governing Body under Part [VII].

11. Further to clause [2], the Office of Vice-President shall not be held under a contract of employment, and no Fellow who is included on the Governance List under Ordinance [A,I,10] shall be eligible for election as Vice-President.

Senior Tutor

12. The Senior Tutor shall be responsible to the Council for overseeing the admission, academic progress, pastoral care, financial support and good discipline of Students. The Council shall determine the duties of the Senior Tutor, from time to time, provided that these shall normally include:
   (a) provision of teaching and learning resources, including:
      (i) the appointment and oversight of Directors of Studies;
      (ii) the College Library and Student IT facilities;
   (b) award of scholarships and grants;
   (c) leadership of the Tutors, Admissions Tutors and any other Officers or Post-holders as the Council shall determine;

(d) making recommendations to the Council for holders of Offices and Posts;
(e) management of the Admissions Office and its staff;
(f) management of the Tutorial Office and its staff;
(g) communication of relevant academic policies, procedures and outcomes through appropriate media.

13. The Senior Tutor shall be a member of, and may Chair, College committees relevant to his or her responsibilities, as specified in the terms of reference of each committee. The Senior Tutor shall represent the College in the University and at inter-collegiate level on the Senior Tutors' Committee and other relevant committees, and on academic matters generally.

14. Further to clause [2], the Office of Senior Tutor shall normally be held under a permanent contract of employment.

Bursar

15. The Bursar shall be responsible to the Council for the general operations, administration and financial management of the College and its endowment. The Council shall determine the duties of the Bursar, from time to time, provided that these shall normally include:
(a) day-to-day-financial management, including the financial status of Students;
(b) management and statutory accounts, including compliance with accounting standards and reporting;
(c) financial controls and risk management;
(d) financial strategy and budgets;
(e) as a member of the Investments Committee, investment policy and practice appropriate to the College as an endowed charity;
(f) management of trusts, in accordance with Ordinance [B,VIII];
(g) as a member of the Estates Committee, estates and buildings management, and capital projects;
(h) human resources management, including compliance with employment law, for the Fellowship and Senior Members and Assistant Staff;
(i) as the College Health & Safety Officer, health and safety policy and practice;
(j) conduct of development reviews for the Assistant Staff;
(k) day-to-day accommodation, conference, catering and other social activities;
(l) IT provision and compliance with University and national regulations;
(m) day-to-day legal and contractual matters, including compliance with the requirements placed on a registered charity and other statutory duties;
(n) day-to-day management of the Bursar's Office and its staff.

16. The Bursar shall be a member of, and may Chair, College committees relevant to his or her responsibilities, as specified in the terms of reference of each committee. The Bursar shall represent the College in the University and at inter-collegiate level on the Bursars' Committee and other relevant committees, and on financial matters generally.

17. Further to clause [2], the Office of Bursar shall normally be held under a permanent contract of employment.

Development Director

18. The Development Director shall be responsible to the Council for the efficient and effective operation of the Development Office and its activities. The Council shall determine the duties of the Development Director, from time to time, provided that these shall normally include:
    (a) fund raising, in co-ordination with the President;
    (b) Alumni relations;
    (c) donor recognition and stewardship;
    (d) administration of donations, under the provisions of Ordinance [B,VIII];
    (e) strategic planning for development objectives in the College;
    (f) external communications on behalf of the College, both with donors and potential donors and with other persons and bodies;
    (g) the development budget;
    (h) day-to-day management of the Development Office and its staff;
    (i) the work of the Development Strategy Group, as Secretary.

19. Further to clause [2], the Office of Development Director shall normally be held under a permanent contract of employment.

Tutors

20. There shall be such Tutors as the Governing Body shall determine. Each Tutor shall be responsible for the pastoral care of a cohort of Students assigned to him or her by the Senior Tutor.

21. Further to clause [2], the Office of Tutor shall not be held under a contract of employment.

Praelector

22. The Praelector shall be responsible to the Governing Body for the matriculation of Students as members of the University and for their presentation for degrees at University Congregations. The Governing Body may from time to time appoint a Deputy Praelector to whom this Ordinance shall apply.

23. Further to clause [2], the Office of Praelector or Deputy Praelector shall not be held under a contract of employment.

Steward

24. There shall be a Steward elected from among the Senior Members of the College. The Council shall determine the duties of the Steward, from time to time.

25. Further to clause [2], the Office of Steward shall not be held under a contract of employment.

Officers' and Post-holders' Meeting

26. The College Officers and any Post-holders appointed under Ordinance [C,III] shall meet informally in term, and occasionally out of term, as convened by the President, to review the week-to-week functioning of the College, share information, and discuss medium-term College policy and strategy.

Discipline and removal

27. Subject to any applicable contract of employment, proceedings for the discipline or removal from Office of a person who is a member of the Academic Staff shall be taken in accordance with the Academic Staff Statute, Ordinance [C,I,31(a)] or [C,I,31(b)] and Ordinance [C,V].

28. Subject to any applicable contract of employment, proceedings for the discipline or removal from Office of a person who is not a member of the Academic Staff shall be taken in accordance with Statutes [VI,3] and [IV,8]. For those purposes, Parts [I-V] of the Academic Staff Statute, Ordinance [C,I,32-33] and Ordinance [C,V], shall apply as if the Officer were such a member; provided always that Part [V] of the Academic Staff Statute shall not apply to any Officer who does not hold the Office under a contract of employment.

ORDINANCE III - *College Posts*

Appointment and tenure

1. College Posts, if any, shall be created, defined and appointments made thereto by the Council, under Ordinance [A,VII,6(d)-(e)].

2. A College Post shall not be a College Office created under Statute [VI,1]. A College Post-holder shall not normally be a member of the Academic Staff under the Schedule to the Statutes; provided that, exceptionally, a Post-holder may be employed to carry out substantial teaching duties for the College such that he or she becomes a member of the Academic Staff within paragraph [1(a)(ii)] of the Schedule.

3. A College Post shall normally but need not be held under a contract of employment, which shall normally be for a renewable fixed term. Under the Academic Staff Statute, a Post may be held either as a primary Post or as a secondary Post. The provisions of this Ordinance shall be incorporated into any contract of employment.

4. College Post-holders shall hold a Fellowship of the College, which shall normally be a Fellowship in Classes A-F, but exceptionally, a Fellow in Class G or a Titular Fellow may be appointed.

5. Where a person appointed to a College Post is not already a Fellow of the College, including a Class G or Titular Fellow, he or she shall be elected into a Fellowship in Class A, coterminous with the Post; and he or she shall cease to hold the Fellowship upon ceasing to hold the Post. Where a Post-holder who holds a GB Fellowship ceases for any reason to hold that Fellowship he or she shall thereupon vacate the Post.

6. The terms and conditions, including remuneration and benefits, for College Posts shall be determined by the Governing Body in accordance with procedures made under Ordinance [B,VII].

Discipline and dismissal

7. Subject to any applicable contract of employment, proceedings for the discipline or dismissal of any Post-holder shall be taken in accordance with Parts [I-V] of the Academic Staff Statute, Ordinance [C,I,32-34] and Ordinance [C,V]; provided always that Part [V] of the Academic Staff Statute shall not apply to any Post-holder who is neither a member of the Academic Staff nor employed under a contract of employment.

ORDINANCE IV - Honorary College Posts

Nomination, election and tenure

1. Honorary Posts, if any, shall be created, defined and appointments made thereto by the Governing Body, under Ordinance [A,I,6(e)].

2. Nominations for vacancies in the Honorary Posts shall be made to the Governing Body by the Governance Committee, normally in the Easter Term but otherwise as vacancies arise. A GB Fellow may make nominations directly to the Governing Body.

3. If there is more than one nomination for an Honorary Post the Governing Body shall hold an election. An Honorary Post shall be left vacant if no candidate receives half or more of the votes cast.

4. Holders of Honorary Posts shall normally be appointed from among the Fellows in Classes A-G; exceptionally another Senior Member may be appointed. If a person ceases for any reason to hold the status which he or she held when appointed to an Honorary Post, and is not immediately appointed to another qualifying status for that Post, he or she shall thereupon cease to hold his or her Post, and the vacancy shall be filled by the Governing Body as soon as practicable.

5. Honorary Posts shall normally be unpaid positions, and shall normally be held for an initial period of three years, renewable for a further period or periods of three years without limit, at the discretion of the Governing Body. The holder of an Honorary Post may be removed by the Governing Body in its absolute discretion.

Senior Independent Fellow

6. The Senior Independent Fellow (SIF) shall be an experienced Fellow in Classes A-G other than any current College Officer or Post-holder. Where the SIF is a Fellow in Class G he or she shall be invited to attend the Governing Body other than for reserved business, and may speak but not vote.

7. When and if called upon by any Fellow or College Officer, the SIF shall act as:
   (a) an independent source of advice and support to the College Officers, in particular the President;
   (b) a mediator between the College Officers, where a dispute arises or relationships are otherwise at risk;
   (c) a mediator between members of the Fellowship, where a dispute arises or relationships are otherwise at risk;
   (d) a mediator between any Fellow(s) and any College Officer(s), facilitating the resolution of any concern raised by the Fellow(s) regarding College management or operations, provided that the Fellow(s) has previously attempted to resolve the concern through the usual channels of discussion and deliberation;

(e) an independent voice for the Governing Body where it considers that the College Officers are either following a strategy or acting and taking decisions collectively without the support and approval of the Governing Body.

8. When carrying out his or her functions, the SIF shall ensure that:
   (a) any instance of 'whistle-blowing' is referred to the Governance Committee under Ordinance [A,IX,4(c)], for investigation;
   (b) any dispute or concern which constitutes an individual grievance of a Fellow, whether a member of the Academic Staff or not, is dealt with under the Grievance Procedures established under the Academic Staff Statute and Ordinance [C,V], which shall constitute the grievance procedures required under Statute [IV,8];
   (c) any formal complaint against the President is made to the Vice-President, under Ordinance [C,II,10(d)].

Research Convenor

9. The Honorary Research Convenor shall be responsible to the Council for facilitating the integration of new Research Fellows and Research By-Fellows into College life.

Curator of Valuables

10. The Honorary Curator of Valuables shall be responsible to the Council for:
   (a) maintaining a detailed index of valuable items owned by the College, in consultation with the Bursar, Honorary Archivist, and Librarian;
   (b) ensuring their preservation and insurance, in co-operation with the Bursar and any other relevant persons;
   (c) negotiating any loan or use of items on the index at exhibitions or other venues.

Archivists

11. The Honorary Archivist and Co-Archivist shall be responsible to the Council for:
   (a) maintaining the College Archives, including their index;
   (b) liaising with the Library staff for the preservation and storage of the Archives;
   (c) negotiating any loan or use of items on the index at exhibitions or other venues.

Director of Research

12. The Honorary Director of Research shall be a Fellow in Classes A-G and shall be responsible to the Council for promoting the importance of research amongst College membership.

ORDINANCE V - *Academic Staff*

1. General Principles
   (a) The procedures set out in this Ordinance shall be construed and applied in the light of the guiding principles on academic freedom stated in paragraph [2] of the Schedule to the Statutes ('the Academic Staff Statute'); with the intent that:
      (i) no member of the Academic Staff shall be dismissed unless the grounds for such dismissal may reasonably be treated as sufficient in all the circumstances, including the size of the College and of its administrative resources; and
      (ii) these procedures shall be just, and fairly applied.
   (b) Further to paragraph [1] of the Academic Staff Statute and Ordinances [C,II,6-7] and [C,III,2], the expression 'employed' in the Academic Staff Statute means 'employed under a contract of employment' as construed in law; such that no person shall be regarded as employed by the College in respect only of holding a Fellowship, or a Scholarship or Studentship, or any like award paid for out of the endowment income of the College, or out of any trust fund held by the College, or out of any funds external to the College.

2. Panels and Appeal Panels

Constitution

   (a) The Governing Body shall in the Easter Term constitute two Lists of persons for membership of any Panel or Appeal Panel that may be appointed in the next academic year:
      (i) List A shall comprise at least three persons who are legally qualified, at least one of whom shall not be a member of the College.
      (ii) List B shall comprise at least twelve Fellows, including Class G Fellows and Titular Fellows but not By-Fellows.

      No person who is on leave of absence during the year shall be appointed to any Panel, unless the period of leave would not in practice cause delay to any proceedings.
   (b) The Governing Body shall appoint a Panel or Appeal Panel from the Lists, when needed, cognisant of the nominations recommended by Governance Committee, according to the following rules:
      (i) except in the case of a Probationary Review Panel, the Chair shall be drawn from List A and, in the case of an Appeal Panel, shall not be a member of the College;
      (ii) in the case of a Probationary Review Panel the Chair shall be the President or be a member drawn from List A or List B as the Governing Body shall decide;
      (iii) two further members shall be drawn from List B or, in the case of a Probationary Review Panel, the second member shall be drawn from List B and the third member shall either be the line-manager of the Member Concerned or shall be drawn from List B;
      (iv) a medical Panel or Appeal Panel shall include a medically qualified person appointed *ad hoc* by the Governing Body;
      (v) no person may be appointed to a Panel or Appeal Panel where he or she has a prior involvement in the matter which would make his or her participation in the

proceedings unfair, or where he or she is under any other conflict of interest under Ordinance [A,VI];

(vi) no member of a Panel shall also be a member of an Appeal Panel in the same matter;

(vii) a Panel or Appeal Panel to consider the removal of a President shall be constituted in accordance with paragraph [17] of the Academic Staff Statute;

(viii) any member of Academic Staff who is subject to proceedings under this Ordinance ('the Member Concerned') may for good cause challenge the appointment of any person to a Panel or Appeal Panel within three working days of being notified of the person's appointment. The Governing Body shall rule on the challenge and its decision shall be final; where necessary an alternate member shall be appointed. The Governing Body shall not normally entertain more than two such challenges.

(c) Where the Governing Body is unable to appoint the required number of persons from List A and/or List B it may appoint any person or persons who are not on the List(s), but would be qualified to be so and who satisfy the rules under paragraph [2(b)].

Panel Chair

(d) The Chair shall regulate the proceedings of the Panel, in consultation with the other members.

(e) The Chair may in his or her reasonable discretion: vary time limits; allow the amendment of issues or of grounds of appeal; permit any departure from the rules or procedure set out in this Ordinance; and exclude any person, including the Member Concerned, from any hearing, in the interests of good order. In exercising any discretion, the Chair may set such conditions as he or she shall see fit.

(f) The Chair may postpone, adjourn and reconvene any hearing or other meeting of the Panel. Where the Chair considers that, in order to ensure a just and fair process the Panel should be discharged and a fresh Panel appointed, he or she shall inform the Governing Body, which shall determine the matter and, if necessary, discharge the Panel and appoint a fresh one.

(g) Where a material aspect of the matter before the Panel is or may be the subject of criminal or civil proceedings in a court of law, or the subject of disciplinary proceedings in the University, the Chair may suspend proceedings by the Panel for such period as he or she thinks appropriate.

(h) The Chair shall keep a record of proceedings. He or she may be assisted by a suitable member of the Assistant Staff. The Chair may by signature correct any clerical error or omission in the record.

(i) The Chair shall send a copy of the Panel's decisions, including any findings of fact, and the reasons therefor, to the President, the Member Concerned, the Presenting Officer (where relevant) and to any person who may have been added as a party to the proceedings.

(j) The Chair shall notify the Member Concerned of any right of appeal and the procedures involved, in particular the time limit for serving an appeal.

Conduct of hearings

(k) Panels shall deal with cases justly, in accordance with the rules of procedure. So far as practicable, Panels shall:

(i) ensure that the parties are on an equal footing;

(ii) minimise expense;
(iii) deal with the case in ways which are proportionate to the complexity of the issues;
(iv) ensure an expeditious and fair process.

(l) Panels shall, so far as practicable, avoid formality, and shall not be bound by any enactment or rule of law relating to the admissibility of evidence in proceedings before courts of law. They shall make such inquiries of persons and witnesses appearing before them as they consider appropriate and shall otherwise conduct their hearings in such manner as they consider most appropriate for the clarification of the issues before them and generally for the just handling of the proceedings.

(m) Any meeting of a Panel shall be valid and effective provided that the Chair is present. Any member of a Panel who fails to attend the whole of any hearing, save for absences which, in the opinion of the Chair, are immaterial, shall be disqualified from the Panel.

(n) Where it appears after the start of the first hearing that a Panel member is under a conflict of interest in the matter, he or she shall immediately resign or, in default, may be challenged for good cause by the Member Concerned. The Governing Body shall rule on any challenge and its decision shall be final.

(o) Where, for any reason, any member other than the Chair resigns or is disqualified, the reduced Panel may continue to sit, provided that the Member Concerned consents. Where the Member Concerned does not consent, or the Chair resigns or is disqualified, an alternate member or Chair shall be appointed under paragraph [2(a)-(c)] and proceedings recommenced *ab initio*.

(p) Any hearing shall take place in private unless the Panel, after considering the views of the Member Concerned, directs otherwise.

3. Redundancy procedure

Resolution to consider a reduction in the Academic Staff by way of redundancy

(a) This procedure shall apply where the Governing Body considers that it may be appropriate to effect a reduction, by way of redundancy, in the Academic Staff of the College as a whole or of any area of academic work within the College. But it shall not apply to any matter falling under Part [V] of the Academic Staff Statute (fixed-term appointments, probationary periods, other dismissals and secondary appointments).

(b) Where the Governing Body so considers, it shall consult such members of the Academic Staff, and such others persons holding office in or employed by the College, as it considers likely to be affected; in accordance with such processes and such time-scales as are required by law. After considering any responses, the Governing Body shall resolve:
(i) to take no further action; or
(ii) to continue, extend or vary the process of consultation, with such modification of the terms of consultation as it sees fit; or
(iii) to effect a reduction in the Academic Staff by way of redundancy; in such case it shall decide what, if any, direction to give as to the extent of the reduction.

Selection for redundancy

(c) Where the Governing Body makes a resolution under paragraph [3(b)(iii)] it shall appoint a Redundancy Selection Committee of at least two suitable persons (which shall not be a Panel appointed under paragraph [2]). The Committee shall select members of the Academic Staff for dismissal, and give notice of dismissal to those members so

selected. The Committee shall act in accordance with any direction given by the Governing Body, but otherwise may regulate its own proceedings, subject to the adoption of a just and fair process which complies with paragraphs [3(d)] and [3(e)].

(d) The Committee shall formulate the selection criteria which it proposes to employ, having regard to all relevant factors prescribed or advised in law and best practice; and shall notify accordingly each member of the Academic Staff who is being considered for selection.

(e) Each such member may make written or oral representations to the Selection Committee. Representations may be made either on the member's own behalf or through an authorised representative, such as a friend or colleague, or union official. Where, following the receipt of such representations, any change is made to the selection criteria, any member who might be materially affected shall be afforded a new opportunity to make representations.

(f) The Committee shall select members for dismissal by applying the adopted criteria in the light of any representations on selection received from the members under consideration.

(g) The Committee shall give notice of dismissal to each member of the Academic Staff who is selected, informing him or her of:
  (i) the selection criteria finally adopted;
  (ii) the reasons for his or her dismissal;
  (iii) the proposed terms of the dismissal and of any proposal to appoint him or her to an alternative employment or other position; and
  (iv) his or her right of appeal under paragraph [3(h)].

Appeal

(h) A member of the Academic Staff who is given notice of dismissal by reason of redundancy may, within fourteen days from the date of that notice, give to the President notice of appeal to a Redundancy Appeal Panel appointed under paragraph [2(b)-(c)]. The notice of appeal shall state the grounds of appeal.

(i) The serving of an appeal shall not affect the operation of the notice of dismissal, but the Chair of the Appeal Panel may extend the period of notice if he or she considers that this is just and fair in all the circumstances.

(j) The appellant may be supported or represented at any hearing by an authorised representative, such as a friend or colleague, or union official.

(k) The Appeal Panel may decide to remit the matter back for further consideration or to make a final decision in the matter.

(l) Where the matter is remitted back to a Redundancy Selection Committee, the Appeal Panel may:
  (i) direct that it should be considered either by the same Committee or by a differently constituted Committee; and
  (ii) give such other directions as it sees fit, in particular, directions affecting other members of the Academic Staff; provided always that it may confirm, suspend, extend or cancel any notice of dismissal given to such other members, but shall not give notice of dismissal to any member of the Academic Staff not already under such notice.

(m) A fresh right of appeal to a Redundancy Appeal Panel shall accrue to the appellant from any notice of dismissal given or confirmed as a result of any further consideration under paragraph [3(l)].

(n) Where a Redundancy Appeal Panel reaches a final decision on any appeal, no further right of appeal under College procedures shall lie against that decision.

4. Disciplinary procedure

Less serious matters: warnings

(a) Where the conduct or performance of a member of the Academic Staff ('the Member Concerned') is or or may be unsatisfactory, the President shall inquire into the matter, and where he or she considers it appropriate may issue a first or, where necessary, a final written warning. Where a further offence occurs after a first written warning, the President may issue a final written warning. The President shall keep a copy of any warning issued.

(b) A first written warning shall specify:
   (i) the reason(s) for the warning;
   (ii) that it constitutes the first stage of the College's disciplinary procedure;
   (iii) that the Member Concerned may appeal against the warning under paragraph [4(e)].

(c) A final written warning shall specify:
   (i) the reason for the warning;
   (ii) the improvements required in the conduct or performance of the Member Concerned;
   (iii) the period of time within which such improvements are to be made;
   (iv) that, if no satisfactory improvement takes place within the stated time, charges may be instituted before a disciplinary panel;
   (v) that the Member Concerned may appeal against the warning under paragraph [4(e)].

(d) Any warning shall specify a period from the date of issue after which, in the absence of further disciplinary matters arising, it will be disregarded for all purposes. The period shall not exceed one year in the case of a first written warning and shall not exceed two years in the case of a final written warning.

(e) The Member Concerned may, within fourteen days, appeal against a disciplinary warning, by giving notice in writing to the Secretary to the Council, stating the grounds of appeal. The appeal shall be heard by a Warnings Appeal Panel appointed under paragraph [2(a)-(c)], provided that the Panel shall normally be drawn entirely from List B and the Chair need not be legally qualified. The Panel's decision shall be final and if the appeal is allowed the warning shall be disregarded for all purposes.

More serious matters: charges before a Disciplinary Panel

(f) Where the Governing Body is notified by any person of a complaint against a member of the Academic Staff ('the Member Concerned') which would, if proven, constitute a sufficient reason for his or her dismissal, the Council shall, on behalf of the Governing Body, write formally to the Member Concerned, stating the complaint and that this may constitute a reason for dismissal, and inviting his or her comment in writing by a specified date. Representations may be made either on the member's own behalf or through an authorised representative, such as a friend or colleague, or union official.

(g) As soon as reasonably practicable following receipt of any comments, the Council shall consider the complaint in the light of all the available evidence including, at its discretion, representations in person, or through an authorised representative, from the Member Concerned. The Council may:
  (i) dismiss the matter summarily; or
  (ii) issue a first or final written warning; or
  (iii) determine that a charge should be considered by a Disciplinary Panel.

(h) Where the Council determines that a charge should be considered by a Disciplinary Panel, the Governing Body shall appoint a Panel under paragraph [2(b)-(c)], and appoint a suitable person ('the Presenting Officer') to formulate the charge and to present it, or arrange for its presentation.

(i) Where the Governing Body at any time considers that the College would otherwise suffer significant harm, it may suspend the Member Concerned from his or her duties on full pay. Any such suspension shall be reviewed at regular intervals of not more than two months.

(j) The Presenting Officer shall seek to ensure that the case is heard and determined as expeditiously as is reasonably practicable.

(k) As soon as reasonably practicable after his or her appointment, the Presenting Officer shall send to the Member Concerned, any authorised representative, and to the Chair of the Panel, a notice of the charge, together with a copy of the Academic Staff Statute and of this Ordinance.

(l) The Chair shall, after consultation with the Member Concerned and with the Presenting Officer, determine the date and time of a meeting of the Disciplinary Panel; and shall send a notice of the date, time and place of the meeting to the Member Concerned, to the Presenting Officer and to the members of the Disciplinary Panel.

(m) Not later than seven days before the date set for the hearing, the Presenting Officer shall send to the Member Concerned, any authorised representative, and to the members of the Disciplinary Panel:
  (i) a copy of the charge, together with any documents specified therein;
  (ii) a list of all witnesses that the Presenting Officer proposes to call, with statements containing the evidence they are expected to give; and
  (iii) a copy of any other documents that the Presenting Officer proposes to put in evidence.

Evidence

(n) Evidence that a person has been convicted of a criminal offence by or before any court of law, or that any court of law has found proved an offence with which he or she was charged, shall, for the purpose of establishing that that person committed the offence or was guilty of any act or conduct in respect of which he or she was so charged or convicted, be admissible in any proceedings before a Disciplinary Panel.

Decisions of a Disciplinary Panel

(o) Where the Disciplinary Panel finds the charge or any part thereof to be without substance, it shall dismiss the charge or that part thereof.

(p) Where the Disciplinary Panel finds the charge or any part thereof to be established, it shall allow the Member Concerned and the Presenting Officer to make representations on penalty.

(q) The Disciplinary Panel may decide to impose no penalty, or to impose any one or more of the following:
  (i) a first or final written warning;
  (ii) suspension without pay for up to three months;
  (iii) the withholding of future increments in stipend;
  (iv) reduction in grade in any primary Office, Post or employment;
  (v) removal from any secondary Office, Post or employment;
  (vi) the substitution of a lesser Office, Post or employment for a primary one;
  (vii) deprivation of Fellowship;
  (viii) dismissal with or without notice;
  (ix) the award of compensation to any person in respect of any loss caused or damage done; and
  (x) any lighter penalty.

(r) Where the Disciplinary Panel considers that the conduct of the Member Concerned constitutes gross misconduct such as to justify dismissal without notice, it shall so state. If the the Member Concerned is dismissed without notice in the absence of such statement the College shall pay compensation in lieu of proper notice.

(s) The Disciplinary Panel shall not substitute a lesser Office, Post or employment for a primary one unless it considers that the conduct of the Member Concerned justifies dismissal from the primary Office, Post or employment, whether with or without notice.

(t) Where the Disciplinary Panel considers that the Member Concerned should be dismissed, but that the dismissal is for some other substantial reason than misconduct, it shall so state, with reasons.

Appeal

(u) The Member Concerned may, within fourteen days, appeal against any decision of the Disciplinary Panel, by giving notice in writing to the Secretary to the Council. The notice of appeal shall state the grounds of appeal and whether it is an appeal against the findings of the Disciplinary Panel, stating which findings are appealed against, or the penalty imposed, or both.

(v) The appeal shall be heard and determined as expeditiously as is reasonably practicable by a Disciplinary Appeal Panel appointed under paragraph [2(b)-(c)]. The Appeal Panel may substitute for the decision of the Disciplinary Panel any decision which that Panel might have made. The decision of the Disciplinary Appeal Panel shall be final.

Addition of parties and the consolidation of matters

(w) A Panel Chair may add any other person as party to the proceedings where he or she considers it necessary or desirable in order to ensure a just and fair process.

(x) The Governing Body may determine that charges against more than one member of the Academic Staff may be heard concurrently by the same Disciplinary Panel; or that charges against one or more members of the Academic Staff shall be heard concurrently with charges against any Fellow who is not a member of the Academic Staff.

(y) The Governing Body may determine that charges against one or more members of the Academic Staff shall be heard concurrently with charges against one or more Students of the College. In any such a case, the Disciplinary Panel shall be deemed to be constituted concurrently as a student disciplinary committee under Statute [IX,3], Ordinance [E,I], and Regulations made thereunder; and the proceedings under this

Ordinance shall be modified accordingly, where necessary to ensure a just and fair process for the student.

Relationship with proceedings for incapacity

(z) If at any stage the Panel Chair considers that the conduct or capability of the Member Concerned may be attributable, wholly or in part, to a medical condition, then he or she may, in his or her discretion:
   (i) request the Governing Body to appoint a medically qualified person as Medical Consultant to the Disciplinary Panel; or
   (ii) suspend the proceedings of the Disciplinary Panel, and recommend the appointment of an Incapacity Panel under paragraph [2(b)-(c)], to which the proceedings shall be transferred under paragraph [5].

   A Medical Consultant shall not be a member of the Disciplinary Panel but shall offer advice and guidance to the Panel on medical matters.

(aa) Where proceedings are transferred to an Incapacity Panel the Panel Chair may at any time, if but only if he or she considers that in all the circumstances it is conducive to the interests of justice and fairness, suspend the proceedings of the Incapacity Panel and recommend that:
   (i) the proceedings are transferred back to the initial Disciplinary Panel; or
   (ii) the initial Disciplinary Panel is discharged and the Incapacity Panel is constituted as a Disciplinary Panel for all further proceedings; or
   (iii) the initial Disciplinary Panel is discharged and a fresh Disciplinary Panel is appointed, to which the proceedings shall be transferred.

(bb) Where any proceedings are transferred to an alternative Panel:
   (i) the outgoing Chair may continue to act notwithstanding the provisions of paragraph [2(b)(iv)]; and
   (ii) the incoming Chair shall have authority, in the interests of justice, fairness and efficiency, to rule as relevant and admissible in the fresh proceedings any part of the record of the prior proceedings.

5. Procedure for assessing incapacity on health grounds

Issues before an Incapacity Panel

(a) Where the Governing Body considers that the capacity of a member of the Academic Staff ('the Member Concerned') to carry out his or her duties should be reviewed on health grounds, it shall appoint an Incapacity Panel under paragraph [2(b)-(c)] and appoint a suitable person ('the Presenting Officer') to present the issues, or arrange for their presentation, to the Panel.

(b) Any reference in these procedures to the Member Concerned shall include any person having authority to act in the proceedings on the Member's behalf, whether a legal deputy, or a friend, colleague or union official, and whether instead of or in addition to the Member himself or herself.

(c) As soon as reasonably practicable after his or her appointment, the Presenting Officer shall send to the Member Concerned and to the Chair of the Panel a notice of the reason(s) why the Governing Body considers that the capacity of the Member Concerned to carry out his or her duties should be reviewed on health grounds, together with a copy of the Academic Staff Statute and of this Ordinance.

(d) The Presenting Officer shall seek to ensure that the case is heard and determined as expeditiously as is reasonably practicable.

(e) The Panel Chair shall, after consultation with the Member Concerned and with the Presenting Officer, determine the date and time of a meeting of the Incapacity Panel; and shall send notice of the date, time and place of the meeting to the Member Concerned, to the Presenting Officer and to the members of the Incapacity Panel.

(f) Not later than seven days before the date set for the hearing, the Presenting Officer shall send to the Member Concerned and to the members of the Incapacity Panel:

(i) a copy of the reasons of the Governing Body for conducting the review, as referred to in paragraph [5(c)], together with any documents therein specified;

(ii) a list of all witnesses the College proposes to call, with statements containing the evidence they are expected to give; and

(iii) a copy of any other documents that the Presenting Officer proposes to put in evidence.

Medical evidence

(g) The Presenting Officer shall request the Member Concerned to provide such medical evidence as the Presenting Officer considers necessary for the purposes of presenting the issues to the Incapacity Panel. Such evidence may include the opinion of a medically qualified person appointed by the College, at College expense, to advise on the health of the Member Concerned.

(h) Where the Member Concerned declines to provide any or all of the evidence requested, the Presenting Officer may, if he or she considers that the Member Concerned is acting unreasonably, apply to the Panel Chair to direct the Member Concerned to produce such medical evidence (whether or not sought by the Presenting Officer) as the Panel Chair shall specify. The Member Concerned may appeal against such a direction to a member of List A nominated by the Governing Body, whose decision shall be final.

(i) If, after a direction to produce medical evidence, the Member Concerned declines to provide any or all of the evidence directed, the Incapacity Panel and, if appointed, an Incapacity Appeal Panel may draw such inferences as to the health of the Member Concerned as are reasonable in all the circumstances of the case.

Decisions of an Incapacity Panel

(j) Where the Incapacity Panel finds that the Member Concerned is incapable of performing his or her duties satisfactorily, it may take any of the following actions:

(i) direct the Council to consider making reasonable adjustments to the Member's terms and conditions of work, or working environment, so that he or she may be enabled to remain in his or her current or an appropriate alternative Office, Post or employment;

(ii) suspend on full pay on grounds of ill health, pending receipt of evidence to the satisfaction of the medically qualified member or members of the Panel of fitness to resume work;

(iii) suspend on full pay on grounds of ill health, pending further review by the Incapacity Panel at a specified date; or

(iv) dismiss, with or without notice, on grounds of ill health.

If the panel decide to dismiss without notice, the College shall pay compensation to the Member Concerned in lieu of proper notice.

Appeal

(k) The Member Concerned may, within fourteen days, appeal against any decision of the Incapacity Panel, by giving notice in writing to the Secretary to the Council. The notice of appeal shall state the grounds of appeal and whether it is an appeal against the findings of the Incapacity Panel, stating which findings are appealed against, or the action taken, or both.

(l) The appeal shall be heard and determined as expeditiously as is reasonably practicable by an Incapacity Appeal Panel, appointed under paragraph [2(b)-(c)]. The Appeal Panel may substitute for the decision of the Incapacity Panel any action which that Panel might have taken. The decision of the Incapacity Appeal Panel shall be final.

6. Procedure for the review of fixed-term appointments

(a) This procedure shall apply where a member of the Academic Staff ('the Member Concerned') holds an Office, Post or other employment which has been appointed for a fixed term. At the time the appointment is made, the Council shall sufficiently define the nature and character of the Office, Post or other employment, so as to inform the Member Concerned of his or her expectations in relation to any renewal.

Appointment and remit of Panel

(b) The Governing Body shall in a timely manner prior to the expiry of any fixed-term appointment, and normally in accordance with the timetable set out in paragraphs [6(f)-(h)], appoint a Fixed-Term Review Panel under paragraph [2(b)-(c)].

(c) The remit of a Fixed-Term Review Panel shall be to decide whether to:
  (i) allow the appointment to terminate at its expiry; or
  (ii) renew the appointment for a further fixed term; or
  (iii) confirm the appointment as permanent; or
  (iv) offer the holder a further or alternative appointment, under a different contract.

(d) An appointment may be allowed to terminate at its expiry where it is inexpedient or undesirable for the College to decide otherwise, taking into account the following considerations:
  (i) the continuing need, or otherwise, for some person to carry out the duties of the appointment;
  (ii) the nature and character of the appointment, in particular whether it is inherently temporary or time-limited, or requires rotating appointments;
  (iii) the availability of external funding for the appointment;
  (iv) the financial position of the College;
  (v) the desirability of making the appointment permanent and filling it through open competition;
  (vi) the performance of the Member concerned;
  (vii) any other legitimate objective of the College, where termination of the appointment is a necessary and proportionate means to achieve it.

(e) A Fixed-Term Review Panel may consider matters which, in other circumstances, might be dealt with under Parts II, III or IV of the Academic Staff Statute.

Timetable

(f) Where a fixed-term appointment is three years or more, a Fixed-Term Review Panel shall normally conduct a preliminary review not later than the end of the Lent Term of the penultimate year;

(g) Where a fixed-term appointment is less than three years, there shall not normally be a preliminary review;

(h) A second and final, or first and final, review, as relevant, shall take place at such time as shall ensure that a final decision, including a final decision after any appeal, may be reached in a fair, reasonable and timely manner. A final review for a fixed-term of three years or more shall normally take place not later than the division of the term next but one before the expiry of the appointment. A final review for a fixed-term of less than three years or shall normally take place not later than the division of the term before the expiry of the appointment.

Proceedings

(i) Whether for a first or final review, the Fixed-Term Review Panel shall hold at least one consultation meeting with the Member Concerned at which he or she may be supported or represented by a friend or colleague, or a union official. The Panel shall take into account all available evidence that is relevant to the considerations listed in paragraph [6(d)]; this may include any annual developments reviews and shall include references from any College Fellow or committee members who have knowledge of the Member Concerned in the performance of his or her duties.

(j) The Fixed-Term Review Panel shall take into account, but shall not be limited to, evidence of:
  (i) general conduct;
  (ii) capability, willingness and availability for performing the duties of the appointment;
  (iii) commitment to the responsibilities of a Fellow, and to the College community.

(k) Where, after a preliminary review, the Fixed-Term Review Panel considers that confirmation of a permanent appointment might be appropriate, it shall inform the Member Concerned of any conditions that would, without prejudice to the final decision, need to be fulfilled; in particular, any timetable of targets or improvements which must be achieved.

(l) As soon as practicable, the Member Concerned shall be notified of the Fixed-Term Review Panel's decisions and reasons, and of the rights of appeal under paragraph [6(m)-(n)].

Appeal

(m) There shall be no appeal against:
  (i) a decision that there is no continuing requirement in the College for any person to carry out the duties of the appointment; or
  (ii) any findings or decisions made at a preliminary review.

(n) The Member Concerned may, within fourteen days, appeal against any other decision of the Fixed-Term Review Panel, by giving notice in writing to the Secretary to the Council. The notice of appeal shall state the grounds of appeal and whether it is an appeal against the findings of the Panel, stating which findings are appealed against, or the decision(s), or both.

(o) The appeal shall be heard and determined as expeditiously as is reasonably practicable, by a Fixed-Term Review Appeal Panel, appointed under paragraph [2(b)-(c)]. The Appeal Panel may substitute for the decision of the Panel any decision which that Panel might have taken. The decision of the Appeal Panel shall be final.

Termination of appointment

(p) Where a final decision is taken that an appointment shall be terminated at the expiry of

the fixed-term, and the Member Concerned dismissed, he or she shall be formally notified of the date of termination, and that in the view of the Governing Body the dismissal is fair and reasonable.

7. Procedure for the review of probationary appointments
   (a) This procedure shall apply where a member of the Academic Staff ('the Member Concerned') holds an Office, Post or other employment which is subject to confirmation at the end of an initial or extended probationary period of appointment.
   (b) The Council shall, for any such appointment, designate a Fellow as the mentor of the Member Concerned during the probationary period. The mentor shall give such help, guidance and warnings as he or she may consider appropriate to assist the Member Concerned to succeed in his or her appointment, keep a record of the Member's progress, and conduct at least one interim review jointly with the President (for Members who report directly to Council) or the Line Manager (for other Members);
   (c) Not later than two months before the end of the initial probationary period, the Governing Body shall appoint a Probation Review Panel under paragraph [2(b)-(c)]. The Panel shall:
      (i) consult with the Member's mentor;
      (ii) conduct such other inquiries as it considers appropriate to assess the performance of the Member;
      (iii) hold at least one meeting with the Member Concerned, at which he or she may be supported or represented by a friend or colleague, or a union official.
   (d) The Probation Review Panel shall decide whether to:
      (i) confirm the appointment of the Member Concerned at the end of the initial probationary period; or
      (ii) extend the initial probationary period; or
      (iii) give the Member Concerned notice of dismissal from the end of the initial probationary period;

      provided always that an initial probationary period shall not be extended more than once, and shall not be extended so that the whole period amounts to one year or more, without the consent of the Council.
   (e) The Chair of the Panel shall as soon as practicable write to the Member Concerned, stating the decision and the reasons for it.
   (f) The Member Concerned may, within fourteen days, appeal against any decision of the Probation Review Panel, by giving notice in writing to the Secretary to the Council. The notice of appeal shall state the grounds of appeal and whether it is an appeal against the findings of the Panel, stating which findings are appealed against, or the decision(s), or both.
   (g) The appeal shall be heard and determined as expeditiously as is reasonably practicable, by a Probation Review Appeal Panel, appointed by the Council under paragraph [2(b)-(c)]. The Appeal Panel may substitute for the decision of the Panel any decision which that Panel might have taken. The decision of the Appeal Panel shall be final.

Termination of appointment

   (h) Where a final decision is taken that an appointment shall be terminated at the end of the probationary period, and the Member Concerned dismissed, he or she shall be formally notified of the date of termination, and that in the view of the Governing Body

the dismissal is fair and reasonable.

8. Procedure for dismissal for some other substantial reason

Mandatory retirement

(a) Any dismissal on the grounds of mandatory retirement shall be authorised in accordance with the 'College Retirement Policy for Fellows', as set out in Regulations.

Other dismissals

(b) Where the Governing Body considers that there are grounds for dismissing a member of the Academic Staff ('the Member Concerned') for some substantial reason not reasonably dealt with elsewhere in this Ordinance it shall appoint a Further Dismissals Panel under paragraph [2(b)-(c)] and appoint a suitable person ('the Presenting Officer') to formulate the reason and its grounds, and to present it, or arrange for its presentation.

(c) The proceedings of a Further Dismissals Panel shall follow paragraph [4] (disciplinary procedures), including the power under paragraph [4(i)] to suspend the Member on full pay; save that:

(i) in substitution for paragraph [4(q)], the Panel may only decide either to take no action, or to dismiss the Member with or without notice; and

(ii) the disciplinary procedures shall be adjusted as necessary to reflect the nature and seriousness of the reasons and grounds adduced for dismissal, and to ensure that proceedings are just and fair in all the circumstances.

Where the Panel decides to dismiss without notice, the College shall pay compensation to the Member Concerned in lieu of proper notice.

(d) After hearing the views of the Member Concerned and the Presenting Officer, a Further Dismissals Panel may constitute itself as a Disciplinary Panel; provided always that it is satisfied that this is consistent with a just and fair process, in particular, that the charge for the disciplinary procedure is clearly specified and is fairly related to the matter before the Further Dismissals Panel.

9. Procedure for removal from a secondary appointment

(a) Further to the Academic Staff Statute, paragraphs [1(b)] and [1(d)], an Office, Post or employment may be either a primary position or a secondary position, depending on the circumstances of the individual person appointed to it. An appointment shall be secondary where he or she:

(i) is a Fellow in Classes A-F but the appointment is not held concurrently with that Fellowship, such that dismissal from the position does not entail the loss of the Fellowship; or

(ii) is, exceptionally, not a Fellow in Classes A-F.

(b) This procedure shall apply, subject, where relevant, to any requirements of employment law, where the Council considers that a member of the Academic Staff ('the Member Concerned') has failed or is failing to carry out properly the responsibilities or duties of a secondary appointment.

(c) The Council shall inform the Member Concerned, and shall give him or her a fair opportunity to make representations to the Council, whether in person or in writing.

(d) Where the Council contemplates removing the Member Concerned from the secondary appointment, it shall wherever appropriate seek to support an improvement in his or her performance through an informal process of monitoring and review, which may include the Council giving a first and/or final written warning.
(e) Where necessary, in particular where no sufficient improvement occurs within a reasonable time, the Council shall appoint an appropriate committee (which shall not be a Panel appointed under paragraph [2]) to consider the matter and make a decision. The committee shall give the Member Concerned a fair opportunity to show why he or she should not be removed from his or her appointment.
(f) The decision of the committee shall be communicated to the Member Concerned within seven days.
(g) Where the committee decides that the Member Concerned should be removed from the appointment he or she may, within fourteen days, appeal to the Council, by giving notice in writing to the Secretary to the Council. The Council may confirm or reverse the committee's decision, either with or without imposing any conditions, and its decision shall be final.

10. Grievance procedure
(a) If a member of the Academic Staff ('the Member Concerned') has a grievance then he or she should seek to resolve it informally through discussion with the appropriate College Officer, the Senior Independent Fellow (SIF), or some other appropriate authority in the College. If such action does not suffice to resolve the grievance, or if, in the circumstances of the case, it is not reasonable to expect another course to be followed first, the Member Concerned may refer the grievance to the President.
(b) The President shall seek to resolve the matter promptly and fairly after discussion with the Member Concerned.
(c) The President shall rule inadmissible any complaint judged:
  (i) not to concern any Office, Post, employment or other appointment of the Member Concerned; or
  (ii) not to affect the Member Concerned as an individual or his or her personal dealings or relationships with other Members or Assistant Staff of the College; or
  (iii) to be provided for expressly elsewhere in the Statutes or Ordinances, in particular, in any disciplinary or related procedures.
(d) The President may defer the consideration of a grievance pending the completion of any related proceedings under the Statutes or Ordinances.
(e) If the President considers that a complaint is trivial or vexatious he or she shall so declare and may refer the complainant to disciplinary procedures.
(f) If the Member Concerned remains aggrieved after consideration of the grievance by the President, the Member may ask that it be referred to a Grievance Panel appointed under paragraph [2(b)-(c)].
(g) A Grievance Panel shall seek to resolve the matter after conducting such enquiries and hearings as it thinks appropriate, in accordance with paragraph [2(d)-(p)].
(h) The Member concerned may, within fourteen days, appeal against any decision of the Grievance Panel, by giving notice in writing to the President. A Grievance Appeal Panel shall be appointed by the Governing Body under paragraph [2(b)-(c)]. The decision of the Grievance Appeal Panel shall be final.

11. Procedure for the removal of the President from Office
    (a) On receipt of a complaint signed by any three Fellows in Classes A-F and giving their reasons, which seeks the removal of the President from Office for matters of discipline or incapacity on health grounds, the Vice-President shall inform the President and invite his or her comments in writing.
    (b) The Vice-President shall summon an extraordinary meeting of the Governing Body, exclusive of the President and of the complainant Fellows.
    (c) After considering the complaint and any comments of the President, the Governing Body shall dismiss the complaint if it considers that there is insufficient evidence to justify removal from Office. Otherwise, it shall without delay appoint a Special Panel under paragraph [2(b)-(c)]; provided that:
        (i) no member of the Panel may be a Fellow or employee of the College;
        (ii) the Chair shall hold or have held judicial office or be a barrister or solicitor of at least ten years' standing; and
        (iii) where the complaint is of incapacity on health grounds the Panel shall include a medically qualified person.
    (d) The proceedings of a Special Panel shall follow paragraph [4] (disciplinary procedures), including the power under paragraph [4(i)] to suspend the President on full pay; save that in substitution for paragraph [4(q)], the Panel may only decide either to take no action or to remove the President from Office.
    (e) The President may, within fourteen days from a decision of the Special Panel to remove him or her from Office, appeal to a Special Appeal Panel appointed under paragraph [2(b)-(c)], by giving notice in writing to the Vice-President, stating the grounds of appeal. The Appeal Panel shall be constituted in accordance with paragraph [11(c)].
    (f) In the event of an appeal, the President shall be, if not already, suspended from Office on full pay, pending the decision of the Appeal Panel.
    (g) If the Appeal Panel reverses the decision of the Panel to remove President from Office, then the suspension shall forthwith be lifted and the President shall be reinstated.
    (h) If there is no appeal, or the Appeal Panel confirms the decision of the Panel to remove the President from Office, the final decision shall be taken by the Governing Body. The Governing Body shall normally approve the decision of the Panel, or Appeal Panel, but may remit the matter to be reheard by the same or an alternatively constituted Panel or Appeal Panel, in any case where it considers that the provisions of the Statutes or Ordinances, including this Ordinance, have not or may not have been properly applied.

PART D: College Committees

ORDINANCE I - General Provisions

Authority and roles

1. For the avoidance of doubt, Part D of these Ordinances shall not apply to the Governing Body or to the Council except where these bodies are expressly mentioned. There shall be three levels of committee: Governing Body (GB) committees, College Council (CC) committees and advisory committees.
   (a) GB committees shall be the Governance Committee, the Fellowships Committee, the Audit and Risk Committee and the Remuneration Committee (see Parts A & B);
   (b) CC committees shall be the Finance Committee, the Investments Committee, the Admissions Committee, the Estates Committee and the Bridge Committee;
   (c) the advisory committees shall be the House Committee, the Development Strategy Group, the Staff Strategy Committee and any other advisory committees established by the Council from time to time.

2. GB and CC committees shall report directly to the Governing Body or the Council respectively by the submission of minutes, and/or through the Chair, and/or by any other means required by the higher body. Advisory committees shall support the work of a College Officer who has responsibility for the relevant area of operation and spending; and shall report to the Council through the College Officer, supported by minutes or other written record.

3. GB and CC committees shall have authority to take decisions and to act on them, subject to oversight by the higher body. Advisory committees shall keep under review their respective areas of operation, and give detailed consideration to substantive items before their presentation to Council by the relevant College Officer.

Tenure of elected members

4. Tenure on committees other than the Audit and Risk Committee shall commence on the 1st September. Tenure on the Audit and Risk Committee shall commence on the 1st December. Appointments shall normally be for a period of one, two or three years, made on a rolling basis, with some members continuing and some being replaced each year. Occasionally a member may be appointed for a shorter period, to ensure an appropriate balance of continuity and change in the composition of each committee from year to year. An individual Fellow may seek, and the Governing Body may make, a reappointment for a second period of up to three years. In exceptional circumstances the Governing Body may appoint a Fellow for a third consecutive period.

5. Subject to the consent of the Governance Committee, which shall be informed in advance, any committee may exceptionally co-opt further members, who may be Fellows or Members of the College or, subject to clause [15], any other persons, for such period or such purposes as the committee shall determine. Any co-opted member may participate in the work of the committee, whether at meetings or otherwise, and shall have the right to vote at meetings.

6. The Chair of any committee may nominate persons to be in attendance, either generally for all business unless specified otherwise, or specifically for certain meetings or items of business only. Such persons shall not be members of the committee.

7. Any member of a committee who ceases to have the College status or other qualification under which he or she was appointed or co-opted shall thereupon cease to be a member unless invited to continue on terms set by the Governance Committee.

8. If a Fellow is granted leave of absence for more than one Term the Governance Committee shall nominate an alternate eligible person. The Governing Body may appoint an alternate either for the period of leave or for the remainder of the relevant period of appointment.

9. If a Fellow is absent from three consecutive meetings the Chair shall consult with the Fellow concerned and, unless he or she is satisfied that there is good cause for the absence, the Fellow shall immediately cease to be a member of the committee, and the Governance Committee shall nominate for appointment by the Governing Body an alternate eligible person to serve for the remainder of the relevant period.

Appointment

10. Fellows shall be appointed to vacancies on committees, of whatever level, by the Governing Body, normally annually in the Easter Term. The persons eligible for nomination to each committee shall be laid down by Ordinance. Normally committee members shall be GB Fellows, but where specialist expertise is required or desirable then other persons, in particular Class G or Quondam Fellows, may be appointed.

11. Nominations shall be made by the Governance Committee and circulated to members of the Governing Body in advance of an election meeting. Any individual Fellow may make (a) nomination(s) directly to the Governing Body, by two days' notice in advance to the Chair.

12. Where an individual Fellow makes a nomination in advance, or where a member of the Governing Body requests it, the Chair of the Governing Body shall ask all the nominated candidates to withdraw from the meeting in order to permit a confidential discussion by the remaining members of the Governing Body.

13. Where the number of nominations for a committee is less than or equal to the number of vacancies, the nominated candidates shall normally be declared elected and any vacancy or vacancies shall remain unfilled; provided always that any member of the Governing Body may require an election to be held and, in such case, any candidate who receives less than

half of the votes cast shall not be elected, even if one or more vacancies remain unfilled at the close of the election.

14. Where the number of nominations for a committee exceeds the number of vacancies, the Governing Body shall hold an election. The nominated persons shall withdraw from the meeting and a vote shall be taken either by a show of hands or, where a member of the Governing Body requests it, by a paper ballot. The vacancies shall be filled by the requisite number of candidates, from those receiving the highest numbers of votes; provided always that any candidate who receives no votes shall not be elected, even if one or more vacancies remain unfilled at the close of the election.

15. Student members shall be nominated by the MCR Committee, subject to the approval of the Governing Body. Unless expressly provided otherwise by Ordinance, no member of the Assistant Staff shall be a member of, or co-opted to, any College committee.

Conduct of business

16. A committee shall be quorate when at least half of the membership is present and at least one member serving *ex officio*, who need not be the Chair, but who must be a Governing Body Fellow. Any vote taken at a meeting which is quorate shall be a valid vote, irrespective of the number of members voting aye or nay or abstaining.

17. Except where provided otherwise, decisions of all committees shall be taken by a simple majority of the votes cast, with the Chair having a second and deciding vote. Abstentions shall not be accounted as 'votes cast', and shall not be counted when computing the required majority.

18. The Student members of any committee are full members for unreserved business. The Student members shall count for the purposes of establishing a quorum for such business, have the right to suggest items for the agenda, receive all unreserved papers, have full voting rights and see all unreserved minutes.

19. Each committee shall have an administrative Secretary, appointed by the Chair from the Assistant Staff, unless provided for otherwise in the relevant Ordinance. The Secretary shall be responsible for attending all meetings and recording minutes of the business conducted, both reserved and unreserved, of any decisions taken, and of any actions to be taken by members of the committee. This shall include any business conducted under clause [20].

20. Any committee may conduct business by electronic circulation outside formal meetings, at the Chair's discretion. Such business shall be conducted in accordance with a code of practice in Regulations, and any decisions taken shall be recorded as such in the minutes of the following formal meeting.

21. A committee may set up sub-committees and working groups to support its business, and may appoint members from among the committee, or from outside it, and may include persons who are not Members of the College. Such subordinate bodies shall normally

conduct business informally, and a formal record of business need not be maintained. The Chair of the parent committee shall be responsible for ensuring that any subordinate body meets as mandated and reports back to the committee in a timely manner. Any proposal accepted by the parent committee shall be recorded formally in the committee minutes.

Committees and the Governing Body

22. In accordance with Ordinance [A,IV,6], any member of the Governing Body may attend any meeting of the Council or any College committee unless the Governing Body provides otherwise or such attendance would conflict with a rule of law or good practice; provided always that:
    (a) attendance at meetings of the Fellowships Committee, the Governance Committee, the Audit and Risk Committee and the Remuneration Committee may only be at the invitation of the Chair of the relevant committee;
    (b) a non-member Trustee who is in attendance may participate in the conduct of business of the Council or other committee, at the discretion of the Chair, but may not vote.

23. The agenda and minutes of all committees, for both unreserved and reserved business, shall be made available to all members of the Governing Body. Committee papers shall be made available to all members of the Governing Body, except in the case of the Fellowships Committee, the Governance Committee, the Audit and Risk Committee and the Remuneration Committee.

24. The circulation of agendas, papers and minutes shall normally be effected by posting on the secure College website, with appropriate access permits.

25. Further to Ordinance [A,I,4(b)(ii)], every committee shall review its terms of reference annually, normally at the first meeting of, or immediately prior to the start of, the academic year; and shall, where appropriate, recommend suitable changes to the relevant Ordinances, for the Governing Body to make in accordance with Statute [XIV] and Ordinance [A,I,4(b)].

ORDINANCE II - Council Committees

Admissions Committee

1. The Admissions and Education Committee shall be a standing committee of the Council, appointed in accordance with Statute [IX,I] and Ordinance [D,I]. The Committee shall meet at least twice a year, normally in the Michaelmas and Easter Terms, and additionally as necessary. The Committee shall be composed of:
   (a) the President;
   (b) the Senior Tutor (Chair);
   (c) the Deputy Senior Tutors;
   (d) the Head of Education Services (Secretary);
   (e) three further GB Fellows;
   (f) a College Teaching Officer (or equivalent);
   (g) two Directors of Studies (who may or may not be GB Fellows)
   The Admissions Coordinator, Student Recruitment and Outreach Officer, and Head of Student Development will be in attendance.

2. The Admissions and Education Committee shall be responsible to the Council for making recommendations on admissions, outreach and widening participation strategy, policy, and practice, and shall oversee the admission of individual undergraduate and postgraduate Students and the appointment of Academic Visitors (visiting students). For these purposes the Committee shall:
   (a) keep College admissions, outreach and widening participation strategy, policy, and practice under review;
   (b) note any developments on admissions, outreach and widening participation strategy, policy, and practice in the University and nationally;
   (c) report to the Council in the Michaelmas Term on the previous year's admissions rounds and appointment of Academic Visitors (visiting students);

3. The Admissions and Education Committee shall be responsible to the Council for scholarships, studentships, bursaries or other financial awards made on academic grounds to individual Students of the College, or to any applicant provided that he or she is admitted as a Student. For these purposes the Committee shall:
   (a) advise the Council on an awards policy appropriate to the strategic aims of the College;
   (b) oversee an appropriate procedure for the assessment and selection of candidates according to the criteria of eligibility and selection, including academic, financial, and other criteria, for each award, as set out in Regulations;
   (c) report annually to the Council on the awards made.

4. The Admissions and Education Committee shall be responsible to the Council for making recommendations on teaching and learning strategy, policy, and practice. For these purposes the Committee shall:

(a) keep College strategy, policies, and practice in relation to teaching and learning under review;
(b) oversee the college's student development and skills programme (Pathways);
(c) report to the Council on matters relating to teaching and learning, such as undergraduate and postgraduate examination results (including PhD vivas), and undergraduate supervisions;
(d) establish effective mechanisms for communication with Director of Studies meetings;
(e) note any developments on teaching and learning strategy, policy, and practice in the University and nationally.

Estates Committee

5. The Estates Committee shall be a standing committee of the Council, appointed in accordance with Ordinance [D,I]. The Committee shall normally meet once a Term. The Committee shall be composed of:
(a) the President (Chair);
(b) the Bursar;
(c) the Head of Facilities;
(d) four further GB Fellows;
(e) one Student nominated by the MCR Committee;
(f) up to two co-opted members with expertise in property development, funding or property maintenance.

6. The Estates Committee shall be responsible to the Council for overseeing the maintenance and development of College buildings and grounds, and the implementation of any projects to alter or extend or reduce the extent of the buildings or grounds. For these purposes the Committee shall:
(a) be responsible for long-term strategic planning;
(b) approve the design and build elements of any building project assigned to its oversight by the Council, including any project for refurbishing existing buildings, subject to the budget agreed by the Council;
(c) report any changes to an agreed design and build proposal, to the Council and to the Governing Body, before entering into any binding commitments to third parties;
(d) monitor the progress of any building project assigned to it, in particular its delivery to time and budget;
(e) oversee the purchase or sale of, or any other legal other agreement concerning, any land or buildings or any interest in any land or buildings of the College.

Bridge Committee

7. The Bridge Committee shall be a standing committee of the Council, appointed in accordance with Ordinance [D,1)]. The Committee shall normally meet twice per Term. The Committee shall be composed of:
(a) the President (Chair);
(b) the Impact Director (Secretary);
(c) five Governing Body Fellows, of which at least two will be Bridge Fellows; and

(d) one Research By-Fellow or By-Fellow with an interest in or expertise in research translation.

The Bridge Centre Directors and leads of other Bridge initiatives, the Assistant Bursar and the Development Director shall be invited to attend. The Committee may coopt up to two other members as deemed beneficial and appropriate.

8. The Bridge Committee shall provide strategic oversight of Bridge initiatives* to ensure alignment with the direction and ambitions of the College, and provide operational oversight to ensure the legal responsibilities of the College are clearly set out and complied with. For this purpose, the Committee shall:

(a) Strategic oversight:
   i. guide the overarching strategic direction for Bridge initiatives as a collective, in line with the direction and ambitions articulated by the Governing Body;
   ii. appraise new Bridge initiative proposals to further the impact and standing of the College in research translation, and make recommendations to the Governing Body for their approval;
   iii. agree the goals and objectives for each Bridge initiative, as it comes on-stream;
   iv. oversee the strategic progress and development of Bridge initiatives , and consider opportunities to increase their impact individually and as a collective;

(b) Operational oversight:
   i. provide oversight and scrutiny of the operational plans, topline budgets**, staffing, processes and progress of each Bridge initiative (with provision for Reserved business made where necessary for discussion of sensitive or confidential matters);
   ii. provide challenge to plans and proposed deliverables to ensure that initiatives generate value (whether in terms of impact, reputation, provision of opportunity for members, or financial return), and assess their viability and sustainability;
   iii. identify potential risks arising from Bridge initiatives and seek appropriate mitigation strategies;
   iv. make recommendations to College Management on remuneration and grade for staff employed in Bridge Centres;

(c) Annual review:
   i. annually review the status of each Bridge initiative to review performance, trajectory and any action required, in particular considering whether it remains viable and sustainable, aligns with the strategic plans of the College, and whether it is better to be independent rather than remaining part of the College, or dissolved;

(d) External relationships:
   i. oversee formal relationships with any networks or partnerships with organisations with research-translation relevance external to the College;
   ii. agree a suitable collaboration agreement with each Bridge initiative or partner organisation and ensure that each conforms to its agreement;

(e) Internal relationships:
   i. provide input to Fellowships Committee on priorities regarding the recruitment of Fellows and By-Fellows to enhance the College's research translational activities.

*Definitions of terms: 'Initiatives' is a catch-all term referring to any significant research translation enterprise established under the Bridge umbrella; 'Projects' are temporary, singular activities with a clear goal and defined end point; 'Programmes' may comprise a group of related projects or may be rolling projects involving repeated elements; 'Centres' within the Bridge are ongoing entities, driven by a Director and additional staff, comprising multiple thematic projects and/or programmes.

**Detailed financial scrutiny of budgets and forecasts to be delegated to twice-termly meetings between Bridge Centre Directors / leads of other Bridge initiatives and the College Finance Team with summary reports provided to Bridge Committee.

ORDINANCE III - Advisory Committees

House Committee

1. The House Committee shall be an advisory committee to the Bursar, appointed in accordance with Ordinance [D,I], and shall be composed of:
   (a) one member of the Council (Chair);
   (b) the Bursar;
   (c) the Head of Domestic Operations;
   (d) the IT Manager;
   (e) four further members appointed from among the GB Fellows and Research By-Fellows;
   (f) up to three Students nominated by the MCR Committee.

2. The Committee shall keep under review all aspects of accommodation, IT provision, catering and use of College buildings and estates, including green and sustainability matters. For these purposes, the Committee shall:
   (a) provide regular feedback and advice to the Bursar;
   (b) propose, discuss, review and support current projects;
   (c) consider and propose matters of strategic development and future planning;
   (d) facilitate communication and discussion among the Fellows, other Senior Members, the Assistant Staff and Students;

3. The Committee shall normally meet once a Term and shall have the following standing items on the agenda:
   (a) accommodation;
   (b) IT provision;
   (c) catering;
   (d) buildings and estate management;
   (e) green and sustainability matters.

4. The Bursar may delegate the lead in certain areas of responsibility, or certain activities, to members of the Committee, for action.

Development Strategy Group

5. The Development Strategy Group (DSG) shall be an advisory committee to the Development Director, appointed in accordance with Ordinance [D,I] (or to the person appointed to perform the duties of Development Director if the Office is vacant). The Committee shall meet at least once a Term and shall be composed of:
   (a) the President (Chair);
   (b) the Development Director (or the person appointed to perform the duties of Development Director if the Office is vacant);
   (c) the Bursar;
   (d) one Student nominated by the MCR;

(e) up to four, and at least three, co-opted members, with relevant professional experience, of which:
    i. at least one is an Alumnus/Alumna
    ii. at least one is Director of a Bridge Centre.

6. The DSG shall provide information, advice and support on matters relating to College development policy and strategy, including:
   (a) key fundraising objectives and propositions, whether for capital programmes or for academic or Student support;
   (b) building awareness of the development agenda among Fellows and other Senior Members, and developing partnerships where appropriate;
   (c) Alumni relations, including social networking platforms and events programmes;
   (d) the level and growth of College funds;
   (e) developments at the Cambridge University Development Office (CUDAR), and linkages between University-College development and Alumni relations strategies;
   (f) wider developments in the charity sector, including legal and regulatory changes and best practice recommendations.

7. The DSG may, where appropriate, establish and oversee other development groups, for the purposes of advancing fund-raising objectives; in particular, a Global Development Group operating within the strategic objectives set by the DSG. Any expenditure on or by any development group shall normally be authorised in advance by the Council.

Staff Strategy Committee

8. The Staff Strategy Committee shall be an advisory committee to the Bursar, appointed in accordance with Ordinance [D,I]. The Committee shall normally meet once a Term. The Committee shall be composed of:
   (a) the President (Chair);
   (b) the Bursar;
   (c) two further GB Fellows;
   (d) three members of the Assistant Staff;
   (e) the Human Resources Manager (Secretary).
   Tenure of the Assistant Staff members will be in accordance with Ordinance [D,I,4] and [D,I,7]. When a vacancy arises for an Assistant Staff member the Staff Strategy Committee shall publicise the vacancy and select and recommend co-option from those volunteering to serve, ensuring that at least one is from the offices under the management of the Bursar and at least one is from the offices under the management of the Senior Tutor.

9. The Committee shall provide information, advice and support on matters relating to HR strategy, policy and practice for the College as a good and fair employer. The work of the Committee shall primarily apply to the Assistant Staff, including contract and non-employed staff, but also, where appropriate, may apply to Fellows of the College. For these purposes, the Committee shall be responsible for:
   (a) developing policies for managing and evaluating Assistant Staff; provided always that the Committee shall not be responsible for the management of any individual member

of Staff, which shall lie with the relevant line manager according to each member's terms and conditions;

(b) ensuring that College processes are fit for purpose; in particular:
   (i) advising on legal compliance and best practice; and
   (ii) monitoring the implementation of HR policies.

10. Further to clause [9], the Committee shall:
   (a) keep relevant legislation under review;
   (b) ensure that all required documentation is properly maintained;
   (c) ensure that all College Officers, Post-holders and Assistant Staff are provided with clear job descriptions and that individual employment contracts are kept up to date;
   (d) publish and keep up to date an accurate organisation structure for the College, including a transparent management structure covering responsibilities, line managers, relationships to College Officers, Post-holders and committees;
   (e) oversee the conduct of Annual Development Reviews for Assistant Staff, and ensure that the outcomes of Reviews are properly actioned;
   (f) establish an appropriate dispute resolution process for Assistant Staff;
   (g) advise on the monetary resources necessary for fulfilling the College's obligations in respect of HR, for the information of the Finance Committee when formulating the annual College budget;
   (h) regularly invite and monitor staff feed-back, and ensure that it is duly taken into account in developing HR policy and practice.

Prevent and Freedom of Speech Committee

11. The Prevent and Freedom of Speech Committee shall be an advisory committee to the Senior Tutor in their capacity as Prevent Lead, appointed in accordance with Ordinance [D,I]. The Committee shall meet at least once a Term and shall be composed of:
   (a) the Senior Tutor (Chair);
   (b) two Senior Members, one of whom should be a Governing Body Fellow;
   (c) the HR Manager, the Bursar, the Head of Domestic Operations, the Head Porter, the Compliance Administrator;
   (d) two Students nominated by the MCR Committee;
   (e) the Head of Welfare and Wellbeing, in attendance.

12. The Prevent and Freedom of Speech Committee shall support the Senior Tutor in enacting the Prevent strategy agreed by Governing Body, with particular respect to:
   (a) Ongoing implementation of the strategy in general;
   (b) Monitoring of events and speakers;
   (c) Monitoring individuals;
   (d) Ensuring good lines of communications and reporting;
   (e) Training new staff and occasional refresher training for all staff;
   (f) Disseminating Prevent policy and practice to the student body;
   (g) Monitoring of the Freedom of Speech Code of Practice, and reporting findings to College Council.

13. The Prevent and Freedom of Speech Committee shall consider a draft copy of the Senior Tutor's annual report to the Office for Students (OfS) at its meeting before submission to OfS and receive the final copy at its subsequent meeting.

PART E: Students

ORDINANCE I - Academic Progress and Student Discipline

Scope and application

1. As required by Statute [IX,2-3], policies and procedures shall be prescribed in Regulations for the review of, and where appropriate the imposition of suitable penalties, restrictions or other sanctions, on Students who:
   (a) fail to apply themselves diligently to their studies; or
   (b) fail to pay such fees or charges as the Council reasonably determines shall be payable by them, as required by Statute [X,1(b)];
   (c) breach any requirement of College discipline under Statute [X,1(a)] or [X,I,(c)-(e)].

2. Any procedures made under clause [1] shall provide for a Student:
   (a) to be given proper notice of any questions or issues to be decided and a fair opportunity to participate in any proceedings; and
   (b) to attend any formal hearing in person and to be accompanied by another person who may be his or her representative; and
   (c) to appeal against an initial decision, by appeal to a relevant body.

Academic progress

3. Policies shall be set out in Regulations for the support of Students' academic progress and fitness to study, and shall provide:
   (a) for suitable procedures to review a Student's fitness to study or academic progress where particular circumstances so require; and
   (b) that appropriate action may be taken, which may but need not involve the imposition of penalties or other measures under clause [1], including temporary or permanent removal from the College.

Payment of fees and charges

4. A Student who fails to pay any fees or other charges which he or she has incurred under the terms of his or her offer of admission by coming into residence shall be liable to the imposition of penalties or other measures under clause [1]; which may include temporary or permanent removal from residence or the deferral of his or presentation for any degree of the University until such time as the fees or charges are paid.

Student discipline

5. Breaches of Student discipline shall include but shall not be limited to the circumstances set out in Statute [X,1(a)] and [X,I,(c)-(e)]; in particular, it shall be a breach of discipline to

contravene the provisions of College policies on bullying and harassment, IT and web usage, residential accommodation and booking and use of public rooms, and, more generally, any policies put in place for the regulation of Student behaviour while in residence.

Student complaints

6. As required by Statute [IX,3], a complaints procedure for Students shall be prescribed in Regulations.