



ARTICLES OF GOVERNMENT
FOR THE
KINGSTON UNIVERSITY

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UNIVERSITY

In exercise of the powers conferred upon it by section 125 of the Education Reform Act 1988, the Kingston University higher education corporation makes the following Articles of Government in accordance with which the Kingston University shall be conducted:

1. INTERPRETATION

- (1) In these Articles words and expressions shall have the meanings ascribed to them in paragraph 1 of the Instrument of Government made by the Privy Council on the 26th day of April 1993, and

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

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

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

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

“a students’ union” means any association of the generality of students formed to further the educational purposes of the University and the interests of students as students.

2. CONDUCT OF THE UNIVERSITY

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

3. RESPONSIBILITIES OF BOARD OF GOVERNORS, PRINCIPAL AND ACADEMIC BOARD

The Board of Governors

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

The Principal

- (2) Subject to the responsibilities of the Board of Governors, the Principal shall be the chief executive of the University and shall be responsible for:
- (a) making proposals to the Board of Governors about the educational character and mission of the University and for implementing the decisions of the Board of Governors;
 - (b) the organisation, direction and management of the University and leadership of the staff;
 - (c) the assignment and appraisal of holders of senior posts other than the Clerk;
 - (d) the appraisal of the Clerk in conjunction with the Chairman of the Board of Governors;

- (e) the appointment, assignment, grading, appraisal, suspension, dismissal, and determination - within the framework set by the Board of Governors - of the pay and conditions of service of staff other than the holders of senior posts;
 - (f) the determination, after consultation with the Academic Board, of the University's academic activities and for the determination of its other activities;
 - (g) preparing annual estimates of income and expenditure, for consideration by the Board of Governors and for the management of budget and resources within the estimates approved by the Board of Governors; and
 - (h) the maintenance of student discipline and, within the rules and procedures provided for within these Articles, for the suspension or expulsion of students on disciplinary grounds and for implementing decisions to expel students for academic reasons.
- (b) considering the development of the academic activities of the University and the resources needed to support them and for advising the Principal and the Board of Governors thereon; and
 - (c) advising on such other matters as the Board of Governors or the Principal may refer to the Academic Board.
- (4) The Academic Board may establish such committees as it considers necessary to enable it to carry out its responsibilities provided that each establishment is first approved by the Principal and Board of Governors. The number of members of any such committee and the terms on which they are to hold and vacate office shall be determined by the Academic Board.

4. ACADEMIC BOARD

- The Academic Board**
- (3) Subject to the provisions of these Articles, to the overall responsibility of the Board of Governors, and to the responsibilities of the Principal, the Academic Board shall be responsible for:
- (a) general issues relating to the research, scholarship, teaching and courses at the University, including criteria for the admission of students; the appointment and removal of internal and external examiners; policies and procedures for assessment and examination of the academic performance of students; the content of the curriculum; academic standards and the validation and review of courses; the procedures for the award of qualifications and honorary academic titles and the procedures for the expulsion of students for academic reasons. Such responsibilities shall be subject to the requirements of validating and accrediting bodies;
- (1) There shall be an Academic Board of no more than 40 members, comprising the Principal (who shall be Chairman) and such other numbers of staff and students as may from time to time be approved by the Board of Governors. The Principal may nominate a Deputy Chairman from among the members of the Academic Board to take the chair in his place. The period of appointment of members and the selection or election arrangements shall be subject to the approval of the Board of Governors.
 - (2) The membership of the Academic Board shall be such that at least
 - 20% of its members are Deputy Principals, Assistant Principals and Deans of Faculty
 - 30% of its members are Heads of Academic and related departments
 - 30% of its members are members of the teaching staff excluding Deputy Principals, Assistant Principals, Deans of Faculty and Heads of Academic and related departments
 - 5% of its members are students at the University.
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5. DELEGATION OF FUNCTIONS AND COMMITTEES

- (1) Subject to the following provisions of this Article, the Board of Governors may establish committees for any purpose or function, other than those assigned elsewhere in these Articles to the Principal or to the Academic Board and may delegate powers to such committees or to the Chairman of the Board of Governors or to the Principal.
- (2) The Board of Governors shall establish a committee to determine or advise on such matters relating to employment policy as the Board of Governors may remit to them. The members of the committee shall be drawn from the Board of Governors other than staff or student governors.
- (3) The Board of Governors shall not, however, delegate the following:
 - the determination of the educational character and mission of the University;
 - the approval of the annual estimates of income and expenditure;
 - ensuring the solvency of the University and the Corporation and the safeguarding of their assets;
 - the appointment or dismissal of the Principal; or
 - the varying or revoking of these Articles.

6. APPOINTMENT OF CLERK TO THE BOARD OF GOVERNORS

- (1) The Board of Governors shall appoint a Clerk to act as secretary to the Board of Governors.

7. PROCEDURES FOR MEETINGS

- (1) Except as specified in Article 7(2) the quorum for meetings of the Board of Governors shall be nine members of whom five shall be independent members. If a meeting is quorate, but less than half the members present are independent members, a majority of the independent members present shall be able to require that a decision be deferred to the next meeting. No decision shall be deferred more than once under this provision.
- (2) The quorum for meetings of the Board of Governors or that part of any meeting of the Board of Governors where any member who is a staff Governor or a student Governor must withdraw under Article 7(23) shall be seven members of whom four shall be independent members.
- (3) Members of the Board of Governors shall not be bound in their speaking and voting by mandates given to them by other bodies or persons.

Appointment of Members

- (4) Where the Corporation is the appointing authority the notice, conduct and quorum of the meeting at which an appointment of a member or members is made shall be the same as for meetings of the Board of Governors.
- (5) Where the current independent members of the Corporation are the appointing authority they shall form a committee composed of all their number to make an appointment of a member or members. The agenda for meetings of this committee shall be sent to all current independent members by the Clerk at least seven days before the meeting. The quorum for the meeting shall be five independent members.

Chairman and Vice-Chairman

- (6) The Board of Governors at their first meeting in each year after 20 November shall elect their Chairman and Vice-Chairman to hold office until their first meeting after the following 20 November. The Chairman and Vice-Chairman shall be eligible for re-election.
- (7) The Clerk will take the chair for the conduct of an election to fill the post of Chairman.
- (8) When a vacancy shall occur in the office of Chairman or Vice-Chairman, the Board of Governors at their next meeting shall elect a new Chairman or Vice-Chairman, as the case may be, for the unexpired term of office.
- (9) If the Chairman is absent from any meeting the Vice-Chairman shall take the chair. In the absence of both the Chairman and Vice-Chairman, the members present shall, before any other business is transacted, choose one of their number to preside at that meeting.
- (10) A member of the Corporation who is employed at the University or a student at the University shall not be eligible for election as Chairman or Vice-Chairman or to be chairman at any meeting of the Board of the Corporation except as specified in Article 7(7).

Meetings of the Board of Governors

- (11) The Board of Governors shall hold meetings at least four times in each year and a special meeting shall at any time be summoned by the Clerk on the request of the Chairman, or in his absence the Vice-Chairman, or of any five other members.
- (12) The agendas, including all relevant reports, for all meetings of the Board of Governors shall be sent by the Clerk to each member at least seven days before the meeting except in the case of a special meeting when the agendas shall be sent out as soon as possible.
- (13) Minutes shall be kept of all proceedings of the Board of Governors by the Clerk and the same shall be

conclusive evidence of the matter stated therein when agreed by the members and signed by the Chairman of the meeting at which they were agreed.

- (14) Any resolution of the Governors may be rescinded or varied at a subsequent meeting if an appropriate item has been included on the agenda of that meeting.

General Provisions with respect to proceedings of the Board of Governors and Committees thereof

- (15) The Board of Governors shall make arrangements for students and staff of the University to have access to the agenda, minutes and reports or papers considered at meetings of the Board of Governors or committee thereof, except where the material in these documents relates to named members of staff or students, or prospective members of staff or students, or to matters which the Board of Governors, or any committee thereof, as appropriate, is satisfied should be dealt with on a confidential basis.
- (16) There shall be no proxy voting.
- (17) Every matter shall be determined by the majority of members present and voting on the question.
- (18) In the event of equality of votes at any meeting, the Chairman of the Corporation, or in his absence the chairman of the meeting, shall have a second or casting vote.
- (19) If at any time appointed for a meeting sufficient number of members to form a quorum is not present, the meeting shall stand adjourned sine die and a special meeting shall be summoned as soon as conveniently may be.
- (20) Any meeting may be adjourned by resolution.
- (21) If a member has any pecuniary or other interest, direct or indirect, in any contract or proposed contract or other matter and is present at a meeting of the Board of Governors or a committee thereof at which the contract or proposed contract or other matter is the subject of consideration, he shall at the

meeting, as soon as practicable, disclose the fact and shall withdraw from the meeting while the matter is under discussion unless invited to remain by resolution of the other members present at the meeting. If he remains he shall not vote on any question with respect to the contract or other matter. Provided

- that the Board of Governors shall not be prevented from considering and voting upon proposals for the Corporation to insure the members of the Corporation against liabilities incurred by them arising out of their office or the Corporation obtaining such insurance and paying the premiums and
- that the Principal and any member who is a member of the staff shall not be prevented from speaking or voting on any matter by reason only that he is in receipt of a salary.

(22) Any member who is the Principal or a staff Governor shall, subject to any rights he may have under his conditions of service or under Article 7(21), withdraw from that part of any meeting of the Board of Governors or a committee thereof at which his conduct, his post, his promotion or the appointment of his successor is under consideration, unless invited to remain by resolution of the other members present at the meeting, in which case he shall not be entitled to vote on any question with respect to the matter concerned.

(23) Unless invited by a resolution of the other members present at the meeting to remain, any member who is a staff Governor or a student Governor shall withdraw from that part of any meeting of the Board of Governors or a committee thereof at which there is consideration of any matter concerning a named or identifiable member of the staff, prospective member of staff, student or prospective student or when any such matter is voted on.

8. APPOINTMENT AND PROMOTION OF STAFF

(1) Each member of staff shall serve under a contract of employment with the Corporation.

(2) Upon the occurrence of a vacancy or expected vacancy for the post of Principal, the post shall be advertised nationally.

9. CONDUCT OF STAFF

(1) After consultation with the staff, the Board of Governors shall make rules relating to the conduct of the staff.

Academic Freedom

(2) In making rules under Article 9(1) the Board of Governors shall have regard to the need to ensure that academic staff have freedom within the law to question and test received wisdom and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy or losing their jobs or any privileges they may have at the University.

10. SUSPENSION AND DISMISSAL OF STAFF

Suspension

(1) The Chairman of the Board of Governors, or in the absence of the Chairman, the Vice-Chairman, may suspend from duty, with pay, the holder of a senior post for misconduct or other good and urgent cause. The Chairman or Vice-Chairman shall report such suspension in writing to the Board of Governors within two working days or as soon thereafter as practicable.

(2) The Principal may suspend from duty, with pay, any member of the staff other than the holder of a senior post for misconduct or other good and urgent cause.

(3) Anyone who is suspended from duty under Articles 10(1) or 10(2) shall be entitled to receive from the Principal or, in the case of the holders of senior posts, from the Chairman or Vice-Chairman of the Board of Governors, written notification of the suspension, setting out the grounds on which the decision to suspend has been taken.

(4) Procedures for the suspension of staff under Articles 10(1) or 10(2) shall be specified in rules made by the Board of Governors after consultation with the staff. The rules shall include provision that:

- (a) any person who has been under suspension for three weeks or more may appeal in writing to the Board of Governors against the suspension, save that no such right of appeal shall lie if the person is the subject of a reference to a Special Committee under Article 10(5) or of a notification from the Principal under Article 10(12);
- (b) any appeal made under 10(4) (a) shall be considered as soon as practicable; and
- (c) a suspension against which an appeal is made shall continue to operate pending the determination of the appeal.

Dismissal

- (i) **Holders of senior posts including the Principal and the Clerk**
- (5) If the Chairman of the Board of Governors, or in his absence the Vice-Chairman, or a majority of the members of the Board of Governors, consider that it may be appropriate for the Board of Governors to dismiss the holder of a senior post, the Chairman, Vice-Chairman or the Board of Governors, as appropriate, shall refer the matter to a Special Committee of the Board of Governors which shall be convened as soon as possible to examine the facts, otherwise investigate the ground for dismissal and to make a report to the Board of Governors.
- (6) The person whose dismissal is to be considered by the Special Committee shall have the right to make representations to the Committee, including oral representations, for which purpose he may be accompanied and represented by a friend.
- (7) The Special Committee shall prepare a written report for consideration by the Board of Governors, a copy of which shall be sent to the person to whom it relates. The report shall set out facts relating to the case and any considerations which the committee considers should be taken into account in the Board of Governors' consideration of the matter. The report should not contain recommendations as to the decisions to be taken by the Board of Governors.

- (8) The Board of Governors shall consider the report of the Special Committee and take such action as it considers appropriate, which may include the dismissal of the person concerned. The person concerned shall have the right to make representations to the Board of Governors, including oral representations for which purpose he may be accompanied and represented by a friend.
- (9) The Special Committee shall consist of five members of the Board of Governors and have a quorum of three. The Chairman of the Board of Governors, the Vice-Chairman and the Principal shall not be eligible for membership of the Special Committee.
- (10) The Board of Governors shall make rules specifying procedures for the conduct of the Special Committee and other aspects of the procedure set out in Articles 10(5) to 10(9).
- (ii) **Other Members of Staff**
- (11) The Principal, or such other member of staff to whom the Principal has delegated his authority in this matter acting on his behalf, may dismiss any member of the staff other than the holder of a senior post and if the circumstances are such that he is entitled to do so by virtue of the conduct of that member of staff, that dismissal may take immediate effect without any need for prior notice.
- (12) Where the Principal, or such other member of staff to whom the Principal has delegated his authority in this matter acting on his behalf, proposes to dismiss such a member of staff and the circumstances described in Article 10(11) do not prevail he, or the member of staff acting on his behalf, shall notify the member of staff concerned of that proposal. That staff member shall be given an opportunity to make representations to the Principal, or such other member of staff to whom the Principal has delegated his authority in this matter acting on his behalf, (including oral representations, for which purpose the staff member may be accompanied and represented by a friend) before any decision to dismiss by or on behalf of the Principal is taken.

- (13) Where a staff member has been dismissed pursuant to Article 10(11) or a decision to dismiss has been taken pursuant to Article 10(12), that staff member may appeal against the dismissal or decision, as the case may be, to the Board of Governors. In the case of an appeal against a decision to dismiss, the dismissal shall not take effect until the appeal has been determined.
- (14) Procedures for the dismissal of staff by or on behalf of the Principal and for the consideration of appeals against dismissals shall be specified in rules made by the Board of Governors after consultation with the staff. The rules should include rights of representation.

11. GRIEVANCE PROCEDURES

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

12. STUDENTS

- (1) A students' union shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Board of Governors and shall present audited accounts annually to the Board of Governors. No amendment to or rescission of that constitution, in part or in whole, shall be valid unless and until approved by the Board of Governors.
- (2) The Board of Governors, after consultation with the Academic Board and representatives of the students, shall make rules with respect to the conduct of students, including procedures for suspension and expulsion.
- (3) In exercise of their responsibilities under Article 3(3) (a), the Academic Board, after consultation with the Board of Governors and representatives of the students, shall determine procedures for the expulsion of a student for an unsatisfactory standard of work or other academic reasons.

- (4) The Board of Governors shall make procedures to ensure that students have an appropriate opportunity to raise matters of proper concern to them at all levels in the University.

13. FINANCIAL MATTERS

Fees

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

Accounts Estimates and Audit

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

14. RULES AND BYE-LAWS

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

15. COPIES OF ARTICLES, RULES AND BYE-LAWS

- (1) A copy of these Articles, and any rules or bye-laws, shall be given to every governor and shall be available for inspection upon request to every member of staff and every student.
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16. AMENDMENT OF ARTICLES

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

17. DATE OF ARTICLES

- (1) These Articles shall come into operation on 10 January 1996.

The Common Seal of the Kingston University higher education corporation was hereunto affixed this tenth day of January, one thousand, nine hundred and ninety-six in the presence of



A. Seth
Chairman

Andrew Seth

R.C. Smith
Member

Robert C. Smith
