

King's College Council	
Meeting date	31 March 2025
Paper reference	KCC-25-03-31-03
Status	Final
Access	Members and senior executives



Meeting of the King's College Council to be held on **Monday 31 March 2025 at 17:00, Council Room, Strand Building**

Agenda

COMMUNITY STORY:

The meeting will begin with a 30-minute community story on Pharos AI

Presented by Professor Anita Grigoriadis, Professor of Molecular and Digital Pathology, and team

1	Welcome, apologies and notices	KCC-25-03-31-01	Chair
2	Declarations of Interests (to note)	KCC-25-03-31-02	
3	Approval of agenda	KCC-25-03-31-03	Chair
4	Unanimous Consent Agenda , including:	KCC-25-03-31-04	Chair
	4.1 Minutes of the Previous Meeting (to approve)	KCC-25-03-31-04.1	
	4.2 Council Business Plan (to note)	KCC-25-03-31-04.2	
	4.3 Actions Log (to note)	KCC-25-03-31-04.3	
5	Matters Arising	Verbal	Chair
6	Report of the Chair	Verbal	Chair
7	Report of the Vice-Chancellor & President		
	7.1 Summary Report of Key Issues (to note)	KCC-25-03-31-07.1	Vice-Chancellor &
	7.2 Benchmark Report March 2025 Update (to note)	KCC-25-03-31-07.2	President
8	Report of the King's College London Students' Union		
	8.1 Summary Report of Key Issues (to note)	KCC-25-03-31-08.1	KCLSU
	8.2 KCLSU Annual Report (to note)	KCC-25-03-31-08.2	
	8.3 KCLSU Articles of Association (to approve)	KCC-25-03-31-08.3	
9	Strategy 2030	KCC-25-03-31-09	
	Update on progress (to note)		
10	COMMITTEE REPORTS		
10.1	Report of the Academic Board	KCC-25-03-31-10.1	Academic Board Chair
	<i>The Academic Board report is on the Unanimous Consent Agenda</i>		
10.2	Report of the Audit, Risk and Compliance Committee	KCC-25-03-31-10.2	Audit, Risk &
	(i) Annual Health & Safety Report (to approve)		Compliance
	(ii) Development of a Board Assurance Framework (to note)		Committee Chair
	<i>The remainder of the ARCC report is on the Unanimous Consent Agenda</i>		
10.3	Report of the Estates Strategy Committee	KCC-25-03-31-10.3	ESC Chair
	<i>The Estates Strategy report is on the Unanimous Consent Agenda</i>		

10.4	Report of the Finance Committee (i) Champion Hill (to approve) <i>The remainder of the Finance Committee report is on the Unanimous Consent Agenda</i>	KCC-25-03-31-10.4	Finance Committee Chair
10.5	Report of the Staff and Culture Strategy Committee <i>The Staff and Culture Strategy Committee report is on the Unanimous Consent Agenda</i>	KCC-25-03-31-10.5	Staff and Culture Strategy Committee Chair
10.6	Report of the Fellowships and Honorary Degrees Committee <i>RESERVED</i> (i) Nominations for Fellowship of King's College (to approve)	KCC-25-03-31-10.6	Chair
RESERVED AND RESTRICTED BUSINESS			
10.7	Report of the Remuneration Committee – <i>RESERVED AND RESTRICTED</i>	KCC-25-03-31-10.7	Remuneration Committee Chair
10.8	Report of the Governance and Nominations Committee (i) Independent Members' Executive Search Update (to note) (ii) Academic Board membership of Council (to approve) (iii) Amendments to Ordinances (to approve) (iv) Terms of Reference review (to approve) (v) Council and committee meeting dates (to approve) (vi) Extension of the Vice-Chancellor and President's appointment for a further term - RESERVED AND RESTRICTED (to approve)	KCC-25-03-31-10.8	Chair
11	Any Other Business	Verbal	Chair
12	Meeting Adjourned	Verbal	Chair

Lord Stevens of Birmingham, Kt.
March 2025



Declaration of Members' Interests

Action required

- ☐ For approval
☐ For discussion
☒ To note

Executive summary:

This report records the standing declarations of interest of Council Members. Members are asked to advise the Secretariat of any changes and to declare any conflicts of interest for the business to be considered in the current meeting.

Declaration of Members' Interests

The following report lists the declared interests of each member of the King's College Council. Members are requested:

- (i) To confirm that the record against their name is correct, or to inform the University Secretary of any changes which need to be made.
- (ii) To highlight any items on the agenda of the current meeting which contain any potential conflict of interest for any member.

Name	Title	Interest	Position Held	Held Until
Clare Sumner	Independent Member	Premier League (from 8 January 2024)	Chief Policy Officer	Date
Donna Catley	Independent Member	Diploma PIC	Chief People Officer	Date
		Labour Party	Member	Date
Jon Coles	Independent Member	United Learning Trust		Date
		Education Policy Institute Advisory Board	Chair	Date
Jon Zehner	Independent Member	Arnold House School	Member of the Board of Governors	Date
		Cambridge Land Economy Advisory Board	Trustee	Date
		Montagu Mansions Freehold Limited	Board Member	Date
		African Parks Foundation UK	Chair	Date
		ULI Charitable Trust	Trustee	Date
		Vukile Property Fund		Date
		Urban Land Institute	Trustee	Date
Kim Piper	Dean for Education FoDOCS Professor of Oral & Maxillofacial Pathology Academic Director (Student Success), King's College London	Health Education England	Training Program Director for Oral & Maxillofacial Pathology	Date
		National ARCP and Recruitment	Member	Date
		Blended Learning group for Dental Therapy for HEE	Joint Chair	Date
		Royal College of Pathologists	Chair of Examiners and QAA	Date
		Royal College of Surgeons	SAC Member and Clinical advisory group	Date
		International Association of Dental Research	Group Program Chair	Date
		British Society of Oral & Maxillofacial Pathology Executive Committee	Co-opted member	Date
		UCAT		Date

Name	Title	Interest	Position Held	Held Until
Natasha Awais-Dean	Research Integrity Manager, King's College London	Society of Jewellery Historians	Trustee	Dec. 2024
		Society of Jewellery Historians	Member	Date
		Arts Council England	Expert Advisor (Export Licensing Unit)	Date
		Berkhamsted Swim Club (voluntary)	Co-Chair	Date
		Swim England (voluntary)	Official	Date
		Society of Renaissance Studies	Member	Date
Nhuoc Lan Tu	Vice Chair	Shawbrook Bank Ltd & Shawbrook Group Plc	Senior Independent Director	Date
		WNS Holdings	Non executive director	Date
		Paypoint Plc	Non executive director	Date
		Lonsdale Road Management Company Ltd	Director	Date
Paul Cartwright	Independent Member	King's College London Mathematics School	Governor	Date
		West Hertfordshire Teaching Hospitals NHS Trust	Chaplaincy volunteer	Date
Rachel Mills	Senior Vice President (Academic), King's College London	King's College London Mathematics School	Trustee	Date
		University of Southampton	Visiting Professor (unpaid)	Date
		Centre for Environment, Fisheries and Aquaculture	Non executive director	Date
		Royal Society of Chemistry	Member	Date
		Royal Society of Biology	Member	Date
		Challenger Society for Marine Science	Member	Date
Ron Kerr	Independent Member	Guys and St Thomas' Foundation	Vice-Chair	Date
		Guy's and St Thomas' NHS Foundation Trust	Advisor to Board	Date
		Guy's and St Thomas' Enterprises Ltd	Non executive director	Date
		NHS Providers	Chair	Date
		Royal Society of Arts	Member	Date
		Institute of Healthcare Management	Member	Date
		Ad hoc consultancy services		Date
Shitij Kapur		Russell Group of Universities	Non executive director	Date
		Advisory Board of the Medical Research Future Fund, Australia	Member	Date

Name	Title	Interest	Position Held	Held Until
	Vice-Chancellor & President, King's College London	International Advisory Council, SusTech University, Shenzhen, China	Member	Date
		Collegiate Council, University of London	Member	Date
		International Higher Education Commission	Commissioner	Date
		UUK Advisory Group on Free Speech & Academic Freedom	Chair	Date
Simon Stevens	Chair	UK Maritime and Coastguard Agency	Chair	Date
		Cancer Research UK	Chair	Date
		Commonwealth Fund of New York	Trustee	Date
		House of Lords	Crossbench Peer	Date
Stephan Weiner	Independent Member	MediClinic Group Limited	Board Advisor, Chair of Finance Committee and Remuneration Committee	Date
		Crown Commercial Service	Non executive director and Chair of Audit Committee	Date
		Cardamom Building Investors Limited	Board member	Date
		28Freight	Strategic board advisor	Date
Steve Large	Senior Vice President (Operations), King's College London	Superannuation Arrangements of the University of London (SAUL) ¹	Employer Director	Date
		King's Talent Bank Ltd	Director	Date
		King's College London Business Ltd	Director	Date
		College Facilities Ltd	Director	Date
Tom Berry	Independent Member	Employers' Network for Equality and Inclusion	Trustee	Date
		MikeWorldWide London	Managing Director	Date
		Aequitas Global	Advisor	Date

¹ [Note: King's participates in SAUL as our support staff pension scheme. King's is the sole customer, 100% shareholder and funder of kcl Ventures Ltd, King's Talent Bank Ltd, KCL Business Ltd and College Facilities Ltd, all of which rely on King's for various management & related services.]

Name	Title	Interest	Position Held	Held Until
		Sutton Grammar School	Teacher	Date
		With PR	EOT Trustee	Date
		Be Less Beige Ltd	Owner	Date
		Mental Health First Aid England	Non executive director	Date
		Glenthorne High School	Member of the Governing Body	Date
		One Question Ltd		Date
		Culture Circle Ltd		Date
Vinay Jha	Independent Member	Lloyds Banking Group	Data Director and Foundation Business Lead	Date
Vivek Ahuja	Independent Member	Abrdn plc	Non Executive Director	Date
		The Royal Free NHS Foundation Trust	Non Executive Director	Date
		PZ Cussons Plc	Non Executive Director	Date
		NatWest Markets Plc.	Non Executive Director	Date

Unanimous Consent Agenda

The consent agenda is used to deal expeditiously with routine matters and reports, leaving more time for strategic discussions. The items included are expected to be non-controversial and unlikely to engender questions. These items, whether for approval or information, are dealt with by a single motion to accept/receive for information. Before taking the vote, the Chair will ask whether any member wishes to have any item removed from consent in order to ask a question or make a comment about it. In such a case, the item is automatically removed from the consent agenda and will be dealt with at the end of the meeting or within the report of the Committee under which it sits. The remaining items are then unanimously approved/received for information en bloc without discussion.

While approval of an omnibus motion saves time at meetings, members will want to review the consent agenda materials carefully in order that they properly discharge their responsibilities. Members may ask to have an item removed from the consent agenda by so informing the Secretary or Chair at any time up until the motion is put.

Motion: That the Council approve or note for information the items contained in the Unanimous Consent Agenda, listed below.

Item Title	Paper	Action
4.1 Minutes of 20 January 2025 meeting	KCC-25-03-31-04.1	Approve
4.2 Council Business Plan	KCC-25-03-31-04.2	Note
4.3 Actions Log	KCC-25-03-31-04.3	Note
4.4 Council and committee meeting dates	KCC-25-03-31-04.4	Approve
10.1 Report of the Academic Board	KCC-25-03-31-10.1	Note
(i) Research and AI		Note
(ii) Concordat on Sustainable Research		Note
(iii) Report of the College Education Committee		Note
(iv) Report of the College Research Committee		Note
(v) Election of Associates of King's College (AKC)		Note
10.2 Report of the Audit, Risk and Compliance Committee	KCC-25-03-31-10.2	
(i) Cyber Risk		Note
(ii) Internal Audit and Compliance Assurance		Note
(iii) Enterprise Portfolio		Note
10.3 Report of the Estates Strategy Committee	KCC-25-03-31-10.3	
(i) Champion Hill [See the Finance Committee report]		Approve
(ii) Bush House South West Wing		Note
(iii) King's Interdisciplinary Science		Note
(iv) Campus Futures Gantt Chart		Note
(v) Report of the Director of Estates & Facilities		Note
(vi) Major Project Status Report		Note
10.4 Report of the Finance Committee	KCC-25-03-31-10.4	
(i) Management Accounts		Note
(ii) Mid-Year Report on Procurement		Note
(iii) Weighted Average Cost of Capital		Note
(iv) IT Finance		Note

10.5 Report of the Staff and Culture Strategy Committee

KCC-25-03-31-10.5

(i) Kings 2030: Vision and People Strategy

Note

(ii) KCL Engagement Survey

Note

King's College Council	
Meeting date	31 March 2025
Paper reference	KCC-25-03-31-04.2
Status	Final

Council Business Plan

Action required

- ☐ For approval
☐ To recommend for approval
☐ For discussion
☒ To note

Paper Explanation for Members

Why is this paper being presented?	This Council business plan is presented at each meeting of GNC and Council for information and is intended to provide some guidance as to what members might expect to see on their meeting agendas over the course of the year.
What are the key points/issues?	<p>The functions of Council are defined in the Charter and Statutes and the Ordinances and include, among other things:</p> <ul style="list-style-type: none"> • defining and upholding the university's mission, vision and strategic direction • monitoring the university's progress against agreed goals • establishing management systems and monitoring their effectiveness • ensuring that delegated responsibilities are clearly defined for the university's standing committees • ensuring that the university has effective risk management and internal controls • overseeing the effective and prudential operation of the university • approving and monitoring commercial undertakings <p>The Calendar outlines in broad terms when these matters are discussed at Council over an average year. As they become known, unique proposals (such as capital projects) will be added to the Calendar with estimated timing. The Calendar will be included as a standing information item in each agenda pack.</p>
What is required from members?	Council is asked to note the Business Plan.

Paper Submitted by:

Dr Sinéad Critchley
 University Secretary and Director of Assurance

Council Business Plan

Strategic discussion

The first meeting of the Autumn term is a full-day Away Day. Time is also set aside for deliberate strategic discussion at the January and May meetings of Council as these are meetings at which the amount of transactional business is minimal.

Council receives regular updates on progress toward goals and objectives of the various elements of the university's strategy.

Regular Agenda Items

Council's work is supported by a number of committees and sub-committees and at each of its meetings.

Council approved a new committee structure effective 1 April 2025. will receive reports as appropriate from:

- Finance Committee
- Audit, Risk and Compliance Committee
- Estates Strategy Committee ([Capital Projects coming up for approval in blue](#))
- Governance and Nominations Committee
- Academic Board
- Fellowships and Honorary Degrees Committee
- Chairs' Committee
- Remuneration Committee
- Staff and Culture Strategy Committee

Council will receive reports and updates on a range of regulatory, compliance and planning matters including among others:

- Ongoing Conditions for OfS
- National Student Survey Results
- Admissions and student number planning
- Safeguarding
- Prevent
- Health & Safety
- Fundraising
- King's Edge plans

The 2023 governance review resulted in the following items being introduced into the Council Business Plan:

- Student/community story to be scheduled before each Council meeting: schedule to be added to calendar of business and reviewed annually by GNC in June.
- A benchmark KPI report (no more than 12-15 in total) RAG rated, offering trajectory over time, with a named executive lead – at each meeting of Council.

Council Business Plan

*Italicised items are those that are expected to return every year**

	Item	Council Action	Submitted By
9 October 2024 AWAY DAY	Strategic focus meeting – full day	Discuss	Vice-Chancellor & Senior Executive Team
	Business meeting: VWB Decant 152-158 Strand	Approve Approve	AP Campus Futures VP Finance
18 November 2024 <i>(Business focus)</i> Council Room, Strand	Community story – PAIR experience	Discuss	Professor of Marketing, KBS
	<i>Financial Statements*</i>	Approve	Finance Committee
	<i>Update on Five-year Forward Plan for OfS*</i>	Approve	Finance Committee
	<i>Management Accounts</i>	Note	Finance Committee
	<i>Investment Subcommittee Annual Report</i>	Note	Finance Committee
	<i>External Audit Report and Management Letter of Representation*</i>	Approve	Audit, Risk & Compliance Committee
	<i>Annual Statement regarding the Prevent Duty*</i>	Approve	Audit, Risk & Compliance Committee
	<i>Annual College Safeguarding Report*</i>	Approve	Audit, Risk & Compliance Committee
	<i>Annual Report of the ARCC</i>	Note	Audit, Risk & Compliance Committee
	<i>Internal Assurance Update</i>	Note	Audit, Risk & Compliance Committee
	<i>Annual Research Integrity Statement*</i>	Approve	Audit, Risk & Compliance Committee & Academic Board
	<i>Annual OfS Registration Report*</i>	Approve	Academic Board
	<i>Researcher Concordat Action Plan: 2024 Report*</i>	Approve	Academic Board
	Champion Hill	Note	Estates Strategy Committee & Finance Committee
	Bush House Southwest Wing OBC	Approve	Estates Strategy Committee & Finance Committee
	Committee memberships	Approve	Chair of Council/Chair of GNC
	KCLSU Returning Officer Report	Note	KCLSU
	<i>Annual Report of the Remuneration Committee*</i>	Note	Remuneration Committee

	Item	Council Action	Submitted By
20 January 2025 <i>(strategic focus)</i> Council Room, Strand	AKC community story	Discuss	<i>TBC</i>
	<i>Modern Slavery Act Annual Statement*</i>	Approve	Chief Procurement Officer/Audit, Risk & Compliance Committee
	Strategic discussion - Committee Chairs reflections - Update on Strategy 2030	Discuss	Committee Chairs Vice-Chancellor & President
	Report from GNC - Governance Review Implementation Update	Approve	Chair of GNC
	Unconfirmed minutes of Academic Board meeting	Note	Chair of Academic Board
31 March 2025 <i>(Business focus)</i> Council Room, Strand	Student/community story - <i>Pharos AI</i>	Discuss	Professor Graham Lord
	KCLSU Article of Association	Approve	KCLSU
	KCLSU Annual Report	Note	KCLSU
	<i>Annual Health & Safety Report*</i>	Approve	Audit, Risk & Compliance Committee
	Board Assurance Framework – update	Note	Audit, Risk & Compliance Committee
	<i>Enterprise Portfolio Management</i>	Note	Audit, Risk & Compliance Committee
	Bush House South-West Wing - update	Note	Estates Strategy Committee
	Champion Hill	Approve	Finance Committee
	<i>Fellowships of the University</i>	Approve	Fellowships & Honorary Degree Committee
	Independent Members' Executive Search Update	Note	Governance & Nominations Committee
	Academic Board membership of Council	Approve	Governance & Nominations Committee
	Amendments to Ordinances	Approve	Governance & Nominations Committee
	Committees Terms of Reference Review	Approve	Governance & Nominations Committee
	Extension of the Vice-Chancellor and President's appointment for a further term	Approve	Governance & Nominations Committee
12 May 2025 <i>(Strategic focus)</i> Council Room, Strand	Student/community story – Lancet Obesity Commission	Discuss	Professor Graham Lord
	<i>Access and Participation Plan Monitoring Report*</i>	Approve	
	Board Assurance Framework		Audit, Risk & Compliance Committee
	King's Climate Sustainability	Note	
	<i>KCL/KCLSU Memorandum of Understanding and Code of Practice – working draft</i>	Discuss	KCL SU/ Vice-Chancellor & President

	Item	Council Action	Submitted By
21 July 2025 (Business focus) Bush House 8th Floor	Student/community story -TBC	Discuss	TBC
	<i>KCL/KCLSU Memorandum of Understanding and Code of Practice – final draft</i>	Approve	KCL SU/ Vice-Chancellor & President
	<i>KCLSU Returning Officer’s Election Report</i>	Note	KCLSU
	<i>Draft Integrated Planning Process 2024-2027 and 2024-2025 Budget Setting</i>	Approve	Finance Committee
	<i>Annual Report of the Fundraising Ethics Review Group</i>	Approve	Audit, Risk & Compliance Committee
	<i>Annual Fundraising Compliance Report</i>	Approve	Audit, Risk & Compliance Committee
	Bush House South-West Wing Full Business Case	Approve	Finance Committee
	<i>Membership & Searches</i>	Approve	Governance, Performance & Remuneration Committee
	<i>Report on senior team performance and remuneration</i>	Discuss	Governance, Performance & Remuneration Committee
	King’s Student Protection Plan	Approve	Academic Board
	JEI SUSTech Student Protection Plan	Approve	Academic Board



Actions Log

Action required

- ☐ For approval
- ☐ For discussion
- ☒ To note

Executive summary

Council is asked to note the actions taken following discussions at previous meetings and to agree that actions proposed for closure can be closed.

Actions Log

Meeting	Minute	Topic	Action	Notes	Owner	Original deadline	Progress
18-11-24	9.1	Financial Statements	Broader reflection of the target audience in the financial statements in future iterations	A new format will be agreed before the end of May which will be applied to the financial statements.	Chief Financial Officer and Vice-Chancellor	November 2025	In progress
18-11-24	9.1	King's Endowment Fund Ethical Investment Policy	Further discussion to be held with KCLSU, representing the student community, and UCU, representing the staff community, with a view to a further report to the March meeting of the Finance Committee	Discussed at the Finance Committee meeting in March 2025.	Chief Financial Officer	March 2025 meeting of Finance Committee	In progress
18-11-24	9.1	Champion Hill	Joint meeting of Finance Committee and Estates Strategy Committee to be scheduled in the new year to consider options	Champion Hill was considered at the March meetings of each committee, and a joint recommendation is on the agenda for Council's approval.	University Secretary	January 2025	Proposed for closure
18-11-24	11.1	Academic Board & BAF	It was suggested that a "BAF teach-in" be scheduled in the new year	This was discussed at the ARCC meeting in March and is on the Council agenda for this meeting.	University Secretary	By March 2025	Proposed for closure
23/11/21	7.1 (iii)	LIHE	Review of benefits two to three years post-occupation against what was promised.	Action raised in 2021 Council to agree whether it stays on the action log.	SVP (Operations)	2026	

Dr Sinéad Critchley
 University Secretary and Director of Assurance
 March 2025

King's College Council

Meeting date 31 March 2025

Paper reference KCC-25-03-31-07.1

Status Final

Access Members

Vice-Chancellor's Report

Action required

- ☐ For approval
☐ For discussion
☒ To note

Paper Explanation for Members

Why is this paper being presented?	Report from Vice-Chancellor & President highlighting current issues and events and developments since the last meeting of Council.
What are the key points/issues?	Admissions; NSS; International Subject Rankings; King's Benefits; HR updates
What is required from members?	To note

Paper Submitted by:

Vice-Chancellor & President

[REDACTED]

[REDACTED]

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Faculty	apps this cycle	apps to date last cycle	dif % apps to date this cycle vs last	offers this cycle	offers to date last cycle	dif % offers to date this cycle vs last	firm this cycle	firm to date last cycle	dif % firm to date this cycle vs last	enrol target this cycle	anticipated offers req. for target	current no decision
A&H	6,545	6,939	-6%	1,543	1,338	15%	446	446	0%	1,086	3,021	2,742.3
DPSoL	2,856	3,019	-5%	1,278	1,120	14%	469	311	51%	941	2,225	1,122.0
FoDOCS	528	504	5%	114	53	115%	24	10	140%	135	296	323.0
FoLSM	2,764	2,950	-6%	1,003	1,119	-10%	125	159	-21%	894	2,346	1,147.5
IoPPN	3,309	3,084	7%	1,238	844	47%	168	110	53%	1,460	3,149	1,640.0
KBS	8,769	10,098	-13%	3,644	3,267	12%	672	1,041	-35%	1,388	4,669	2,807.5
NMES	4,617	5,616	-18%	2,225	1,525	46%	299	368	-19%	659	3,223	1,253.5
NMPC	177	85	107%	62	25	151%	12	8	61%	218	301	77.6
SSPP	8,968	10,781	-17%	3,646	3,626	1%	655	758	-14%	2,242	7,121	3,121.9
Totals	38,532	43,075	-11%	14,752	12,915	14%	2,870	3,209	-11%	9,022	26,769	14,235.3

[REDACTED]

NSS Campaign update

After nine weeks of this year's campaign, the **NSS 2025 response rate has reached 67%**. This is the same at this stage in 2024 when King's achieved its highest response rate on record and the highest in the Russell Group, and demonstrates the continued success of our long-term approach to improving engagement with the survey.

As well as reaching the 50% threshold in the shortest time period on record, the latest response rate is also **20% ahead of the response rate at this stage in 2022**, highlighting the impact of our **three-year strategy** to drive higher NSS participation and secure responses much earlier in the campaign.

What's Driving This Success?

Our strong progress is the result of a combination of key initiatives, including:

Strategic leadership – a designated role which designs and delivers the institutional campaign and works with faculty and non-faculty teams on local plans and promotions.

A year-long communications campaign – Ensuring students understand how their feedback directly shapes and enhances their university experience. A **'Your Feedback in Action'** email series was opened over 12,000 times and read by over 3,000 final year students.

A refined promotions and incentive strategy – prominent physical and digital marketing, a team of Student Survey Ambassadors deliver physical promotional activity across all our campuses, and taking a more nuanced approach to motivating participation through desirable incentives.

Enhanced faculty coordination, collaboration and engagement – Strengthening collaboration to deliver personalized, authentic messaging from programme leaders.

Harnessing data to demonstrate what works – close monitoring of response rate data to understand and share what techniques work in driving response rates up.

International Subject Rankings

With an overall score of 95.5, King's overtook the University of Pennsylvania as number 1 in the world for nursing, in the QS World University Rankings by Subject 2025. King's also moved into 4th place worldwide for Dentistry, while Geography moved up 10 places to 14th globally. Across broad subject areas, Life Sciences & Medicine at King's rose to 11th in the world, and Arts and Humanities rose to 19th globally. The rankings take into account key areas of performance such as student experience, university partnerships, research activity and faculty qualifications.

King's Benefits – Launch of Salary Finance

A new addition to My Kings Benefits has been launched. Salary Finance supports King's employees with their financial wellbeing. Through the scheme King's employees can access financial education resource; save easily through salary; earn bonuses on savings; and borrow through salary

HR updates

VP (People & Talent)/CPO

Lisa Adams has been confirmed in her role as VP (People & Talent)/Chief People Officer. Lisa brings over three decades of cross-sector leadership experience in HR, Talent and Change Management across the public and private sectors. In her early career, she held a number of HR, Change and Strategy roles in global management consultancy firm, Accenture, followed by OD and Talent roles in two FTSE 100 companies. In 2014, she moved to the not-for-profit sector, as Head of Senior Leadership Development for the Church of England, working with Bishops and Cathedral Deans on a programme of 'Reform & Renewal' for the institution. More recently, she held senior leadership roles in two key government departments - the Department of the Environment, Food & Rural Affairs (Defra) and the Cabinet Office. Defra was one of the Civil Service departments most impacted by leaving the European Union and as Group HR Director, Lisa led the HR response to that transition for its core department, executive agencies and key delivery partners,

including the Environment Agency and Natural England. Following the Civil Service, she was Interim Chief People Officer for an NHS Integrated Care Board.

Assistant Principal (Innovation)

Professor Sebastien Ourselin has been appointed to a new role of Assistant Principal (Innovation). He will take up this new fractional role on March 1st and continue in his leadership of the School of Biomedical Engineering & Imaging Sciences in FoLSM and his Director roles including the Director of the London Institute for Healthcare Engineering and the Director for Digital Health and Data Sciences for KHP.

The Assistant Principal (Innovation) role has been created to respond to the University's growth and strategic ambitions for innovation and enterprise. Seb will work at local, national and international levels to foster, maintain and grow strategic partnerships and alliances with industry, government and non-government. He will work closely with Professor Sir Bashir M. Al-Hashimi, Vice President (Research & Innovation) and with colleagues across King's on the University's approach to research translation, commercialisation, spinouts and ventures builders, to facilitate application and impact. This is a senior leadership role within the research and innovation portfolio, reporting to the Vice President (Research & Innovation), at times deputising for Bashir beyond the responsibilities of innovation.

Section B – President's External Visits/Meetings/Visitors

13th Jan – KCL/Whitehall & Industry Dinner
16th Jan – I visited Regent's University
22nd Jan – KHP Board meeting
23rd Jan – visit to King's by King Abdullah University of Science and Technology
24th Jan – meeting with Indian High Commissioner
28th Jan – Whitehall & Industry Group Breakfast Briefing – inside the Department for Education and Skills
29th to 31st March – oration at All India Institute Of Medical Science, New Delhi and visit with Indian agents and alumni
4th Feb - Whitehall & Industry Group Individual Development Program Dinner
7th Feb – UCAS briefing on application data
11th Feb – DFE strategy session
12th Feb – meeting with Global University Systems and FutureLearn
13th Feb – interview on Wonkhe Show
13th Feb – Russell Group Board
18th Feb – meeting with Monash University
18th Feb – meeting with Prof Clive Kay, KCH
18th Feb – Strand Group event with Rachel Blake MP
25th Feb – meeting with Sir Michael Pakenham
3rd/4th March – Blavatnik Awards events
11th March – Rabbi Sacks Lecture
18th March – Goodenough College Dinner
19th March – Round table with SoS for Health and Social Care
19th March – UUK freedom of speech meeting
19th March – UUK Chancellor's Reception
20th March – Russell Group VC's meeting with CBI
21st March – KCL Alumni Association annual dinner

Section C - Media Coverage

- We were delighted to welcome The Princess Royal for the official opening of the Quad earlier this month. The Quad provides a teaching home for the Department of Engineering, with cutting-edge facilities and spaces for students and researchers and enabling the next generation of engineers to find solutions to real world problems.

- King's Global Institute for Women's Leadership (GIWL) hosted its annual event to mark International Women's Day, with GIWL chair and former Prime Minister of Australia Julia Gillard being joined in conversation by Secretary of State for Education and Minister for Women and Equalities Bridget Phillipson.
- In February, during my trip to India, I launched the second year of the Vice-Chancellor Awards for PGT students domiciled in India. Successful applicants, who will receive a £10,000 fee waiver, will demonstrate how they aspire to use the skills and knowledge gained during their studies to enhance and benefit society. News was shared across media publications in India following my interview with the Press Trust of India.
- King's research and studies have continued to be covered widely in media publications across the world. Notably, coverage of a new Global Commission which proposes a new way to diagnose obesity, chaired by King's Professor Francesco Rubino. The news was covered by over 1,700 media publications worldwide.

Research from NMES has discovered self-healing roads, made from biomass waste and designed using AI, could offer a solution to the country's £143 million pothole problem.

An international group of scientists, led by SSPP, has revealed how continued global warming will lead to more parts of the planet becoming too hot for the human body over the coming decades.

Shitij Kapur, Vice-Chancellor & President
March 2025

King's College London Council	
Meeting date	31 March 2025
Paper reference	KCC-25-03-31-07.2
Status	Final
Access	Members and senior executives

Benchmark Report March 2025 Update

Action required

- ☐ For approval
☐ To recommend for approval
☐ For discussion
☒ To note

Paper Explanation for Members

Why is this paper being presented?	This paper is the latest update on the University's actual and relative performance across a broad range of key metrics grouped together in six thematic sections
What are the key points/issues?	<p>In terms of changes in absolute performance compared to the previous year, 26 metrics have improved, 8 have remained largely unchanged and 13 have declined – a reasonably significant improvement on the same period last year</p> <p>In terms of performance relative to the benchmark group, King's is above the upper quartile in 14 areas, above the average but below the upper quartile in 11 areas, below the average but above the lower quartile in 6 areas and within the lower quartile in 7 areas.</p> <p>The sections on Staff Diversity and Productivity demonstrate positive change in all their metrics, although in the case of the Productivity section there are still some metrics where King's remains within the lower quartile of the benchmark group</p>

Paper History

Action Taken [noted/recommended/discussed/approved]	By [Committee name]	Date of Meeting
N/A	N/A	N/A

Paper Submitted by:

Richard Salter, Director of Analytics FPSPA

King's College London Benchmark Report (March 2025)

1. Introduction

- 1.1 The benchmark report is grouped into six sections, each containing between six to 10 indicators. It is designed to give a reasonable comprehensive high-level overview of the University's performance across the different facets of its mission and operation.
- 1.2 The benchmark report is updated twice annually, in March and September. It provides the previous years' actuals and/or the estimate for the latest year where finalised data is not yet available. Performance is also contextualised through the use of different benchmark groups. The composition of the benchmark group changes between metrics as appropriate but it is mostly commonly Russell Group institutions.
- 1.3 Faculty level versions of the benchmark report are also produced and reviewed as part of the annual Integrated Planning Process (IPP). The faculty level reports use a subset of metrics as not all of them are reproducible below institution level.
- 1.4 Whilst the latest available data is used, there is some lag in the reporting particularly when it comes to the benchmarking data. This is particularly worth noting for those metrics which are more volatile over time as the internal data will be more current than the benchmarking data presented.
- 1.5 For some metrics it is not possible to benchmark the institution's performance. However, the metrics have still been included as they cover an important aspect of the University's performance and the internal trend data is thought to be instructive.
- 1.6 The benchmarking report used a RAG rating system to show the most recent trend in performance and a similar system to denote its performance relative to the benchmark group. In terms of changes in absolute performance compared to the previous year, 26 metrics have improved, eight have remained largely unchanged and 13 have declined – a reasonably significant improvement on the same period last year.
- 1.7 In terms of performance relative to the benchmark group, King's is above the upper quartile in 14 areas, above the average but below the upper quartile in 11 areas, below the average but above the lower quartile in six areas and within the lower quartile in seven areas.
- 1.8 Due to lack of key national *student* data available this year, some metrics are still benchmarked against the 2021/22 data. The Higher Education Statistics Agency (HESA) have encountered problems in publishing a complete 2022/23 student cohort, and, whilst we are in the process of purchasing the data in question, it will not be made available until later in the year. This is also true of the 2023/24 staff data, which we are also in the process of purchasing.

2. Broad Metric Themes

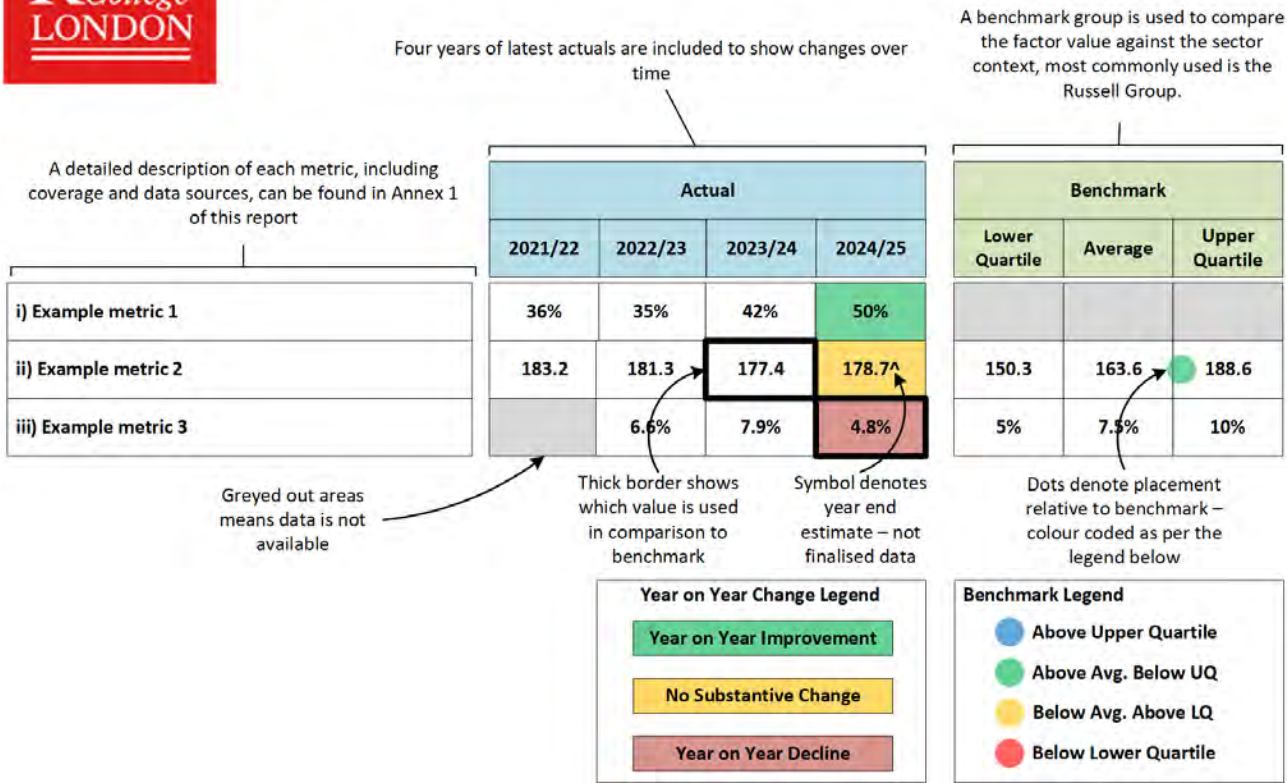
- 2.1 **Section A) Education:** A small dip in *Ratio of offers to firm acceptances* is expected this year, but this still signifies a positive direction of travel over a longer period of time. *Average Tariff Scores* continues to decrease, this reflects the sector wide reduction in top grades in recent years, i.e. compared to the peak during the pandemic, but also at King's an increased number of contextual offers and greater flexibility in the confirmation of places. The estimates for *Non-Continuation Rate* are a little volatile, but a strong improvement is nevertheless expected, with King's expecting to see the lowest rates of non-continuation for some time.

- 2.2 **Section B) Student Diversity:** The percentage of *Ethnic Minority Entrants* continues to grow and still sits very favourably compared to the sector. The percentage of *White Working Class Males* and *Most Deprived Entrants* have decreased this year, but the percentage of the student body comprised of international students is set to increase, despite the sector wide drop in Overseas students.
- 2.3 **Section C) Research:** Whilst there 2024/25 *Citations* data is not available yet, the benchmarks for 2023/24 have been added, and King's ranks in the top quartile for both sub-metrics. *Research Income per FTE* is currently expected to reduce significantly this year. The current year figure is subject to change, at present the estimate is based on an anticipated drop of research income (~£6m) and an increase in teaching & research staffing numbers. All other updated metrics in this area look set to improve often by a substantial margin, with *Ventures* and *Jobs Created* bouncing back from comparatively poor 2023/24 figures.
- 2.4 **Section D) Staff Diversity:** Improvements are seen compared to the prior year across every metric in this section. The *International % of Staff Body* metric experiences the most modest rise, but this is already an area King's traditionally performs well in, consistently in and round the upper quartile threshold of the benchmark group.
- 2.5 **Section E) Sustainability:** One of the poorer performing areas last year, the Sustainability theme looks much healthier for 2024/25, particularly in the financial metrics. *Student/Staff Ratio* will likely see a small increase from 2023/24 but still compares favourably to the previous two years. Early efforts to reduce reliance on the big three student markets bare some fruit with a modest drop, as can be seen on the *International Student Market Diversity* metric, but this is not an easy lever to pull over a short timeframe.
It is worth noting that the surplus metric is based on the methodology used in the Financial Statements as opposed to the methodology used for the Management Accounts.
- 2.6 **Section F) Productivity:** This is another area where all metrics have improved compared to the previous year, though it will be interesting to see the comparison against more recent benchmarks when they become available. Some areas of expenditure, such as *Staff Costs*, have increased, but this has been more than negated by a rise in overall income, resulting in an improved metric score. *Teaching Space Usage* has also improved compared to the previous year, with the newly acquired sector data making for even more positive reflection. *Student Income per Student FTE* continues to increase and is strongly correlated with the *% Change in Higher Fee Paying Students* metric. Despite the improvements, King's remains in the lowest quartile of the benchmark group for research cost recovery, staff and premise costs.

3. Benchmark Report Guide



King’s College London Benchmarking Report: Guide





King's College London Benchmarking Report

A) Education

	Actual				Benchmark		
	2021/22	2022/23	2023/24	2024/25	Lower Quartile	Average	Upper Quartile
i) Ratio of offers to firm acceptances (%)	36.9	38.1	39.3	38.0^			
ii) Average Tariff Score	169.0	167.9	163.4	160.5^	158.0	164.7	182.5
iii) Non-Continuation Rate (%)	7.2	7.3	6.8	6.3^			
iv) Student Experience (%) A) NSS* B) PTES C) PRES	n/a	75.9	75.4		78.0	79.2	80.8
	81.4	82.6	82.0		79.1	82.0	83.7
		82.0			77.8	78.7	82.2
v) GOS Graduate Outcomes (%)	86.2	87.6	85.1		82.2	83.9	87.2

* 2021/22 NSS score not comparable due to changes in the methodology after that year

B) Student Diversity

	Actual				Benchmark		
	2021/22	2022/23	2023/24	2024/25	Lower Quartile	Average	Upper Quartile
i) Ethnic Minority Entrants (%)	64.2	62.3	66.1	69.9^	28.8	48.4	62.9
ii) White Working Class Male (%)	1.7	1.6	1.6	1.2^	3.1	4.3	6.6
iii) Most Deprived (IMD) Entrants (%)	15.5	17.7	18.0	17.0^	8.9	11.5	16.0
iv) BME Attainment Gap A) 1sts B) 1sts & 2:1s	-10.9	-13.7	-13.2^		-13.5	-9.3	-6.8
	-5.0	-9.8	-9.6^		-10.6	-8.1	-5.4
v) International % of Student Body	44.8	43.7	41.2	42.6^	26.2	35.0	41.6

C) Research

	Actual				Benchmark		
	2021/22	2022/23	2023/24	2024/25	Lower Quartile	Average	Upper Quartile
i) Field Weighted Citations A) Top 10% B) Top 10% per FTE	19.8 1.39	19.7 1.31	17.9 1.09		15.8 0.66	16.9 0.74	17.8 0.89
ii) Research Income per FTE (£000s)	£123.9	£125.0	£129.4	£120.9^	£97.4	£122.0	£148.7
iii) Percentage RGC Income from RCs (%)	27.7	28.9	27.1		32.1	35.3	43.0
iv) PGR per Academic Staff FTE	1.20	1.11	1.10	1.24^	1.18	1.32	1.55
v) PGR Submission rate (%)	87.1	89.1	85.1				
vi) Innovation (£Ms) A) KE Income B) Investment into Spin Outs formed using King's IP	37.6	36.2	45.4		35.1	50.1	93.8
	154.9	143.0	137.6	149.9^			
vii) Entrepreneurship A) Ventures B) Jobs Created	38	42	11	26^			
	37	40	9	18^			

Year on Year Change Legend:

Year on Year Improvement

No Substantive Change

Year on Year Decline

Benchmark Legend:

Above Upper Quartile

Above Avg. Below UQ

Below Avg. Above LQ

Below Lower Quartile



King's College London Benchmarking Report

D) Staff Diversity

	Actual				Benchmark		
	2021/22	2022/23	2023/24	2024/25	Lower Quartile	Average	Upper Quartile
i) Senior Female Staff (%)	40.4 51.8	42.3	42.9	43.6^	33.2	36.2	37.6
		54.2	55.0	56.8^	50.0	53.0	53.8
ii) BME Staff (%)	22.7 23.4	24.8	25.3	26.2^	24.6	27.7	34.9
		24.6	25.7	26.4^	23.7	25.0	28.1
iii) Female BME Staff (%)	11.2 14.2	12.3	12.8	13.6^	12.3	14.9	16.4
		15.5	16.3	17.3^	13.0	15.4	17.7
iv) International % of Staff Body	35.3	35.7	35.0	35.4^	23.0	29.8	35.6

E) Sustainability

		Actual				Benchmark		
		2021/22	2022/23	2023/24	2024/25	Lower Quartile	Average	Upper Quartile
Financial	i) Surplus as a % of Income	3.7	4.9	-0.2	1.7^	0.5	4.4	6.5
	ii) External Borrowing as a % of Income	35.8	33.1	31.7	28.9^	42.8	34.9	27.8
	iii) Student Staff Ratio	14.0	13.3	12.3	12.7^	14.4	14.0	13.3
	iv) Philanthropic Income (£000s)	26,545 11,209	55,742 28,920	15,925 23,704	40,644^ 18,708^			
Envmnt.	v) Space Utilisation (SqM per FTE)	9.4	9.0	9.4	9.5^	10.0	9.4	9.0
	vi) Environment	-64%	-64%	-54%	-54%^			
		8.0	8.4	9.6	9.6^	13.9	11.6	8.9
Intl.	vii) International Student Market Diversity (% Students from Largest 3 Sources)	55%	54%	48%	50%^			
		73.7	74.9	75.1	74.6^	87.3	83.8	75.0

F) Productivity

	Actual				Benchmark		
	2021/22	2022/23	2023/24	2024/25	Lower Quartile	Average	Upper Quartile
i) Research Cost Recovery (%)	62.7	62.0	63.4		64.5	71.6	75.9
ii) Staff Costs as a % of Income	54.3	54.3	59.0	58.0^	54.2	52.1	50.3
iii) % Change in Higher Fee Paying Students (Indexed against 12/13)*	238.4	248.0	257.7	286.8^	54.2	89.5	137.5
iv) Premise Costs as a % of Income	13.5	13.5	14.0	13.5^	13.0	11.4	11.0
v) Student Income per Student FTE (£)	18,563	19,032	20,352	22,657^	13,399	15,290	18,378
vi) Teaching Space Usage		61.2 43.7	56.6 37.5	64.0^ 44.0^	56.7 38.2	59.0 42.3	61.2 47.8

Year on Year Change Legend:

Year on Year Improvement

No Substantive Change

Year on Year Decline

Benchmark Legend:

Above Upper Quartile

Above Avg. Below UQ

Below Avg. Above LQ

Below Lower Quartile

Appendix: KPI Definitions

KPI	Detailed definition
A) Education	
i) Ratio of offers to firm acceptances	<p>Source: UCAS</p> <p>Data relates to the year of entry the students applied to, not the admissions cycle</p> <p>Population: UG applicants to King's College London who received an offer of a place on a KCL undergraduate degree programme.</p> <p>Denominator: All UG applicants to King's College London who received an offer from King's.</p> <p>Numerator: UG offer holders who received an offer from King's and at least one other institution who made King's their first firm choice. Students who only received an offer from King's are not included in the numerator and students who accepted King's as their insurance choice are not included in the numerator.</p> <p>No Benchmark – n/a (an increased percentage is a positive outcome).</p>
ii) Average tariff score	<p>Source: HESA Student return (HEIDI Plus)</p> <p>Population: Full time, first degree, first year students aged under 21 on the 31st August holding tariff bearing qualifications (this will exclude most but not all overseas domiciled students).</p> <p>The score is the average tariff score achieved.</p> <p>Benchmark Group – Russell Group universities.</p>
iii) Non-Continuation rate	<p>Source: SITS, recreating OfS methodology.</p> <p>Population: Full time, undergraduate entrants (HESA Standard Registration population), with the OfS definition of 'New Student'.</p> <p>The proportion of students who leave Higher Education or transfer to another institution before the second year of study. The year refers to the latest year of the PI data used, i.e. the student's second year of study.</p> <p>Benchmark Group – n/a</p>
iv) Student Experience	<p><i>National Student Survey (NSS) - TEF</i></p> <p>Source: Sector wide NSS results released by Texunatech</p> <p>Population: First Degree respondents to the NSS Survey. This definition aligns with the traditional TEF measure</p> <p>Denominator: the total number of First Degree respondents to questions in the following themes: Teaching on my course, Assessment and feedback, Learning Resources, Academic Support and Student Voice</p> <p>Numerator: the total number of First Degree respondents who selected '1' or '2' in answering each of the questions listed above</p> <p>Benchmark Group – Russell Group universities</p> <p><i>Postgraduate Taught Experience Survey (PTES) & Postgraduate Research Experience Survey (PRES)</i></p> <p>Source: PTES & PRES Online Survey Results</p> <p>Population: All respondents to the PTES and PRES surveys</p> <p>The KPIs are the percentage of students who were satisfied with their overall experience.</p> <p>Benchmark Groups – Russell Group universities</p>
v) GOS graduate outcomes	<p>Source: HESA Graduate Outcomes Survey (GOS)</p> <p>Population: UK domiciled, full-time, first-degree graduates</p> <p>The proportion of graduates who find graduate-level employment or are in further study at professional or HE level within 15 months of graduating.</p> <p>Benchmark Group – Russell Group universities (Times & ST League Table).</p>

B) Student Diversity	
i) Ethnic Minority Entrant Percentage	<p>Source: HESA Student Record</p> <p>Population: UK domiciled UG FT first degree entrants aged under 21 on entry</p> <p>Denominator: Entrants with a known ethnicity</p> <p>Numerator: Entrants drawn from Asian, Black, Mixed or Other ethnic minority backgrounds</p> <p>Benchmark Group – London Institutions</p>
ii) White Working Class Male Students %	<p>Source: HESA Student Record</p> <p>Population: UK domiciled UG FT first degree students</p> <p>Denominator: Students with a known ethnicity and socio-economic classification</p> <p>Numerator: The students/parents with a socio-economic classification is 'routine occupations' from a White ethnic background, and male</p> <p>Benchmark Group – English & Welsh Institutions (Times Social Inclusion Table)</p>
iii) Most Deprived (IMD) Entrants	<p>Source: Office for Students Access & Participation Dashboard</p> <p>Population: UK domiciled FT All Undergraduates Entrants</p> <p>Denominator: Entrants with a known multiple deprivation index (2019)</p> <p>Numerator: Entrants in the most deprived quintile (quintile 1)</p> <p>Benchmark Group – English Russell Group universities</p>
iv) BME attainment gap	<p>Source: HESA Student – Qualifiers Population</p> <p>Population: UK domiciled students who qualified with a first degree</p> <p>Exclusions: Students with unclassified degrees students where the classification is not applicable (note this effectively excludes all MBBS and BDS graduates from the calculations), students whose ethnicity is unknown or not available</p> <p>To compare the attainment of BME and White students the following calculation is undertaken for each group:</p> <p>Denominator: the total number of qualifiers in a given academic year</p> <p>Numerator: the number of graduates achieving a first class degree (or first class and upper second – reported separately) in a given academic year</p> <p>The difference between the percentage of BME qualifiers with a high classification and the percentage of White qualifiers with a high classification is reported</p> <p>Benchmark Group – Russell Group universities</p>
v) International % of Student Body	<p>Source: HESA Student and HESA Staff Records</p> <p>Population: All Students within the session population</p> <p>Denominator: the total FTE of those within the session population</p> <p>Numerator: the FTE of students with a non-UK domicile</p> <p>Benchmark Group – Russell Group universities</p>
C) Research	
i) Field weighted citations in the top 10%	<p>Source: SciVal (Elsevier) and HESA Staff Record</p> <p><i>Field weighted citations in the top 10%</i></p> <p>Percentage of papers that are in the top 10 citation percentile. Data has been field weighted and all papers (including self-citations) counted in the data. Data have been cut by publication year – it is acknowledged that this is problematic for providing year on year trend data as SciVal feeds of live data and there is no way of precluding citations made within a certain time frame</p> <p><i>Field weighted citations in the top 10% per Academic FTE</i></p> <p>Numerator/Citations: Number of papers in the top 10 citation percentile. Data has been field weighted and all papers (including self-citations) counted in the data. Data have been cut by publication year – it is acknowledged that this is problematic for providing year on year trend data as SciVal feeds of live data and there is no way of precluding citations made within a certain time frame.</p>

	<p>Denominator/Staff Population: Sum of the contract FTE in the HESA session population, excluding atypical and including only staff whose academic employment function is both teaching and research</p> <p>Benchmark Group – Russell Group universities</p>
ii) Research Income per FTE	<p>Source: HESA Finance Record and HESA Staff Record</p> <p>Income: Total Research Grants & Contract Income</p> <p>Staff Population: Sum of the contract FTE in the HESA session population, excluding atypical and including only staff whose academic employment function is both teaching and research</p> <p>Benchmark Group – Russell Group</p>
iii) % RGC income from funding councils	<p>Source: HESA Finance Return</p> <p>The proportion of research grants and contracts income that is received from research funding councils</p> <p>Benchmark Group – Russell Group universities</p>
iv) PGR per Academic Staff FTE	<p>Source: HESA Student & Staff Record</p> <p>Student Population: Full Time PGR students in the standard registration population, this is excluding writing up and submitting students.</p> <p>Staff population: All staff FTEs (excluding Atypical) where the academic employment function is Teaching and Research</p> <p>The ratio is calculated by dividing the student FTEs by the staff FTEs</p> <p>Benchmark Group – Russell Group universities</p>
v) PGR submission rate	<p>Source: SITS Internal Data</p> <p>KPIs relate to the starting cohort from 4 years prior. E.g. 2023/24 KPI relates to the 2019/20 cohort</p> <p>Numerator: Number of FT research students that submitted within 4 active years</p> <p>Denominator: Total eligible FT research entrants for submission (not including students that transferred to part-time, withdrew within 1 year or still within submission deadline).</p> <p>Benchmark Group – n/a</p>
vi) Innovation	<p><i>Knowledge Exchange Income</i></p> <p>Source: HE-BCI Return</p> <p>The total income earned from Contract Research, Consultancy and IP income. IP income does not count income from the sale of shares in spin-offs.</p> <p>Benchmark Group – Russell Group universities</p> <p><i>Innovation – Investment into Spin Outs formed using King’s IP (5 year rolling average)</i></p> <p>Source: RMID – IP & Licensing Team</p> <p>The total amount invested by third parties into spin outs which have an incorporation date in one of the previous 10 years and are based wholly or partially on licensed King’s IP. This is a 5 year rolling average, and the figures displayed are the average of the investment in these spin outs over the most recent completed 5 years, where by year we are referring to the year the investment was made, not the year the spin out was founded.</p> <p>Benchmark Group – n/a</p>
vii) Entrepreneurship	<p>Source: King’s Entrepreneurship Institute</p> <p>Measures aim to deliver entrepreneurial skills and experiences, employment, wealth creation and impact.</p> <p>There are two measures: a measure of the number of ventures and their founding teams supported each year in conjunction with the Entrepreneurship Institute, and the number of jobs created through these ventures.</p> <p>Benchmark Group – n/a</p>

D) Staff Diversity	
i) Senior Female staff	<p>Source: HESA Staff Return</p> <p>Population: All staff FTE in the HESA session population, where senior staff are identified using HESA contract levels (XpertHR Level I and all UCEA levels). Academic and Professional Service staff proportions are reported separately and identified using the Academic Employment Function</p> <p>Benchmark Group – Russell Group universities</p>
ii) BME staff	<p>Source: HESA Staff Return</p> <p>Population: All staff FTE in the HESA session population. Only staff on HESA contract levels XpertHR Levels K, J & I and all UCEA levels are included. Academic and Professional Service staff proportions are reported separately and identified via the Academic Employment Function</p> <p>Benchmark Group – London universities</p>
iii) Female BME Staff	<p>Source: HESA Staff Return</p> <p>Population: All staff FTE in the HESA session population. Only staff on HESA contract levels XpertHR Levels K, J & I and all UCEA levels are included. Academic and Professional Service staff proportions are reported separately and identified via the Academic Employment Function</p> <p>Benchmark Group – London universities</p>
iv) International % of Staff Body	<p>Source: HESA Staff Return</p> <p>Population: All Staff within the session population</p> <p>Denominator: the total FTE of those within the session population</p> <p>Numerator: the FTE of staff with a non-UK nationality</p> <p>Benchmark Group – Russell Group universities</p>
E) Sustainability	
i) Surplus as % of income	<p>Source: HESA Key Financial Indicators</p> <p>Denominator: the total value of income earned / received</p> <p>Numerator: the total of the surplus / deficit before other gains / losses and share of surplus / deficit in joint ventures, excluding the movement in pensions costs provision</p> <p>Benchmark Group - Russell Group institutions</p>
ii) External borrowing as a % of income	<p>Source: HESA Key Financial Indicators</p> <p>Denominator: the total value of income earned / received</p> <p>Numerator: the total value of all external borrowing in the form of Bank overdrafts, loans, obligations under leases, loans repayable to the funding council</p> <p>Benchmark Group - Russell Group institutions</p>
iii) Student / Staff Ratio	<p>Source: HESA Student and HESA Staff returns</p> <p>SSR as defined by HESA. The ratio is calculated by dividing student FTEs by staff FTEs under the population definitions specified.</p> <p>Student component (numerator): Student FTE within the session population, where FTE is reduced if students are on an industrial placement or if any provision is delivered by a partner.</p> <p>Staff component (denominator): Staff FTE within contract session population with academic employment function of either teaching only or teaching and research.</p> <p>Benchmark Group - Russell Group institutions</p>
iv) Philanthropic income	<p><i>Philanthropic Income – New Funds Secured</i></p> <p>Source: Fundraising and Supporter Development</p> <p>This figure is the total of philanthropic income recorded internally using the New Funds Secured methodology which counts all pledges from major donors in full at the point of when the pledge is secured (a signed gift agreement), irrespective of when the cash for that gift might be received.</p> <p>Benchmark Group – n/a</p>

	<p><i>Philanthropic Income – OfS Definition</i> Source: OfS Financial Data Collection Income analysed by source and includes income from New Endowments, donations with restrictions and unrestricted donations. This figure is the total of philanthropic income reportable to the OfS. Fundraising and Supporter Development also raise money for associated NHS trusts and charities. This is not reflected in this measure as it cannot be benchmarked. Benchmark Group – Russell Group Universities</p>
v) Space utilisation	<p>Source: HESA Estates Management Return, HESA Staff & HESA Student Record The indicator is the ratio of the gross internal area (excluding residences) by Staff and HE Student FTEs Benchmark Group – London Russell Group universities</p>
vi) Environment	<p><i>Carbon Reduction</i> Source: Sustainability team King's set a target of 43% reduction in its scope 1 and scope 2 emissions to 2020 across the whole estate and has set a target of net zero by 2025. The baseline is the emissions level in 2005. This KPI shows the percentage reduction in each year. Internal figures used instead of HESA EMR. This is because the EMR does not account for additional sources of carbon, e.g. leaked fluorinated gas from air conditioning units Benchmark Group – n/a</p> <p><i>Water Used Per FTE</i> Source: HESA Estates Management Return for final values/Sustainability team for estimates This indicator is designed to measure King's performance against its aim of reducing water consumption. The measure reports total water consumed across the King's estate (the sum of non-residential and residential water consumption) in m3 divided by Staff and Student FTE Benchmark Group – Russell Group universities</p> <p><i>Waste Recycled</i> Source: Sustainability team This metric uses the King's waste data calculation methodology to show the proportion of waste (excluding construction and hazardous / clinical waste) that has been recycled in year. Internal figures used instead of HESA EMR as our target is for non-hazardous operational waste (excluding construction and clinical waste), but HESA ask to include clinical waste in reporting Benchmark Group – n/a</p>
vii) International Student Market Diversity	<p>Source: HESA Student Record Denominator: Total FTE of all students in the session population Numerator: Total FTE of students in the session population from three most prominent recruitment sources by country of domicile (England, China, India) Benchmark Group – Russell Group institutions</p>
F) Productivity	
i) Research Cost Recovery	<p>Source: TRAC Research Cost Recovery % excluding RDEC money Benchmark Group – TRAC Peer Group</p>
ii) Staff Costs as a % of Income	<p>Source: OfS Financial Data Collection Denominator: Total value of income earned / received Numerator: Total staff costs, excluding the pensions costs relating to the deficit recovery plan in 2019/0</p>

	Benchmark Group - Russell Group institutions
iii) % Change in Higher Fee Paying Students	<p>Source: HESA Student Record</p> <p>Population: This indicator uses all student FTEs (HESA Session population excludes incoming exchange students) Overseas students are defined as students who pay an overseas fee (FEEELIG = 2). Data are indexed against a baseline of 2012/13 and the metric displays the percentage increase seen since 2012/13</p> <p>Benchmark Group – Russell Group institutions</p>
iv) Premise Costs as a % of Income	<p>Source: OfS Financial Data Collection</p> <p>Denominator: Total value of income earned / received</p> <p>Numerator: Total premises, other operating expenses</p> <p>Benchmark Group – Russell Group institutions</p>
v) Student Income per Student FTE	<p>Source: OfS Financial Data Collection & HESA Student Record</p> <p>Denominator: Total UG and PGT student FTEs in the HESA Session Population</p> <p>Numerator: Total teaching grant, tuition fees and education contracts income</p> <p>Benchmark Group – Russell Group institutions</p>
vi) Teaching Space Usage	<p>Source: Estates Teaching Space Audit/HESA Estates Management Record</p> <p>Population: This looks at teaching space only, not offices. This includes: classrooms, lecture theatres, and teaching laboratories. King's did not report survey based measure in 17/18 so that data is not available</p> <p><i>Frequency (%)</i> Average frequency of teaching space by campus usage. Frequency is the number of hours a room is in use as a proportion of total availability (the timetabled week)</p> <p>Benchmark Group – Russell Group institutions</p> <p><i>Occupancy (%)</i> Average occupancy of teaching space usage by campus. Occupancy is the average group size as a proportion of total capacity for the hours a room is in use.</p> <p>Benchmark Group – Russell Group institutions</p> <p>Note: Benchmark data only includes institutions which have used a survey based measure for comparability.</p>

KCLSU Update

Action required [tick ONE box]

- ☐ For approval
☐ To recommend for approval [use when a different Committee has approval authority]
☐ For discussion
☒ To note

Paper Explanation for Members

Why is this paper being presented?	<p>This paper is presented to provide King's College Council with an update on the recent work and priorities of the KCLSU, including key activities led by elected student officers and strategic organisational developments. It is intended to keep members informed of ongoing initiatives that reflect student priorities and the Union's contribution to the university community.</p>
What are the key points/issues?	<p>Officer Priorities and Activity:</p> <p>Officers are actively advancing campaigns in areas such as decolonisation of curriculum, postgraduate employment, cost-of-living support, accessibility, and ethical investment.</p> <p>Significant external engagement includes participation in national SU conferences and local partnership events.</p> <p>Governance Milestones:</p> <ul style="list-style-type: none"> - KCLSU held a successful Company Members Meeting on 17 February 2025, where students approved the adoption of new Articles of Association. A final decision now rests with the College Council at its 31 March meeting. - A Members Meeting on 11 March 2025 saw overwhelming student support for ethical investment, with 89.37% voting in favour. <p>Elections and Student Engagement:</p> <ul style="list-style-type: none"> - The 2025 KCLSU Elections saw the second-highest voter turnout in history, with six new sabbatical officers elected. - The number of candidates increased, and manifesto pledges offer insight into current student priorities. <p>Student Life and Representation:</p> <ul style="list-style-type: none"> - Events such as Varsity 2025 and Welcome Fair planning are underway, with a focus on inclusion, accessibility, and community engagement. - Initiatives like the Shuttle Bus campaign, Student Voice development, and the Volunteer Showcase demonstrate strong

	student leadership and impact across academic and co-curricular areas.
What is required from members?	<p>To note the wide-ranging work of KCLSU and its elected student officers in enhancing student life and representing key student concerns.</p> <p>To be aware of the successful Company Members Meeting outcome and the student vote in favour of the new Articles of Association, ahead of today's Council's meeting, and to note that College Council will need to provide their 26% vote to approve the articles.</p> <p>To recognise the strength of student engagement across governance, campaigns, events, and elections, and the growing role KCLSU continues to play in institutional partnerships and student experience enhancement.</p>

Paper Submitted by:

Julia Kosowska
Vice President Education (Health)
KCLSU

Sheeba Naaz
Vice President Postgraduate
KCLSU

Part 1 Officer Updates

Sheeba Naaz has been working on three key priorities; Decolonisation and Diversification of Curriculum, Festival Friendly Timetabling, and Improved Employment Opportunities for PGTs. Sheeba has been working closely with King's Academy on the decolonisation and diversification of the curriculum and festival friendly timetabling. She aims to co-develop a toolkit for tutors to assist with scheduling essay deadlines that avoid clashes with major religious and cultural festivals. To ensure student voices are central to this work, Sheeba is developing a survey to gather feedback on the current curriculum and its inclusivity, which will be circulated shortly. In addition, she plans to collect video testimonies from students to capture how pedagogy impacts their academic experience. A similar survey will also be conducted to assess how timetabling clashes affect students' ability to meet both academic and cultural/religious obligations. She has been supporting King's Doctoral Student Association's (KDSA) work on UKRI London [allowance increase](#) for Postgraduate Research students. Together with the KDSA President, she is involved in a cross-London collaboration with several Students' Unions, collectively campaigning for an increase in the London weighting allowance. Sheeba represented KCLSU the Russell Group Students' Union Conference (RGSU) at Queen's University, Belfast and has promoted the RGSU's International Students' Survey. She also attended the Student Governors Training Conference hosted by Advance HE and participated in Action Learning Sets with other student Governors. She has been engaging with students through Officer's Chai and Chat drop-ins.

Julia Kosowska has attended the Student Services Review Workshop and was invited to join the newly formed Reference Group. She has also attended a Module and Course Feedback working group meetings and worked with academic staff members to develop an appropriate guidance for Grace Periods. She has actively worked with KCLSU colleagues to promote the KCLSU Elections by recording videos for social media platforms to give students insight into the role of a Sabbatical Officer and encouraging students to take part in elections. Julia is working with the Russell Group Students' Union (RGSU) to learn how other Russell Group universities support their students with Cost-of-Living-Crisis, especially those in healthcare-related degrees on professional placements, and how that knowledge could be used to support students at King's. She attended the RGSU conference in Belfast and she will attend another conference in Bristol. Julia is very keen to support KCLSU colleagues with the induction for incoming Student Officers and ensure continuity of the work that current team of Officers has been doing. She has also been in touch with King's colleagues working closely with TASK and King's Academy to understand how KCLSU Officer and King's teams working with students can work more closely together and complement each other's work.

Haneen Farid (HF) has been pushing for a corporate conclusion on arms investment, reflecting student priorities. She successfully pushed for the first KAAS review in a decade, ensuring student representation, and gathered over 355 signatures for the "Halls for All" petition. She is also working with King's Sport & Wellness to improve women's gym access by advocating for better storage, security policies, and expanded equipment. In committees, she raised concerns about accessibility in learning materials, student welfare, and automatic extra time for assessments, ensuring that disabled students' needs are considered. Her student engagement efforts through the officer drop-in sessions called 'Chai & Chat' focus on working to improve interaction of KCLSU officers with students. In the upcoming months, she plans on approaching the Governance and Nominations Committee to advocate for student representation on the Finance Committee and Investment Sub-Committee, discussing the university's financial transparency with the CFO.

Virajit Singh has been working towards this year's first townhall meeting. Townhall meetings are an effort to directly engage with sports societies and activity groups. Virajit will circulate an informal survey to KCLSU's student groups, and the top three issues mentioned by students will form the agenda to be discussed and deliberated at the Townhall. He is currently supporting an emerging student-led campaign that aims to keep Wednesday afternoons free for extracurricular activities and he hopes to share more information on this soon.

Part 2 Union Strategic Updates

1. Building Collective Power for Educational and Social Change

1.1 Company Members Meeting – Student Endorsement of New Articles of Association

On **13 February 2025**, KCLSU held a **Company Members Meeting** to vote on adopting a new **Articles of Association** – a critical step in strengthening the Union’s governance and aligning with modern charity law and student expectations.

The meeting was chaired by **Sheeba Naaz, Vice President Postgraduate**, who was formally delegated by the Board of Trustees to preside over the proceedings. The vote marked the culmination of extensive consultations with legal advisers, staff, and students.

Voting Outcomes:

- **Total number of students enrolled:** 50,776
- **Quorum requirement (0.5%):** 253.88
- **Total participants in the vote:** 768
- **Total valid votes:** 605
- **Votes in favour:** 422 (69.75%)
- **Votes against:** 183
- **KCLSU Quota (49%) to pass:** 296.45

The quorum was significantly exceeded, and the motion passed with a robust 69.75% majority, giving KCLSU the clear democratic mandate from its members to adopt the new governing documents.

However, as part of the shared governance model with King’s College London, **final ratification requires a 26% vote in favour from the College Council**. While the University’s **Senior Leadership Team** has indicated **in-principle support**, formal consideration by College Council will take place on **31 March 2025**.

Next Steps:

- A **compliance review of the Bye-Laws** is underway to align them with the new Articles.
- A **review of the Memorandum of Understanding (MoU)** between KCLSU and KCL will ensure that the partnership framework reflects the new constitutional arrangements.
- The **Board of Trustees** will receive and formally note the outcome of the vote at its **April 2025 meeting**.

This marks a major step forward in aligning KCLSU governance with sector best practice.

1.2 Members Meeting – Ethical Investments Motion Receives Overwhelming Support

On **11 March 2025**, KCLSU held a Members Meeting to vote on a student-submitted motion calling for KCLSU to adopt a formal position on **ethical and socially responsible investments**.

Voting Data:

- **Total students enrolled:** 50,776
- **Quorum requirement (0.5%):** 253.88
- **Total votes cast:** 1,924
- **Total valid votes:** 1,750
- **Votes in favour:** 1,564 (89.37%)
- **Votes against:** 186
- **Simple majority required:** 876

With **89.37% voting in favour**, this motion passed decisively, becoming KCLSU's official **corporate position on ethical investment**. The high turnout and support demonstrate the value students place on aligning institutional investment policies with their values of sustainability, justice, and social responsibility.

1.3 KCLSU Elections – A Resounding Display of Student Engagement

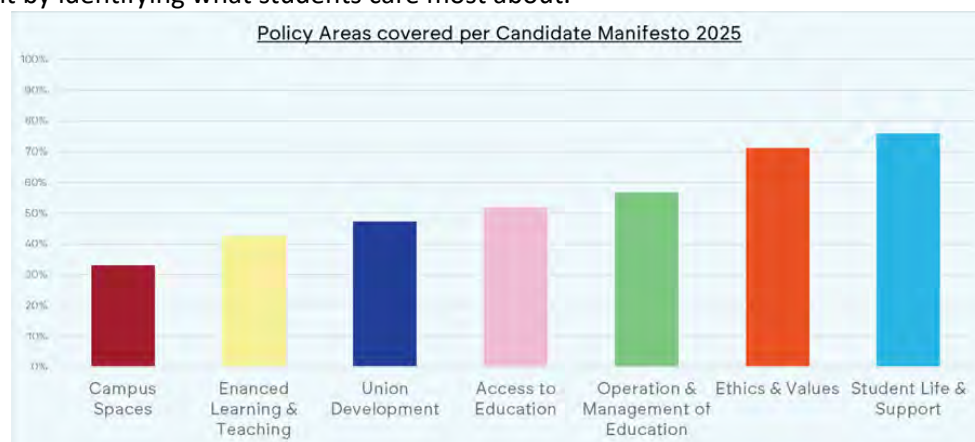
The KCLSU Elections for the **2025/26 academic year** demonstrated an exceptional level of student democratic participation, with **6,157 students casting their votes**—the **second-highest turnout in KCLSU's history**.

Elected Sabbatical Officer Team 2025/26:

- **President:** Baiyu Liu – Elected at **Stage 5** with **1,445.5 votes**
- **VP Activities & Development:** Dulcie Wainwright-Pilton – Elected at **Stage 4** with **941.5 votes**
- **VP Education (Health):** Hasnain Jafer – Elected at **Stage 3** with **1,008 votes**
- **VP Education (Arts & Sciences):** Maryam Jamil – Elected at **Stage 4** with **782.5 votes**
- **VP Postgraduate:** Sheeba Naaz – Elected at **Stage 1** with **966.5 votes**
- **VP Welfare & Community:** Fatima Hire – Elected at **Stage 1** with **1,031 votes**

With **21 nominees**, up from 17 in 2024, this year's elections saw a more diverse candidate pool, showing continued enthusiasm for student leadership. All candidates attended a comprehensive two-hour briefing and developed manifestos articulating their vision and pledges.

Manifesto Trend Analysis: Manifestos were analysed using the six broad **Union Agenda themes** – KCLSU's strategic lens on student life priorities. Where manifestos focused on improving the Union itself, pledges were categorised as **Union Development**. This analysis will inform future campaigning, policy, and service development by identifying what students care most about.



1.4 Shuttle Bus Campaign and Student Voice Expansion

In a major win for student influence, additional funding from King's **Transformation Office** has enabled KCLSU to expand its **Student Voice team**, supporting the delivery of a coordinated **Shuttle Bus campaign** and broader representation projects.

We have welcomed a new **Student Voice Facilitator** and **Student Voice Coordinator** to the team. Working alongside the **Student Voice Design Consultant**, they collaborate with King's colleagues and **Nous delivery partners** to embed student voice into university projects.

This team also supports key participatory initiatives, including:

- **TASK (Teaching and Assessment Student Knowledge)**
- **King's Experience Student Co-Governance Group**

- **Campus Futures programme**

These collaborative efforts aim to make structural improvements to students' academic and campus experience through direct, meaningful student involvement.

1.5 Union Agenda Recognition and Sector Impact

Following the successful launch of the **Union Agenda** to the **University Executive** in KCLSU's last institutional report, the framework has now been shared widely with students and staff across King's. It is fast becoming a unifying lens for both student and staff-led activity.

On **18 March 2025**, **Jorgen Clemmensen-Floholm**, KCLSU's Policy & Research Coordinator, was invited to speak at **WONKHE's Secret Life of Students Annual Conference**. He presented the Union Agenda as a practical organising framework for campaigners and student leaders, receiving strong feedback and interest from sector peers. This marks a significant moment in KCLSU's national influence and showcases our leadership in student-led innovation.

2. Developing Communities for All

2.1 Varsity 2025 – Honouring Tradition, Fostering Unity

The **London Varsity Series 2025** continues the legacy of friendly rivalry between King's College London and University College London. Dating back to 2004, the event has grown into **one of London's largest student sporting competitions**, uniting students, staff, and alumni.

Varsity Impact:

- Celebrates athleticism and university pride across football, rugby, netball, basketball, hockey, and more
- Draws **thousands of spectators and participants**
- Supports inclusion through tailored engagement initiatives

KCLSU is working closely with **King's Sport** to ensure Varsity 2025 is:

- Promoted widely across campuses
- Accessible for all students
- Reflective of King's diversity and spirit

Fixtures can be found here: [London Varsity Series Fixtures](#)

2.2 Liberation & History Month Programming

This term, KCLSU delivered two powerful Liberation History Month series:

- **LGBTQ+ History Month**
- **Women's History Month**

In collaboration with student groups and networks, these months included workshops, panel discussions, film screenings, and more, ensuring students from marginalised backgrounds feel seen, supported, and celebrated.

2.3 One World Festival – Celebrating Culture and Faith

In January, the **One World Festival** brought together students from a range of cultural and faith backgrounds.

- **7 student-led events** and **7 staff-led events**
- Highlights included:
 - **Food Fair** with over **300 attendees**
 - **Language Café** in partnership with the King's Language Centre, drawing **35 participants**

- Event Net Promoter Score (NPS): **64**

2.4 Student Volunteering Week – 987 Participants Across 15 Events

Held in February, **Student Volunteering Week 2025** was KCLSU's most successful ever:

- **15 events**, including litter-picking, card-making, bake sales, and markets
- **479 attendees** at the Volunteering Fair
- Extensive blog content and spotlights on student volunteers
- Total engagement: **987 students**

This success demonstrates the strength of KCLSU's civic engagement work and students' commitment to giving back to their communities.

2.5 Wellbeing Hubs – Time Out Tuesdays & Thursdays

Time Out Hubs have been reintroduced and run weekly at all campuses:

- **Total attendance (Term 1): 1,219**
 - o Guy's: 482
 - o Denmark Hill: 326
 - o Strand: 199
 - o Waterloo: 212
- 30-student feedback survey results:
 - o **93%** felt their wellbeing improved
 - o **89%** would attend again

The hubs are supported by Faculty Wellbeing Advisors, KCLSU's Advice & Wellbeing team, and Student Wellbeing Ambassadors. They will continue until **25 April 2025**.

2.6 Welcome Fair 2025 – Planning Underway

KCLSU's largest student event returns on **Monday 22 September 2025**, hosted at **Old Billingsgate** from **10am to 8pm**, with a dedicated **quiet hour** to promote accessibility.

2024 Welcome Fair Highlights:

- **6,935 attendees**
- **1,107 student stallholders**
- **328 student groups showcased**
- **16,000 memberships purchased**
- Significant engagement increases:
 - o **+5%** in PGT student attendance
 - o **+3%** in Faculty of Nursing attendance

KCLSU is partnering with the **King's Welcome Team** to ensure strong engagement with:

- Denmark Hill-based students
- Postgraduate Taught and Research students
- Distance learners

3. Equipping Students to Lead

3.1 Awards Season – Celebrating Leadership Across the Year

KCLSU has transitioned from one large awards night to an **Awards Season**, honouring a wider range of student leaders in smaller, more focused events.

Volunteer Showcase – February 2025

Celebrated **Volunteer Leads**—students who run impactful projects that serve local communities. The event featured presentations from:

- **Womxn in STEM** – Career outreach and workshops for school-aged girls
- **Boundless Compassion** – Hosted Ansar Youth Project, supported 20 youth, raised **£700** for Link Age Southwark
- **African and Caribbean Medical Society** – Supported Black applicants to medical school through mentorship and mock interviews
- **KCL Taekwondo** – Provided free coaching and competition access for 16 disadvantaged youth

Upcoming Awards Season events include:

- **Rep Awards** – Recognising academic representatives
- **Student Media Awards** – Celebrating creativity, journalism, and editorial impact.

KCLSU Company Members Meeting and Adoption of Articles of Association

Action required [tick ONE box]

- ☒ For approval
☐ To recommend for approval [use when a different Committee has approval authority]
☐ For discussion
☐ To note

Motion:

Approval of New Articles of Association for King's College London Students' Union (KCLSU).

On 13 February 2025, a Company Members' Meeting of KCLSU was held in accordance with the Companies Act 2006 and the current KCLSU Articles of Association, April 2019. The student members present voted to approve the adoption of a new set of Articles of Association, with effect from 1 August 2025.

In accordance with KCLSU's current governing documents, adoption of the new Articles requires approval by King's College London Council, which holds a 26% voting entitlement as a Company Law Member.

Resolution: That King's College London Council, in its capacity as a Company Member of King's College London Students' Union (KCLSU), approves the adoption of the new Articles of Association, as approved by the student members on 13 February 2025, to take effect from 1 August 2025.

Paper Explanation for Members

Why is this paper being presented?	<p>Under of the Education Act 1994, Part II King's College London Council is designated as the principal regulator of the KCLSU. The Act places a statutory duty on the University's Governing Body to ensure that the Union operates in a fair and democratic manner and to review and approve its constitution (Articles of Association) at intervals of not more than five years.</p> <p>The current Articles of Association were last approved by the King's College London Council in April 2019.</p>
What are the key points/issues?	<p>In Spring 2024, King's College London and KCLSU jointly commissioned a Governance Review conducted by Advance HE. The review concluded with several key recommendations, including:</p> <ol style="list-style-type: none"> 1. Cultural improvements in the working practices of the KCLSU Board of Trustees 2. Structural and constitutional changes to better reflect good governance and sector norms. <p>Following the review, KCLSU's proposed new Articles of Association were independently reviewed by Bates Wells, leading charity and governance solicitors. The University took independent legal advice on the proposed changes.</p> <p>Constitutional background</p> <ul style="list-style-type: none"> • KCLSU is a Company Limited by Guarantee and a Registered Charity. • All students at King's College London are, by default, members of KCLSU, unless they have formally opted out. This also gives them status as members of the company under company law.

- Amendments to the Articles of Association require:
 - A Company Members' Meeting to be held
 - A special resolution passed by at least 75% of those voting
 - Inclusion of the King's College London 26% corporate vote (as a corporate member), which is necessary for the resolution to meet the required threshold.

Company Members Meeting

A convened Company Members' Meeting was held on 13 February 2025, where all student members were invited to vote. The results were as follows:

Total number of students provided by KCL	50,776	
Quoracy = 0.5% (as per Articles of Association April 2019)	253.88	
Quoracy minus KCL corporate single vote	252.88	
Participants	768	
Total valid votes	605	
Votes for	422	
Votes against	183	
KCLSU Quota of total votes 49% to pass	296.45	49%

While the student members voted overwhelmingly in favour, the threshold to formally adopt the Articles under the current structure requires the University's 26% vote, which has not yet been exercised. Without this, the Articles of Association cannot be adopted.

Key Constitutional Changes

The proposed Articles of Association make the following significant changes:

- **Authority to Amend Articles**
 - The power to amend the Articles of Association will rest with the **Board of Trustees**, in line with sector practice.
 - The requirement to hold a Company Members' Meeting to approve changes to the Articles will be removed.
 - Any changes require the approval of King's College London.
- **Removal of 26% Kings College London Council Corporate Vote**
 - The Kings College London Council will no longer be a corporate member with a weighted vote. This vote only ever applied on matters of company law put to the full membership – not to ordinary Board of Trustees business.
 - The circumstances in which King's College London may not approve amendments to the Articles have been altered (clause 7.2), removing the previous clause that approval 'not be unreasonably delayed or withheld'.
 - Kings College London will be granted an **observer seat** on the KCLSU Board of Trustees to ensure alignment and oversight.
- **Governance Flexibility and Modernisation**
 - The Board of Trustees will have full legal and operational responsibility for governance, enabling greater agility including the ability to consider further formal governance changes, including to the composition and selection basis of the Board of Trustees.
 - A facility to hold Members' Meetings (of students) will remain for engagement and accountability purposes.

	<ul style="list-style-type: none"> ○ Provisions in relation to the circumstances in which Officer Trustees may be suspended and disqualified have been amended, and the ‘Student’ status of all Officer Trustees (including those that have completed their studies) has been clarified (thereby ensuring that University’s regulations apply). <ul style="list-style-type: none"> ● Regulatory Compliance <ul style="list-style-type: none"> ○ The King’s College London Council will retain its statutory responsibility to approve the Articles of Association at least once every five years, or whenever changes are passed by the Board of Trustees. ○ The Bye-Laws, which govern the day-to-day operations of KCLSU, are currently under review to ensure alignment with the proposed Articles of Association. ○ In addition, updates to the Memorandum of Understanding (MoU) between King’s College London and KCLSU are being drafted. <ul style="list-style-type: none"> ▪ These revisions will include formal provisions to ensure that the University is appropriately consulted and included in any proposed future changes to the Governance Framework of KCLSU, thereby reinforcing the collaborative relationship between both parties. ● Sector Context <ul style="list-style-type: none"> ○ Since the removal of exempt charitable status under the Charities Act 2006, many students' unions incorporated and adapted their governance arrangements accordingly. KCLSU was an early adopter but retained a more traditional governance structure. ○ The proposed changes bring KCLSU in line with common governance practice across the sector. Sector specialists have advised on the change. <p>Further documentation for July 2025 Kings Council</p> <p>Subject to approval of the Articles of Association, the following documents will be brought to the Council in July 2025 for review and approval:</p> <ul style="list-style-type: none"> - Revised KCLSU Bye-Laws to take legal effect from 1 August 2025, - Updated Memorandum of Understanding (MoU) between King’s College London and KCLSU (2025/26).
What is required from members?	<p>Kings College London Council, in its capacity as a corporate member of KCLSU, is invited to:</p> <ol style="list-style-type: none"> 1. Exercise its 26% corporate vote in favour of the adoption of the new Articles of Association, as approved by student members on 13 February 2025. <p>Kings College London Council in its capacity as the primary regulator of KCLSU is invited to:</p> <ol style="list-style-type: none"> 2. Approve the adoption of the new Articles of Association, to take legal effect from 1 August 2025, subject to the outcome of this vote.

Paper Submitted by:

Mr. Darren Wallis
Executive Director, Education and Students
King’s College London

Mr. Denis Shukur
Chief Executive
KCLSU

Annex 1 Advance HE Executive Summary and recommendations
Annex 2 KCLSU Draft Articles of Association

1. Introduction and executive summary

1.1 Introduction

Kings College London Students' Union (KCLSU) is an independent charity connected to Kings College London. Their charitable objects are to advance education for students at the College especially through the representation of students. Sabbatical officers take a lead on the advocacy work but, like all students' unions, it is the Trustee Board who have ultimate responsibility for the charity's processes, delivery and governance.

Advance HE was commissioned to undertake a Governance effectiveness review in 2024 to assess their governance structure and practices. This was particularly as a result of some tensions between trustees and the need to clarify roles, especially for the elected officers.

KCLSU specifically requested that the review's objectives were:

1. **Comprehensive Governance Assessment:** Undertake an in-depth analysis of KCLSU's current governance framework, focusing on transparency, accountability, and alignment with charitable objectives.
2. **Managing the Dual Roles of Sabbatical Officers:** Bidders are asked to consider the unique challenges presented by the dual roles of our sabbatical officers, as democratically elected representatives and trustees. We seek suggestions on navigating these complexities effectively, ensuring a balance between governance responsibilities and representational duties.
3. **Inclusive Stakeholder Engagement:** Actively involve a wide range of stakeholders in the review process to ensure diverse perspectives are considered and incorporated.
4. **Legal and Organisational Compliance:** Ensure that the governance structure adheres strictly to legal standards and organisational requirements, including KCLSU's articles of association and subsequent requirements.
5. **Best Practice and Sector Leadership:** While adherence to best practice is a baseline expectation, we encourage bidders to explore innovative approaches that position KCLSU's governance review outcomes as sector-leading. Proposals should highlight potential strategies to achieve this distinction and describe what these outcomes might look like in practice.

1.2 Thanks to participants

The review team would like to thank those who gave their time to participate in the review, in interviews, completing the survey or elsewhere. Particular thanks to the steering group members and staff members in the secretariat who helped with the coordination of meetings, sharing of information and general queries.

1.3 Executive Summary

We believe the report below is fair though we also believe that it is challenging of some existing cultures and practices. It is the nature of governance reviews to concentrate on areas of improvement but there was a strong desire from all board trustees and staff to support students and improve their lives while at university. Within the College staff we interviewed wanted a strong, students' union able to enhance their work, including through constructive challenge when needed and within students themselves there was a desire for an effective representation body. These values should be considered a strength and remembered as the union seeks to improve through the recommendations.

Operational support for the board was well regarded in terms of processes and the policies available are comprehensive. We found no serious concerns with compliance within our evaluation so the recommendations are about improvements to governance performance rather than a concern about legal activities.

Improvements in working together as a board as well as better training and development are key recommendations. We believe having the right culture is vital to make the board better and any alterations in process or structure will rely on this to be effective. Trustees could have better insight of their members, the College and the wider students' union sector all of which could help their focus and minimise some of the issues they currently face.

A particular area of concern that was raised was the ability of officers to understand their roles of representatives and trustees and the ability of the organisation to support them through this. This is something all students' unions experience and tensions often come from a mixture of individuals (rightly) being elected for their passions and values, a confusion about the roles of different structures within the union and the need for an informal approach to consider activity outside of a "rules based" approach. Our recommendations on culture, training and sharing sector practice on this seek to improve the experience for officers, other trustees and staff.

Advance HE have conducted the review using the Governance Maturity Framework (2020) to underpin our recommendations.

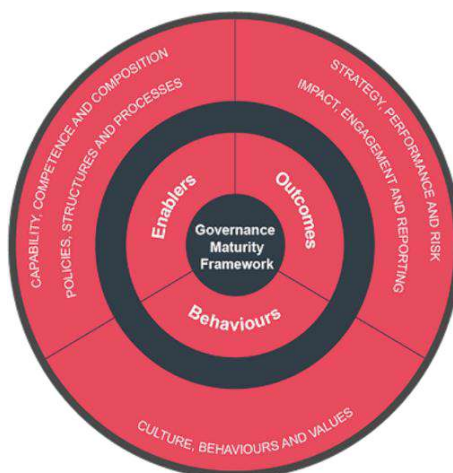


Figure 1: Governance Maturity Framework (2020)

2. Table of Recommendations

2.1 Presentation and priority

Collated here are the recommendations for improvement which should be read with the narratives within section 4 so as to fully understand the intentions we have when presenting them. These are presented with a recommended order of priority that is colour coded:

Red	A recommendation that requires immediate consideration and should be a high priority, but may require some thought or consultation before implementation.
Amber	A recommendation that should add significant value but is not considered urgent.
Green	A 'quick win' recommendation that it should be possible to implement with minimal consultation and effort.

Section	Recommendation	
4.1	Reduce barriers in communication and engagement between different trustees, discouraging grouping for trustee issues where possible.	
4.1	Ensure regular and ongoing activities to build social capital between trustees especially at the points of transition when officers and student trustees join the board and early in the academic year.	
4.2	A stronger focus on cultural support for governance including how people work together and the reasoning behind the processes put in place is needed.	
4.3	Improved trustee specific training for officers and students, ideally facilitated externally. At least some element should involve all members together.	
4.3	Plan ongoing board development for trustees throughout the year.	
4.3	Ensure board chair has adequate training and support and consider this for subcommittee chairs also.	
4.4	Improved induction and ongoing interaction between all board members and democratic leaders.	
4.4	Better training for student volunteers and officers on the roles of the board and how they interact with democratic structures.	
4.5	Improved student insight reporting at the board to improve the breadth and impact of decision making.	
4.6	Improve alignment of strategic work between the college and the students' union.	
4.6	Create informal events between the college and trustees, to improve awareness and build relationships.	
4.6	Consider the position of the university as a company member of the union.	
4.7	Encourage trustees and staff to meet with other students' unions and attend sector training or events to share good practice.	
4.8	Review interest and conflict of interest policy as well as training for staff and trustees.	
4.9	Review the process for prioritising discussions at the board and assessing risks of action and inaction.	
4.9	Review KPIs in line with the development of a CEO appraisal.	
4.10	Strengthen appraisal and support for the CEO and ensure regular meetings and processes are followed.	
4.10	Improve reporting to the board on CEO activity.	

Section	Recommendation	
4.11	Increase the number of lay trustees in conjunction with strengthening relationships on the board.	
4.11	Appoint rather than elect student trustees.	
4.11	Consider a lay chair and officer vice-chair rather than the current structure.	
4.12	Change the company law members of the students' union from all students to just trustees using the NUS model to protect student interests.	

The Companies Act 2006

Articles of Association

of King's College London Students' Union

Company Limited by Guarantee and
Not Having a Share Capital

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BACKGROUND

- (A) This is the governing document of King's College London Students' Union (known as the "**Union**" in this document).
- (B) The Union is a charity (as defined in the Charities Act 2011) and also a students' union (as defined in the Education Act 1994).
- (C) These Articles have been structured to put the Student Members' voice at the democratic heart of decision-making and the setting of Policy; while affording a reasonable margin of discretion to the Trustees to discharge their duties under charity law – to ensure that the SU is run prudently and effectively.
- (D) The Union will seek at all times to ensure that the diversity of its Student Membership is recognised, and that equal access is available to all Student Members; it will pursue its aims and objectives independently of any political party or religious group; and will pursue equal opportunities by taking positive action within the law to facilitate participation of all groups.
- (E) Under the Education Act 1994 King's College London has a statutory duty to ensure that the Union operates in a fair and democratic manner and is held to proper account for its finances. The Union therefore works alongside King's College London in ensuring the affairs of the Union are properly conducted and that the educational and welfare needs of the Student Members are met.

PART 1 - KEY CONSTITUTIONAL PROVISIONS**1. Definitions and Interpretation**

The meanings of any defined terms used in these Articles are set out in Article 37. If any dispute arises in relation to the interpretation of these Articles or any of the Bye-Laws, it shall be resolved by the Trustees.

2. Objects

The objects of the Union are the advancement of education of Students at King's College London for the public benefit by:

- 2.1 promoting the interests and welfare of Students at King's College London during their course of study and representing, supporting and advising Students;
- 2.2 being the recognised representative channel between Students and King's College London and any other external bodies; and
- 2.3 providing social, cultural, sporting and recreational activities and forums for discussions and debate for the personal development of its Students.

3. Powers

The Union has the power to do anything which helps to promote its objects. For the avoidance of doubt (and without limitation) it may:

Services and student activities

- 3.1 provide services and facilities for Students;
- 3.2 establish, support, promote and operate a network of student activities for Students;
- 3.3 support any fundraising activities carried out by Students for charitable causes (including the provision of administrative support, banking facilities and acting as a holding trustee of any funds raised);

Manage its finances

- 3.4 raise funds;
- 3.5 borrow money (including, without limitation, for the purposes of investment or raising funds);
- 3.6 accept or disclaim gifts (of money and/or other property);
- 3.7 lend money and give credit to any person or company, take security for such loans or credit, and guarantee or give security for the performance of contracts by any person or company;
- 3.8 invest money not immediately required for its objects in or upon any investments, securities, or property;
- 3.9 set aside funds for particular reasons, or as reserves;

- 3.10 open and operate bank accounts and other facilities for banking and draw, accept, endorse, issue or execute promissory notes, bills of exchange, cheques and other instruments;
- 3.11 give guarantees or other security for the repayment of money borrowed, for a grant, or for the discharge of an obligation (but only in accordance with the restrictions in the Charities Act 2011); and
- 3.12 pay out of the funds of the Union the costs of forming and registering the Union;
- 3.13 delegate the management of investments to an appropriately experienced and qualified Financial Expert provided that:
 - 3.13.1 the investment policy is set down in writing for the Financial Expert by the Trustees;
 - 3.13.2 every transaction is reported in a timely manner to the Trustees;
 - 3.13.3 the performance of the investments is reviewed regularly by the Trustees;
 - 3.13.4 the Trustees are entitled to cancel the delegation at any time;
 - 3.13.5 the investment policy and the delegation arrangements are reviewed regularly;
 - 3.13.6 all payments due to the Financial Expert are on a scale or at a level which is agreed in advance and are notified in a timely manner to the Trustees on receipt; and
 - 3.13.7 the Financial Expert may not do anything outside the powers of the Trustees;

Manage its property affairs

- 3.14 dispose of, or deal with, all or any of its property (but only in accordance with the restrictions in the Charities Act 2011);
- 3.15 acquire or rent any property of any kind and any rights or privileges in and over property and construct, maintain, alter and equip any buildings or facilities;
- 3.16 arrange for investments or other property of the Union to be held in the name of a nominee or nominees (and pay any reasonable fee for this);
- 3.17 impose (revocable or irrevocable) restrictions on the use of any property of the Union, including (without limitation) by creating permanent endowment;
- 3.18 incorporate and acquire subsidiary companies; and
- 3.19 insure the property of the Union against any foreseeable risk and take out other insurance policies as are considered necessary by the Trustees to protect the Union;

Work with other organisations

- 3.20 establish and support (or aid in the establishment and support of) any other organisations, execute charitable trusts and subscribe, lend or guarantee money or property for charitable purposes;

- 3.21 become a member, associate or affiliate of or act as trustee or appoint trustees of any other organisation (including without limitation any charitable trust, including a charitable trust of permanent endowment property held for any of the charitable purposes included in the Union's objects);
- 3.22 co-operate with other charities, voluntary bodies, statutory authorities and other bodies and exchange information and advice with them; and
- 3.23 amalgamate or merge with or acquire or undertake all or any of the property, liabilities and engagements of any body;

Manage its day-to-day operations

- 3.24 subject to Article 4 (Limitation on private benefits):
 - 3.24.1 engage and pay employees, consultants and professional or other advisers; and
 - 3.24.2 make reasonable provision for the payment of pensions and other benefits to or on behalf of employees and former employees of the Union and to their spouses and dependents; and
 - 3.24.3 enter into compromise and settlement arrangements with them;
- 3.25 alone or with other organisations:
 - 3.25.1 carry out campaigning activities;
 - 3.25.2 seek to influence public opinion; and
 - 3.25.3 make representations to and seek to influence governmental and other bodies and institutions regarding the reform, development and implementation of appropriate policies, legislation and regulations, provided that all such activities shall be confined to the activities which an English and Welsh charity may properly undertake;
- 3.26 provide indemnity insurance for the Trustees or any other officer of the Union in accordance with, and subject to the conditions in, Section 189 of the Charities Act 2011 (provided that in the case of an officer who is not a Trustee, the second and third references to "charity trustees" in the said Section 189 shall be treated as references to officers of the Charity);
- 3.27 trade in the course of carrying out any of its objects and carry on any other trade which is not expected to give rise to taxable profits;
- 3.28 provide or procure the provision of advice, counselling and guidance;
- 3.29 write, make, commission, print, publish or distribute materials or information in any medium, or assist in these activities;
- 3.30 promote, initiate, develop or carry out education and training and arrange, provide or assist with exhibitions, lectures, meetings, seminars, displays or classes;
- 3.31 promote, encourage, carry out or commission research, surveys, studies or other work, making the useful results available;
- 3.32 provide or appoint others to provide advice, guidance, representation and advocacy; and

3.33 enter into contracts to provide services to or on behalf of other bodies.

4. **Limitation on private benefits**

4.1 The income and property of the Union shall be applied solely towards the promotion of its objects.

Permitted benefits to Company Law Members, Trustees and Connected persons

4.2 No part of the income and property of the Union may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any Company Law Member, and no Trustee may:

4.2.1 sell goods, services or any interest in land to the Union;

4.2.2 be employed by, or receive any remuneration from, the Union; or

4.2.3 receive any other financial benefit from the Union

unless the payment is permitted by Articles 4.3 or 4.4 or authorised by the court or the Charity Commission.

4.3 A Trustee may receive the following benefits from the Union:

4.3.1 a Trustee or a person who is Connected with a Trustee may receive a benefit from the Union in their capacity as a beneficiary of the Union;

4.3.2 a Trustee or a person who is Connected with a Trustee may be reimbursed by the Union for, or may pay out of the Union's property, reasonable expenses properly incurred by them when acting on behalf of the Union;

4.3.3 an Officer Trustee or a person who is Connected with a Trustee may be paid reasonable and proper remuneration for any goods or services supplied to the Union on the instructions of the Trustees provided that:

(a) for the avoidance of doubt, the authorisation under this provision shall extend to the remuneration of Officer Trustees and persons Connected with a Trustee under contracts of employment with the Union;

(b) the amount or maximum amount of remuneration is set out in an agreement in writing between the Union and the Officer Trustee or person Connected with a Trustee providing the goods or services (which for the avoidance of doubt may be a contract of employment);

(c) before entering into the agreement described at Article 4.3.3(b) the Trustees must be satisfied that it would be in the best interests of the Union for the goods or services to be provided by the Officer Trustee or the person Connected with a Trustee for the amount or maximum amount set out in that agreement;

(d) subject to Article 4.3.3(a), the authorisation under this provision shall not extend to the service of acting as Trustee;

- (e) if the person being remunerated is a Trustee the procedure described in Article 26 (Conflicts) must be followed in considering the appointment of the Trustee and in relation to any other decisions regarding the remuneration authorised by this provision;
 - (f) if the person being remunerated is a person Connected with a Trustee the procedure described in Article 26 (Conflicts) must be followed by the relevant Trustee in relation to any decisions regarding such person;
 - (g) subject to Article 4.5, this provision and Article 4.4.3 may not apply to more than half of the Trustees in any financial year (and for these purposes such provision shall be treated as applying to a Trustee if it applies to a person who is Connected with that Trustee); and
 - (h) at all times the provisions of the Education Act are complied with;
- 4.3.4 a Trustee or a person who is Connected with a Trustee may receive interest at a reasonable and proper rate on money lent to the Union;
- 4.3.5 a Trustee or a person who is Connected with a Trustee may receive reasonable and proper rent for premises let to the Union;
- 4.3.6 the Union may pay reasonable and proper premiums in respect of indemnity insurance effected in accordance with Article 3.26; and
- 4.3.7 a Trustee or other officer of the Union may receive payment under an indemnity from the Union in accordance with the indemnity provisions set out at Article 36;

provided that where benefits are conferred under Article 4.3, Article 26 (Conflicts) must be complied with by the relevant Trustee in relation to any decision regarding the benefit.

Subsidiary Companies

- 4.4 A Trustee may receive the following benefits from any Subsidiary Company:
- 4.4.1 a Trustee or a person who is Connected with a Trustee may receive a benefit from any Subsidiary Company in their capacity as a beneficiary of the Union or of any Subsidiary Company;
 - 4.4.2 a Trustee or a person who is Connected with a Trustee may be reimbursed by any Subsidiary Company for, or may pay out of any Subsidiary Company's property, reasonable expenses properly incurred by them when acting on behalf of any Subsidiary Company;
 - 4.4.3 a Trustee or a person who is Connected with a Trustee may be paid reasonable and proper remuneration by any Subsidiary Company for any goods or services supplied to any Subsidiary Company, with the prior approval of the Trustees (including services performed under a contract of employment with any Subsidiary Company or otherwise) provided that, subject to Article 4.5, this provision and Article 4.3.3 may not apply to more than half of the Trustees in any financial year (and for these purposes this provision shall be treated as applying to a Trustee if it applies to a person who is Connected with that Trustee);

- 4.4.4 a Trustee or a person who is Connected with a Trustee may, with the prior approval of the Trustees, receive interest at a reasonable and proper rate on money lent to any Subsidiary Company;
- 4.4.5 a Trustee or a person who is Connected with a Trustee may, with the prior approval of the Trustees, received reasonable and proper rent for premises let to any Subsidiary Company;
- 4.4.6 any Subsidiary Company may pay reasonable and proper premiums in respect of indemnity insurance for its directors and officers; and
- 4.4.7 a Trustee or a person Connected with a Trustee may receive payment under an indemnity from any Subsidiary Company in accordance with the constitution of the relevant Subsidiary Company;

provided that the affected Trustee may not take part in any decision of the Trustees to approve a benefit under Articles 4.4.3, 4.4.4 or 4.4.5

- 4.5 Where a vacancy arises on the Board of Trustees with the result that Articles 4.3.3 and 4.4.3 apply to more than half of the Trustees, the Union may continue to pay remuneration to its Officer Trustees and any person who is Connected with a Trustee who is receiving remuneration in accordance with Articles 4.3.3 or 4.4.3 provided that the Union uses all reasonable endeavours to fill the vacancy as soon as possible.

5. **Liability of Company Law Members**

The liability of each Company Law Member is limited to 10p, being the amount that each Company Law Member undertakes to contribute to the assets of the Union in the event of its being wound up while they are a Company Law Member or within one year after they cease to be a Company Law Member for:

- 5.1 payment of the Union's debts and liabilities contracted before they cease to be a Company Law Member;
- 5.2 payment of the costs, charges and expenses of winding up; and
- 5.3 adjustment of the rights of the contributories among themselves.

6. **Dissolution**

- 6.1 At any time before, and in expectation of, the winding up or dissolution of the Union, the Trustees may resolve that any net assets of the Union after all its debts and liabilities have been paid, or provision made for them, shall on the dissolution or winding up of the Union be applied or transferred in any of the following ways:

- 6.1.1 given or transferred to King's College London, or if King's College London has ceased to exist;

- 6.1.2 directly for the objects of the Union; or

- 6.1.3 to any charity or charities:

- (a) for purposes similar to the objects of the Union; or

(b) for use for particular purposes that fall within the objects of the Union.

6.2 In no circumstances shall the net assets of the Union be paid to or distributed among the Members of the Union under this Article 6.

6.3 If no resolution is passed in accordance with Article 6.1, the net assets of the Union shall be applied for such charitable purposes as are directed by the Charity Commission.

7. Reviewing and amending the Articles

7.1 King's College London shall be required to review the provisions of these Articles at intervals of not more than five years.

7.2 The approval of King's College London shall be required for any amendments to the Articles.

7.3 Subject to Article 7.2, in accordance with the Companies Act, Company Law Members may amend these articles by passing a special resolution in accordance with Schedule 1.

PART 2 - DEMOCRACY**8. Student Voice**

8.1 There is a process known as "Student Voice" by which Student Members of the Union express democratic views by:

8.1.1 Voting on matters of Policy; and

8.1.2 Engaging in elections of Officer Trustees and other roles in accordance with these Articles and Bye-Laws.

8.2 Student Voice procedures under this Article 8 may include a range of activities and shall be conducted in accordance with a timetable and process set out in the Bye-Laws. The arrangements shall satisfy the requirements of the Education Act 1994 Part II.

8.3 For the purposes of these Articles, the Student Members of the Union are all Students (including Officer Trustees) who have not ceased to be Student Members under Articles 8.4 to 8.6.

Membership

8.4 A person ceases to be a Student Member of the Union if they:

8.4.1 Notify King's College London or the Union of their wish to opt out of Student Membership (with effect from any date specified in that notice);

8.4.2 Cease to be a Student (including an Officer Trustee) (as applicable); or

8.4.3 Are removed from Student Membership in accordance with a policy approved by the Trustees under Articles 8.5 and 8.6.

8.5 The Trustees will establish and monitor a code of conduct and disciplinary procedure that all Student Members shall be required to adhere to, including when Student Members are involved in activities or at events that are administered or organised by the Union.

8.6 The code of conduct or the disciplinary procedure for Student Members may include a range of sanctions for breach of the code of conduct by a Student Member, including the suspension or removal of some of the rights and privileges of Student Membership, including the holding of office.

9. Company Law Members

9.1 The Company Law Members of the Union shall be the Trustees from time to time.

9.2 The Company Law Members shall be entered in the register of members.

9.3 The Company Law Members may pass ordinary or special resolutions in a general meeting or by written resolution in accordance with Schedule 1.

9.4 Company Law Membership shall not be transferable and shall cease on death. A Company Law Member shall cease to be a Company Law Member when they cease to be a Trustee.

- 9.5 The Trustees may establish one or more categories of associate membership. Associate members are not Company Law Members of the Union for the purposes of the Articles or the Companies Acts but may have such rights and obligations (and may be liable for any such subscriptions) as the Trustees decide from time to time. The Trustees may admit and remove any associate members in accordance with any rules that they make.
- 9.6 The Trustees may elect to and remove from Honorary Life Membership of the Union such persons as they consider to be fit. An Application for Honorary Life Membership shall be made in the form to be determined by the Trustees from time to time and Honorary Life Membership shall be subject to such rights and obligations as the Trustees consider appropriate. Provided always that such Honorary Life Members shall not be members for the purposes of the Articles or the Act and shall not be entitled to vote on any matter.

PART 3 - OFFICERS AND TRUSTEES

ROLE OF THE OFFICERS

10. Officer Trustees

- 10.1 In an Academic Year (and subject to any vacancies) the Union has up to six Officer Trustees as outlined in the Bye-Laws.
- 10.2 In a particular Academic Year, the Officer Trustees are those who:
 - 10.2.1 Have met the Eligibility Criteria, and been elected in a Cross-Campus Ballot (an "**Officer Trustee Elect**"); and
 - 10.2.2 Are serving as both a Trustee and an employee of the Union in accordance with this Article.
- 10.3 For the purposes of the Education Act 1994, the Officer Trustees are major union office holders.
- 10.4 Subject to these Articles, the Trustees will offer an Officer Trustee Elect employment on terms that they consider appropriate, which will cover the relevant Academic Year, and which may include such handover period thought appropriate (noting that they will not be an Officer Trustee outside of the Academic Year subject to any transitional provisions under these Articles).

Interim appointments

- 10.5 The Trustees may (in such manner as they deem appropriate) make such lawful arrangements as they consider appropriate to deal with vacancies arising among the Officer Trustees, including:
 - 10.5.1 Undertaking an appropriate process to find a replacement (as an employee or Trustee) to fill the position for the remainder of the Academic Year (noting the requirement in the Education Act 1994 for all major union office holders to be elected by Cross-Campus Ballot); or
 - 10.5.2 Making no appointment (but making other appropriate arrangements such as increasing the mandates of the other Officer Trustees).

APPOINTMENT AND REMOVAL OF TRUSTEES

11. Trustees

- 11.1 The Board of Trustees shall be made up of:
 - 11.1.1 not more than six Officer Trustees, elected in accordance with Article 10;
 - 11.1.2 not more than four Student Trustees, elected in accordance with Article 11.3; and
 - 11.1.3 not more than four Lay Trustees, appointed in accordance with Article 11.4.

11.2 **Officer Trustees and Trusteeship**

11.2.1 Subject to these Articles and any transitional provision determined by the Trustees, an Officer Trustee Elect:

- (a) Becomes a Trustee on the first day of the Academic Year in respect of which they were elected; and
- (b) Ceases to be a Trustee immediately before the start of the first day of the following Academic Year.

Suspension and removal of Officer Trustees

11.2.2 If an Officer Trustee is suspended from their employment or as a Student Member, they automatically cease to be a Trustee with effect from the effective date of their suspension but are automatically reappointed when the suspension(s) are lifted, for the remainder of the original term of office.

11.2.3 An individual ceases to be an Officer Trustee if they cease to be an employee of the Union, or are removed by a Vote of No Confidence; or cease to be a Trustee in accordance with Article 12 or cease to be a Student Member.

11.3 **Student Trustees**

11.3.1 When vacancies arise (or are to arise) among the Student Trustees, the Trustees will specify:

- (a) The number of vacancies; and
- (b) The start date and term of office subject to the Articles (which would be a term of approximately one year, broadly coinciding with Academic Years).

11.3.2 Vacancies shall be filled from individuals who meet the Eligibility Criteria in accordance with a procedure established in the Bye-Laws and as approved by the Trustees.

11.3.3 A Student Trustee must be a Student Member for the duration of their tenure (and shall cease to be a Student Trustee if they cease to be a Student Member). They may serve a maximum of two terms of office as a Student Trustee.

11.4 **Lay Trustees**

11.4.1 Lay Trustees may be appointed by the Trustees from time to time.

11.4.2 Lay Trustees will serve terms of up to four years in accordance with the Bye-Laws, and may serve for up to two terms as a Lay Trustee. The Trustees may permit a Lay Trustee to serve for a ninth year if they consider that exceptional circumstances have arisen justifying this.

12. **Disqualification and removal of Trustees**

In addition to Articles 11.2 and 11.3.3, a Trustee ceases to hold office if:

12.1 they cease to be a director, or become prohibited from being a director or charity trustee, by law;

- 12.2 they notify the Union in writing that they are resigning from office, and any period of time specified in such notice has passed (but only if at least a quorum of Trustees will remain in office when such resignation has taken effect);
- 12.3 the Trustees reasonably believe the Trustee has become physically or mentally incapable of managing their own affairs and they resolve to remove the Trustee from office;
- 12.4 they fail to attend three consecutive meetings of the Trustees and the Trustees resolve that they be removed for this reason;
- 12.5 at a meeting of the Trustees at which at least half of the Trustees are present, a resolution is passed that the Trustee is removed from office. Such a resolution shall not be passed unless the Trustee has been given at least 14 Clear Days' notice that the resolution is to be proposed, specifying the circumstances underlying the proposal, and has been afforded a reasonable opportunity of either (at their option) being heard by or making written representations to the Trustees.

THE ROLE OF THE TRUSTEES

13. Management of the Union's business

- 13.1 Unless the Articles provide otherwise, the Trustees are responsible for managing the Union's business, including (without limitation) the Union's governance, budget and strategy, and any steps to be taken to implement Policy. When managing the Union's business, they may exercise all the powers of the Union, and in doing so will have regard to their duties as charity trustees and the objects of the Union.
- 13.2 No alteration of these Articles or the Bye-Laws shall invalidate any prior act of the Trustees which would have been valid if that alteration had not been made.
- 13.3 All acts done by a meeting of Trustees, or of a committee of the Trustees, shall be valid, even if it is later discovered that any Trustee who participated in the vote:
 - 13.3.1 was not properly appointed;
 - 13.3.2 was disqualified from holding office;
 - 13.3.3 had vacated office; or
 - 13.3.4 was not entitled to vote.

14. Trustees may delegate

- 14.1 Unless the Articles provide otherwise, the Trustees may delegate:
 - 14.1.1 any of their powers or functions to any committee; and
 - 14.1.2 the implementation of their decisions or day-to-day management of the Union's affairs to any person or committee.
- 14.2 Any delegation by the Trustees may be:
 - 14.2.1 by such means;

- 14.2.2 to such an extent;
- 14.2.3 in relation to such matters or territories; and
- 14.2.4 on such terms and conditions,
as they think appropriate.
- 14.3 The Trustees may authorise those to whom a responsibility has been delegated to delegate further; and may change or terminate the delegation arrangements at any time.
- 14.4 The Trustees may by power of attorney or otherwise appoint any person to be the agent of the Union for such purposes and on such conditions as they determine.

15. **Committees**

- 15.1 In the case of delegation to committees:
 - 15.1.1 the resolution making the delegation must specify those who shall serve or be asked to serve on such committee (although the resolution may allow the committee to make co-options up to a specified number);
 - 15.1.2 subject to Article 15.2, the composition of any committee shall be entirely in the discretion of the Trustees and may include such of their number (if any) as the resolution may specify;
 - 15.1.3 the deliberations of any committee must be reported regularly to the Trustees and any resolution passed or decision taken by any committee must be reported promptly to the Trustees and every committee must appoint a secretary for that purpose;
 - 15.1.4 no committee shall knowingly incur expenditure or liability on behalf of the Union except where authorised by the Trustees or in accordance with a budget which has been approved by the Trustees.
- 15.2 For the avoidance of doubt, the Trustees may (in accordance with Articles 14 and 15.1) delegate all financial matters to any committee provided that such committee shall include at least one Trustee. The Trustees may empower such committee to resolve upon the operation of any bank account according to such mandate as it shall think fit provided that the signature or agreement of at least one Trustee shall be required for cheques above a certain amount as set out in the Bye-Laws and provided always that no committee shall incur expenditure on behalf of the Union except in accordance with a budget which has been approved by the Trustees.
- 15.3 The meetings and proceedings of any committee shall be governed by the Articles regulating the meetings and proceedings of the Trustees so far alternative provision is not made by any Bye-Laws.

16. **Delegation of day-to-day management powers to the Chief Executive**

In the case of delegation of the day-to-day management of the Union to the Chief Executive:

- 16.1 the delegated power shall be to manage the Union by implementing the policy and strategy adopted by and within a budget approved by the Trustees and if applicable to advise the Trustees in relation to such policy, strategy and budget;
- 16.2 the Trustees shall provide the Chief Executive with a description of their role and the extent of their authority;
- 16.3 the Chief Executive shall report regularly to the Trustees on the activities undertaken in managing the Union and provide them regularly with management accounts which are sufficient to explain the financial position of the Union; and
- 16.4 the Trustees shall provide the Chief Executive with a performance management structure to aid their work plan and development.

17. **Rules**

The Trustees may from time to time make, repeal or alter such rules as they think fit as to the management of the Union and its affairs, including (without limitation) the conduct of meetings (including any arrangements for Remote Attendance); codes of conduct and the duties of officers and employees of the Union. No rule shall be inconsistent with the Companies Acts, the Education Act 1994, the Articles or Bye-Laws or any rule of law.

DECISION-MAKING BY TRUSTEES

18. **Trustees to take decisions collectively**

Any decision of the Trustees must be either:

- 18.1 a decision of a majority of the Trustees present and voting at a quorate Trustees' meeting (subject to the casting vote described in Article 24.7); or
- 18.2 a decision without a meeting taken in accordance with Article 25.

19. **Trustees' meetings**

- 19.1 The Trustees must hold a minimum of four meetings in each Academic Year.
- 19.2 A person appointed by King's College London may attend meetings of the Trustees as an observer in accordance with the terms of the memorandum of understanding between King's College London and the Union or as otherwise permitted by the Chair of the meeting. Other guests or observers can attend meetings of the Trustees at the discretion of the Chair of the meeting. Guests or observers will not be allowed to attend any closed business of the Trustee Board.

20. **Calling a Trustees' meeting**

Four Trustees may, and the Chief Executive at the request of four Trustees must, call a Trustees meeting.

21. **Length of Notice**

A Trustees' meeting must be called by at least seven Clear Days' notice unless either:

- 21.1 all the Trustees agree; or
- 21.2 urgent circumstances require shorter notice.

22. **Contents of Notice**

Every notice calling a Trustees' meeting must specify:

- 22.1 the day and time of the meeting;
- 22.2 the place where all the Trustees may physically attend the meeting (if there is to be such a place);
- 22.3 the general nature of the business to be considered at the meeting; and
- 22.4 if it is anticipated that Trustees participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.

23. **Service of Notice**

Notice of Trustees' meetings must be given to each Trustee by such means as the Trustees decide. Such notice does not need to be in writing, but must specify the information in Article 22.

24. **Procedure for Trustees' meetings**

Quorum

- 24.1 The Trustees cannot conduct any business at a Trustees' meeting unless a quorum is participating. However, if the total number of Trustees for the time being is less than the quorum required, the Trustees may still act to appoint further Trustees, or call a general meeting to enable the Company Law Members to do so.
- 24.2 The Trustees may decide the quorum from time to time, but it must never be less than five. Unless otherwise decided, the quorum shall be five and such quorum must include a majority of Officer Trustees and Student Trustees over Lay Trustees. Where the resolution or issue under discussion concerns a matter in respect of which some or all of the Trustees have a conflict of interest the quorum shall be three.

Virtual/hybrid meetings are acceptable

- 24.3 Meetings do not need to take place in one physical place. Trustees participate in (and form part of the quorum in relation to) a Trustees' meeting, or part of a Trustees' meeting, when they can contemporaneously communicate with each other by any means. If all the Trustees participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.

Chair and Deputy Chair

- 24.4 The President shall be the Chair of the Trustees.
- 24.5 The Trustees must appoint a Lay Trustee to be Deputy Chair of the Trustees and may at any time remove them from office. The role of the Deputy Chair will be to support the Chair.

- 24.6 The Chair or, in their absence, the Deputy Chair shall preside as Chair of the meeting. In the absence of the Chair and the Deputy Chair, another Trustee appointed by the Trustees present shall preside as Chair of the meeting.

Casting vote

- 24.7 If the numbers of votes for and against a proposal at a Trustees' meeting are equal, and the Chair of the meeting is eligible to vote at the meeting, they will have a casting vote in addition to any other vote the Chair may have.

25. Decisions without a meeting

- 25.1 A decision is taken in accordance with this Article 25 when the majority of the Trustees indicate by any means that they share a common view on a matter.

- 25.2 A decision which is made in accordance with this Article 25 shall be as valid and effectual as if it had been passed at a meeting duly convened and held, provided:

- 25.2.1 the Chair or Deputy Chair or any other person who volunteers if necessary (the "**Facilitator**") puts the proposed decision to the Trustees and has taken reasonable steps to notify all Trustees of the proposed decision; and

- 25.2.2 a majority of the Trustees have indicated to the Facilitator that they approve the proposed decision.

- 25.3 Following receipt of responses from a majority of the Trustees, the Facilitator must communicate to all of the Trustees (by any means) whether the decision has been formally approved by the Trustees in accordance with Articles 25.1 and 25.2.

26. Conflicts

Declaration of interests

- 26.1 Unless Article 26.2 applies, a Trustee must declare the nature and extent of:

- 26.1.1 any direct or indirect interest which they have in a proposed transaction or arrangement with the Union; and

- 26.1.2 any duty or any direct or indirect interest which they have which conflicts or may conflict with the interests of the Union or their duties to the Union.

- 26.2 There is no need to declare any interest or duty of which the other Trustees are, or ought reasonably to be, already aware.

Involvement in decision-making

- 26.3 A Trustee's entitlement to participate in decision-making in relation to a matter depends on whether:

- 26.3.1 their situation could reasonably be regarded as likely to give rise to a conflict of interest or duties in respect of the Union (a "**Potential Conflict Situation**"); or

- 26.3.2 this is not the case (a "**No Conflict Situation**").

Any uncertainty about whether a situation is a Potential Conflict Situation or a No Conflict Situation in relation to a matter shall be decided by a majority decision of the other Trustees taking part in the relevant decision.

- 26.4 A Trustee in a No Conflict Situation can participate in the decision-making process, be counted in the quorum and vote in relation to the relevant matter.
- 26.5 A Trustee in a Potential Conflict Situation can participate in the decision-making process, be counted in the quorum and vote in relation to the relevant matter, unless:
- 26.5.1 a majority of the other Trustees taking part in the relevant decision decide otherwise; or
- 26.5.2 subject to Article 26.5.3, the decision could result in the Trustee or any person who is Connected with them receiving a benefit;
- in which case Article 26.6 applies to the decision.
- 26.5.3 the following benefits are not counted for the purposes of Article 26.5.2:
- (a) any benefit received by any person in their capacity as a beneficiary of the Union (see Article 4.3.1) which is available generally to the beneficiaries of the Union;
 - (b) the payment of premiums in respect of indemnity insurance (see Article 4.3.6);
 - (c) payment under the indemnity in Article 36;
 - (d) approval of trustee expenses policies or reimbursement of expenses (see Article 4.3.2); or
 - (e) any benefit authorised by the court or the Charity Commission under Article 4.2, so long as any conditions accompanying that authorisation are complied with.

- 26.6 If this Article 26.6 applies, the relevant Trustee must:
- 26.6.1 take part in the relevant decision-making process only to such extent as in the view of the other Trustees is necessary to inform the debate;
- 26.6.2 not be counted in the quorum for that part of the process; and
- 26.6.3 withdraw during the vote (if applicable) and have no vote on the matter.

Continuing duties to the Union

- 26.7 Where a Trustee or person who is Connected with them has a conflict of interest or conflict of duties and the Trustee has complied with their obligations under these Articles in respect of that conflict:
- 26.7.1 the Trustee shall not be in breach of their duties to the Union by withholding confidential information from the Union if to disclose it would result in a breach of any other duty or obligation of confidence owed by them; and

26.7.2 the Trustee shall not be accountable to the Union for any benefit expressly permitted under these Articles which they or any person Connected with them derives from any matter or from any office, employment or position.

27. **Register of Trustees' interests**

The Trustees must cause a register of Trustees' interests to be kept.

PART 5 - ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS PROVISIONS**28. Bye-Laws**

28.1 The Trustees shall (in consultation with Student Voice in such manner as the Trustees deem appropriate) have the power from time to time to make, repeal or amend Bye-Laws as to the management of the Union and its working practices.

28.2 The Bye-Laws cannot be inconsistent with these Articles and Schedules (and insofar as they purport to do so, are void).

28.3 Insofar as:

(a) The Articles and Schedules stipulate that the Bye-Laws will make provision for a matter, and the Bye-Laws in place do not make such provision; or

(b) The Bye-Laws make provision which is inconsistent with the Articles;

the Trustees may regulate the matter as they consider appropriate consistent with the Companies Acts, Education Act 1994 and Articles on a transitional basis until the Bye-Laws are remedied.

29. Communications by the Union***General rule***

29.1 The Union may send or supply any documents, notices, information or other material to Company Law Members, Student Members or Trustees in the manner indicated in the first column below. They will be deemed received at the time specified in the second column below. This Article is subject to Article 29.2.

Method	Deemed delivery
(a) By hand;	The day it was delivered.
(b) By post, in a prepaid envelope addressed to the recipient;	48 hours after posting, excluding any part of a day that is a Saturday, Sunday or Public Holiday.
(c) By electronic means;	The day it was sent.
(d) By making it available on a website; or	The day it was made available or (if later) the day the recipient was notified (or is deemed notified) that it was so available.
(e) By other means authorised by the Articles and the Companies Acts.	In accordance with any provisions in the relevant article or the Companies Acts.

Exceptions

29.2 The following exceptions apply:

- 29.2.1 where the Companies Act 2006 requires it, the requirements in that Act for the Union to gain a person's consent (or deemed consent) must be complied with before method (c), (d) or (as applicable) (e) is used (or before relevant material is sent in electronic form by other means);
- 29.2.2 a Trustee may agree with the Union that notices or documents concerning Trustee decision-making can be sent to them in a particular way (whether or not listed above); and that they may be deemed delivered sooner than would otherwise be the case under this Article;
- 29.2.3 a Company Law Member present in person or by proxy at a meeting of the Union shall be deemed to have received notice of the meeting and the purposes for which it was called;
- 29.2.4 a Company Law Member who does not register a postal address within the United Kingdom with the Union shall not be entitled to receive any notice from the Union by methods (a) or (b) but shall be entitled to receive any notice by methods (c), (d) or (e) (subject to Article 29.2.1 above) (and the Union may provide such a member with any notice by methods (a) or (b), in its discretion and subject to these Articles and the Companies Acts); and
- 29.2.5 where any document or material has been sent or supplied by the Union by electronic means and the Union receives notice that the message is undeliverable:
 - (a) if the material has been sent to a Company Law Member (in their capacity as such) or Trustee and is notice of a general meeting of the Union, the Union is under no obligation to send a hard copy of the material to their postal address as shown in the Union's register of members or Trustees, but may in its discretion choose to do so;
 - (b) in all other cases, the Union shall where considered appropriate (including in respect of Student Members) or where the communication falls within the scope of the Companies Act 2006 (including in respect of Company Law Members), shall send a hard copy of the material to the individual's postal address (within the United Kingdom) as shown in the Union's register of members (if any), or in the case of a recipient who is not a Company Law Member, to the last known postal address for that person within the United Kingdom (if any); and
 - (c) the date of service or delivery of the material shall be the date on which the original electronic communication was sent, notwithstanding the subsequent sending of hard copies.

30. **Secretary**

A Secretary may be appointed by the Trustees on such terms as they see fit and may be removed by them. If there is no Secretary, the Trustees may make appropriate alternative arrangements.

31. **Irregularities**

The proceedings at any meeting or on the taking of any poll or the passing of a written resolution or the making of any decision shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of

notice) or any want of qualification in any of the persons present or voting or by reason of any business being considered which is not specified in the notice.

32. **Minutes**

The Trustees must ensure minutes are made:

- 32.1 of all appointments of officers made by the Trustees;
- 32.2 of all resolutions of the Union and of the Trustees (including, without limitation, decisions of the Trustees made without a meeting);
- 32.3 of all proceedings at meetings of the Union and of the Trustees, and of committees of Trustees, including the names of the Trustees present at each such meeting; and
- 32.4 and any such minute, if purported to be signed (or in the case of minutes of Trustees' meetings signed or authenticated) by the Chair of the meeting at which the proceedings were had, or by the Chair of the next succeeding meeting, shall, as against any Company Law Member or Trustee of the Union, be sufficient evidence of the proceedings.

33. **Records and accounts**

- 33.1 The Trustees shall comply with the requirements of the Companies Acts and of the Charities Act 2011 as to maintaining a members' register, keeping financial records, the audit or examination of accounts and the preparation and transmission to the Registrar of Companies and the Charity Commission of:
 - 33.1.1 annual reports;
 - 33.1.2 annual statements of account; and
 - 33.1.3 annual returns or confirmation statements.
- 33.2 Except as provided by law or authorised by the Trustees or an ordinary resolution of the Union, no person is entitled to inspect any of the Union's accounting or other records or documents merely by virtue of being a Company Law Member.

34. **Patrons**

The Trustees may appoint and remove any individual(s) as patron(s) of the Union and on such terms as they shall think fit. A patron shall have the right to be given notice of, to attend and speak (but not vote) at any general meeting or Company Law Members' meeting of the Union as if a Company Law Member and shall also have the right to receive accounts of the Union when available to Company Law Members.

35. **Exclusion of model articles**

The relevant model articles for a company limited by guarantee are hereby expressly excluded.

TRUSTEES' INDEMNITY**36. Indemnity**

Without prejudice to any indemnity to which a Trustee may otherwise be entitled, every Trustee of the Union shall be indemnified out of the assets of the Union in relation to any liability incurred by them in that capacity but only to the extent permitted by the Companies Acts; and every other officer of the Union may be indemnified out of the assets of the Union in relation to any liability incurred by them in that capacity, but only to the extent permitted by the Companies Acts.

DEFINITIONS AND INTERPRETATION**37. Defined terms**

37.1 In these Articles, unless the context requires otherwise, the following terms shall have the following meanings:

	Term	Meaning
37.1.1	Academic Year	the period between 1 August in one year to 31 July (or otherwise stated in the Bye-Laws) in the next year determined by the Union as the period during which Students are required to be registered with King's College London
37.1.2	address	includes a postal or physical address and a number or address used for the purpose of sending or receiving documents by Electronic Means
37.1.3	Articles	these articles of association of the Union
37.1.4	Board of Trustees or Board	the board of the Trustees of the Union
37.1.5	Bye-Laws	the bye-laws settings out the working practices of the Union made from time to time in accordance with Article 28
37.1.6	Chair	the chair of the Board of Trustees, who shall be the President in accordance with Article 24.4
37.1.7	Chief Executive	the chief executive of the Union who is appointed by the Board of Trustees
37.1.8	Circulation Date	in relation to a written resolution, has the meaning given to it in the Companies Acts
37.1.9	Clear Days	in relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect

37.1.10	Companies Acts	means the Companies Acts (as defined in Section 2 of the Companies Act 2006), in so far as they apply to the Union
37.1.11	Connected	in relation to a Trustee means any person falling within any of the following categories: <ul style="list-style-type: none"> (a) any spouse, civil partner, parent, child, brother, sister, grandparent or grandchild of a Trustee; or (b) the spouse of civil partner of any person in (a); or (c) any other person in a relationship with a Trustee which may be reasonably regarded as equivalent to such a relationship as in mentioned at (a) or (b); or (d) any company, partnership or firm of which a Trustee is a paid director, member, partner or employee, or shareholder holding more than 1% of the capital
37.1.12	Cross-Campus Ballot	means a secret ballot in which Student Members are entitled to vote in accordance with the requirements of the Education Act 1994
37.1.13	Deputy Chair	the deputy chair of the Board of Trustees, who shall be appointed in accordance with Article 24.5
37.1.14	document	includes summons, notice, order or other legal process and includes, unless otherwise specified, any document sent or supplied in Electronic Form
37.1.15	Education Act	the Education Act 1994
37.1.16	Electronic Form and Electronic Means	have the meanings respectively given to them in Section 1168 of the Companies Act 2006
37.1.17	Eligibility Criteria	means: <ul style="list-style-type: none"> (a) Not being disqualified from being a director or charity trustee; (b) Being at least 18 years old; (c) In the case of Officer Trustee elections, being a Student Member at the time of election, and in the case of Student Trustees, being a Student Member at the time of their appointment; and (d) Other criteria established in the Bye-Laws.
37.1.18	Facilitator	has the meaning given in Article 25.2.1

37.1.19	Financial Expert	an individual, company or firm who is authorised to give investment advice under the Financial Services and Markets Act 2000
37.1.20	Hard Copy and Hard Copy Form	have the meanings respectively given to them in the Companies Act 2006
37.1.21	King's College London	King's College London, founded by Royal Charter granted on 14 August 1823 as amended 1 April 1980 or its successor.
37.1.22	Lay Trustee	a Trustee appointed in accordance with Article 11.4 who for the avoidance of doubt shall not be deemed to be either a major union office holder or a sabbatical union office holder for the purposes of section 22 of the Education Act 1994
37.1.23	Members or Company Law Members	members of the Union for the purposes of the Companies Acts, as defined in Article 9.1
37.1.24	Policy	a corporate conclusion or view of the Student Members of the Union
37.1.25	President	the president of the Union, as elected by the Members in accordance with the Bye-Laws
37.1.26	Public Holiday	Christmas Day, Good Friday and any day that is a bank holiday under the Banking and Financial Dealings Act 1971 in the part of the United Kingdom where the Union is registered
37.1.27	Officer Trustees	the individuals elected in accordance with Article 10 (each of whom is a 'major union office holder' for the purposes of section 22 of the Education Act).
37.1.28	Remote Attendance	means remote attendance at a general meeting by such means as are approved by the Trustees in accordance with paragraph 1.3 of Schedule 1.
37.1.29	Student	any individual who is formally registered for an approved programme of study provided by King's College London and the Officer Trustees. For the avoidance of doubt, King's College London shall determine whether or not an individual has Student status.
37.1.30	Student Member	means a Student Member of the Union as defined in Article 8.3. For the avoidance of doubt, Student Members are not (in their capacity as such) Members of the Union for the purposes of the Companies Acts.
37.1.31	Student Trustee	a Trustee elected in accordance with Article 11.3 who is a Student and who, for the avoidance of doubt shall not be a major union office holder for the purposes of Section 22 of the Education Act

- 37.1.32 **Subsidiary Company** any company in which the Union holds more than 50% of the shares, controls more than 50% of the voting rights attached to the shares or has the right to appoint a majority of the board of the company
- 37.1.33 **Trustees** the directors of the Union as defined in Article 11, and includes any person occupying the position of director, by whatever name called
- 37.1.34 **Union** King's College London Students' Union
- 37.1.35 **Vote of No Confidence** a vote in Student Voice (as set out in the Bye-Laws) that those voting have no confidence in the relevant person, subject to a process in accordance with the Byelaws including a right for the relevant person to make representations; and an appropriate notice period to the relevant person
- 37.2 Unless the context requires, references to "writing" and "document" should be interpreted (without limitation) as allowing for the transmission of information in electronic form. A reference to a "document" includes summons, notice, order or other legal process.
- 37.3 Subject to paragraph 37.4, any reference in the Articles to an enactment includes a reference to that enactment as re-enacted or amended from time to time and to any subordinate legislation made under it.
- 37.4 Unless the context otherwise requires, words or expressions contained in the Articles which are not defined therein bear the same meaning as in the Companies Act 2006 as in force on the date when the Articles became binding on the Union.

Schedule 1 - Provisions for company law meetings (known as "general meetings")**1. General meetings**

- 1.1 The Trustees may call a general meeting at any time.
- 1.2 The quorum for general meetings is the same as the quorum for Trustee meetings at the Union from time to time.
- 1.3 The Trustees may make such lawful arrangements as they see fit in respect of physical attendance and/or Remote Attendance at a general meeting. The entitlement of any person to attend and participate in a general meeting shall be subject to such arrangements.
- 1.4 When the Trustees have made arrangements to facilitate Remote Attendance, the provisions of the Articles shall be treated as modified to permit such arrangements and in particular a person attending a general meeting by Remote Attendance shall be treated as being present and/or present in person at the meeting for the purposes of the Articles, including without limitation the provisions of the Articles relating to the quorum for the meeting.
- 1.5 Subject to the Articles, general meetings must be called and held in accordance with the provisions regarding such meetings in the Companies Acts.

2. Written resolutions***General***

- 2.1 Subject to this paragraph 2 a written resolution agreed by:
 - 2.1.1 Company Law Members representing a simple majority; or
 - 2.1.2 (in the case of a special resolution) members representing not less than 75%;of the total voting rights of eligible Company Law Members shall be effective.
- 2.2 On a written resolution each Company Law Member shall have one vote.
- 2.3 A written resolution must state that it was proposed as a special resolution in order to be a special resolution under the Companies Acts.
- 2.4 A resolution of the Company Law Members under the Companies Acts removing a Trustee or auditor before the expiry of their term of office may not be passed as a written resolution.

Circulation

- 2.5 A copy of the proposed written resolution must be sent to every eligible Company Law Member together with a statement informing the member how to signify their agreement and the date by which the resolution must be passed if it is not to lapse.
- 2.6 In relation to a resolution proposed as a written resolution of the Union the eligible Company Law Members are the Company Law Members who would have been entitled to vote on the resolution on the Circulation Date of the resolution.

- 2.7 The required majority of eligible Company Law Members must signify their agreement to the written resolution within the period of 28 days beginning with the Circulation Date.
- 2.8 Communications in relation to written resolutions must be sent to the Union's auditors in accordance with the Companies Acts.

Signifying agreement

- 2.9 A Company Law Member signifies their agreement to a proposed written resolution when the Union receives from them (or from someone acting on their behalf) an authenticated document:
- 2.9.1 identifying the resolution to which it relates; and
- 2.9.2 indicating the member's agreement to the resolution.
- 2.10 For the purposes of paragraph 2.9:
- 2.10.1 a document sent or supplied in hard copy form is sufficiently authenticated if it is signed by the person sending or supplying it; and
- 2.10.2 a document sent or supplied in electronic form is sufficiently authenticated if:
- (a) the identity of the sender is confirmed in a manner specified by the Union; or
 - (b) where no such manner has been specified by the Union, if the communication contains or is accompanied by a statement of the identity of the sender and the Union has no reason to doubt the truth of that statement.
- 2.10.3 If the Union gives an electronic address in any document containing or accompanying a written resolution, it will be deemed to have agreed that any document or information relating to that resolution may be sent by electronic means to that address (subject to any conditions or limitations specified in the document).

These pages have been redacted

Report of the Academic Board

Contents	Meeting at which considered	Consent agenda	Council action
1. Research and AI	17 March 2025	Yes	Note
2. Concordat on Sustainable Research	17 March 2025	Yes	Note
3. Report of the College Education Committee	17 March 2025	Yes	Note
4. Report of the College Research Committee	17 March 2025	Yes	Note
5. Election of Associates of King's College (AKC)	17 March 2025	Yes	Note

To Note

1. Research and AI

Academic Board discussed the first of a series of strategic topics which will focus on various aspects of research. This topic focused on the various ways in which AI interacts with research at King's, including driving funding. Over the last year King's has secured several landmark awards, including:

- Two Research Council Centres for Doctoral Training in health faculties, both of which provide strong data science and AI opportunities
- ARIA (the new Advanced Research and Innovation Agency) support for neuromorphic computing
- PHAROS AI – a precompetitive academic- NHS - industry partnership (with GSTT, QMUL, Barts, £38m from government and £27m from eighteen industry partners) to create a broader data platform for AI development for cancer diagnosis and drug discovery.

King's is focused on multidisciplinary approaches to AI and data science projects and has approved a £17m package of 20 "AI+X" Academic Fellowships (tenure track) to bring in new, wide-ranging, multidisciplinary research expertise across King's to benefit all our Faculties.

2. Concordat on Sustainable Research

Background:

King's is a signatory to the UKRI Concordat for Environmental Sustainability of Research & Innovation Practice. The Concordat provides a framework for structuring work on the sustainability of doing research and through the King's Climate & Sustainability Plan (CSAP), the University is already delivering well against the six key priorities of the Concordat.

Academic Board heard about the current focus on improving the sustainability of the 7km of laboratory space owned and run by King's in order to attain varying levels of LEAF (Laboratory Efficiency Assessment Framework) accreditation. External funders of research are setting expectations for the laboratories with which they work, and King's is in the process of working towards meeting those where appropriate.

3. Report of the College Education Committee

The Board also **approved** or noted the following items from the College Education Committee:

- Report of Assessment and Regulatory Oversight Committee: UG External Examiners Overview Report 23/24 (**Approved**)
- Student Futures
- Race Equality Charter: Race Equality Action Plan update

- (iv) Category B programmes: Arrangements for teach out and transition
- (v) Periodic Programme Review Deferral Requests
- (vi) Report of Education Executive: Proposal to continue to use a proctoring tool for one of its online programme, MSc Advanced Cyber Security, previously approved by College Education Committee
- (vii) Report of Assessment and Regulatory Oversight Committee: Annual Reports:
 - a. Student Conduct and Appeals Annual Report
 - b. Examinations and Assessment Annual Report

Information or papers related to any of the above items are available from the Secretariat.

4. Report of the College Research Committee

The Board also noted the following items from the College Research Committee:

- (i) Strategy 2030
- (ii) KBS Research Strategy
- (iii) REF 2029: Planning and Delivery
- (iv) King's Together: Round 13
- (v) 2025 Research Strategy Away Day
- (vi) Matters arising:
 - a. CRediT Policy
 - b. HR Excellence in Research Award
 - c. Research Culture Symposium
 - d. King's Climate and Sustainability
 - e. Data Science, AI and Society

Information or papers related to any of the above items are available from the Secretariat.

5. Election of Associates of King's College

The Board approved the list of students and staff who had most recently completed the AKC programme.

Professor Shitij Kapur, Chair
March 2025

King's College Council

Meeting date	31 March 2025
Paper reference	KCC-25-03-31-10.2
Status	Final
Access	Members and senior executives
FOI exemption	s.43, commercial interests

Report of the Audit, Risk and Compliance Committee (ARCC)

Contents	Meeting at which considered	Consent agenda	Council action
1. Annual Health & Safety Report Annex 1	12 March 2025	No	Approve
2. Board Assurance Framework Annex 2	12 March 2025	No	Discuss
3. Cyber Risk	12 March 2025	Yes	Note
4. Internal Audit and Compliance Assurance	12 March 2025	Yes	Note
5. Enterprise Portfolio Annex 3	12 March 2025	Yes	Note

To Approve

1. Annual Health & Safety Report

Motion:

That the Council approve the Annual Health & Safety Report for the 2023-24 Academic Year

Background:

The Director of Health & Safety Services highlighted several areas of activity from the report, evidencing the breadth of the directorate's responsibility and its interaction with the health and safety operations managed by the faculties.

The report confirmed that annual submissions had been made to Environment Agency, Office for Nuclear Regulation and BEIS regarding holdings, disposals and emissions of radioactive substances and holdings of chemical weapons precursors. The London Fire Brigade had undertaken proactive visits to four sites and a reactive visit (following a fire) to review fire safety risk management arrangements. No significant concerns were identified but recommendations were made relating to housekeeping, building information plans, fire doors and compartmentation.

To Discuss

2. Board Assurance Framework

The Committee received a revised implementation timeline for the BAF, the success of which depended on the recruitment of a new member of staff who would be able to dedicate a significant amount of time to the implementation of the Framework.

The Committee considered and agreed that the original 12 assurance areas were still relevant, although the Academic Board had expressed concerns about owning five areas and wished to rationalise it to three. Council is asked to consider the request.

The Committee discussed whether the Estates Committee was the correct body to receive reports relating to the Digital Estate. Council is asked to consider which committee would be equipped to consider whether the digital estate is fit for purpose, the pace of the digital transformation and the maturity of the cyber security posture.

To Note

3. Cyber Risk

The Committee received a report following the annual PA Consulting assessment in 2024 in relation to the objective of attaining NIST+ Level 3 in 2025, with the focus on areas outside of the central IT Directorate. The report confirmed each of the areas reviewed required a different approach, given a variety of levels of maturity, scale and development plans.

The Committee discussed the relationship between the central IT provision and the areas reviewed and required a timeline for actions to be taken in response to the findings of the assessment, as well as measures of success, to be brought to the next meeting.

4. Internal Audit and Compliance Assurance

The Committee received an update on the internal audit work which had been completed since the Committee last met. Of the 10 audits which had been completed, one report on the Student Information System had resulted in a red audit rating. From this report, four high priority and two medium priority management actions had been generated, all due for response by September 2025.

The number of outstanding management actions had been reduced to 19 from 38, with only four holding a red rating. Of the four, three were due to be closed and one relating to academic staff engaging with sickness and absence reporting would be escalated as a target date for 100% adherence had yet to be provided.

The Committee noted the audit plan had not been re-presented at this meeting, and it was required that the plan which was brought to the next meeting aligned with the aims of the Strategy and the BAF.

5. Enterprise Portfolio

The Committee received the enterprise portfolio report on major projects and programmes currently underway, the associated risk profile, and mitigating actions in place. The Portfolio Office was improving its ability to provide assurance to the executive on projects within its remit and it was now possible to identify underlying risks affecting projects across the portfolio.

The overall health of the portfolio was reported as good and is appended to this report.

Paul Cartwright
Chair, Audit, Risk and Compliance Committee

Health & Safety Management Group	Meeting Date:	03 December 2024
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Paper Number:	Enter paper number here.
Paper Title:	Annual Health & Safety Report 2023 -24
What is this paper?	<input checked="" type="checkbox"/> Standing Agenda Item Report <input type="checkbox"/> Health & Safety Management System document (new) <input type="checkbox"/> Health & Safety Management System document (revision) <input type="checkbox"/> Briefing Paper
Executive Summary: Summarise what the paper is about and list any key matters or implications for HSMG members to be aware of.	Annual report relating to the period August 2023 to July 2024 covering the various aspect of the health and safety management system: <ul style="list-style-type: none"> • Plan • Do • Check • Review Includes a summary of Faculty/Directorate self-assessment H&S assurance reports.
What is required from HSMG? <input type="checkbox"/> For approval <input checked="" type="checkbox"/> For approval and submission to ARCC <input type="checkbox"/> For discussion <input type="checkbox"/> To note	HSMG is asked to approve the report for submission to ARCC meeting in early 2025
Operational/Implementation: <i>Will this paper require any actions to be taken by faculties and directorates to implement?</i>	No
Comms/Engagement Approach: <i>Is any communication necessary to assist with implementation?</i>	No
Paper author(s):	Director, Health & Safety Services
Presenter:	Director, Health & Safety Services
Q&A session additional participants:	N/A



HEALTH & SAFETY SERVICES

HEALTH AND SAFETY MANAGEMENT

ANNUAL REPORT 2023 -24

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DOCUMENT RECORD

DOCUMENT HISTORY					
ISSUE	REV	DATE	SUMMARY OF CHANGES	AUTH	APP
01	00	19/02/2021	First issue Interim Report 2019-2020	SJ/DS	SJ
01	01	14/06/2021	Final Report including assurance responses from faculties and directorates (section 5.1) 2019-2020	SJ/DS	SJ
02	01	22/11/2021	2020 – 2021 Annual Report	SJ/DS	SJ
03	01	15/11/2022	2021-2022 Annual Report	SJ/DS	SJ
04	00	10/11/2023	2022-2023 Annual Report	H&SS	SJ
04	01	29/01/2024	2022-2023 Annual Report for ARCC with additional late return result on self-assessment audit.	H&SS	SJ
05	00	29/11/2024	2024-2025 Annual Report	H&SS	SJ

DOCUMENT STATUS

Issued

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1.0 INTRODUCTION

- 1.1 This report is structured around the best practice model of Plan-Do-Check-Review referenced by Health & Safety Executive, ISO 45001 and other quality management systems. The report covers the period 1 August 2023 to 31 July 2024.

2.0 PLAN

2.1 System Development

- 2.1.1 The following health and safety management system documents were reviewed and revised during the reporting period.

- Ionising radiation risk assessment to more closely reflect regulatory requirements, which will facilitate HSE evaluation when King's is inspected
- Fully revised Local Arrangements Template to accompany the new Safety Operational Standard on Hosting 3rd Party Research

- 2.1.2 The following management system documents were authored and approved during the reporting period.

- Safety Operational Standard: Hosting 3rd Party Research on Campus. Authored to provide clarity to KCL and 3rd Party organisation managers with regards to cooperation and coordination responsibilities.

2.2 Competent Advice & Support

- 2.2.1 With support and advice from the directorate's HR Business Partner, Health & Safety Services (H&SS) underwent a partial restructure to improve its advice, assurance and business support function beginning in the summer of 2023. One member of staff successfully applied for a ring-fenced post. New appointments were made from early spring to summer 2024.

- 2.2.2 The new structure and improved function is shown in the diagram overleaf. New posts are in green. This restructure will take time to fully embed given the significant changes and work demands placed on the team.



Restructured Health and Safety Services Team 2023-24

2.3 Risk Register and Compliance Assurance

- 2.3.1 In the February compliance reports summary to Audit Risk & Compliance Committee the following aspects were identified under Occupational Health & Safety and Fire Safety during the period:
- Weaknesses and improvements in Ionising and non-ionising radiation risk management arrangements
 - Full revision of contracted Radiation Protection, Laser and MR Safety Services
 - Review and improvement to fire evacuation arrangements
 - Challenges with regards to cooperation and coordination with Partner Trusts regarding management of estate and services, in particular the impact of Trust Capital Project activities
 - On-going improvement actions for prevention and management of lab animal allergies in response to HSE enforcement

2.4 Leadership

- 2.4.1 Health & Safety Management Group meetings were held in November, April and August (postponed from July due to availability issues). Meetings were chaired by SVP (Operations).
- 2.4.2 Training to members of University Executive was provided by Paul Verrico (Head of Environmental, Health & Safety at Eversheds Sutherland) on health and safety leadership and management in late January 2024. This coincided with the publication of a fully revised Standard (originally Guidance)

authored by Universities Health & Safety Association, published by UCEA and endorsed by UUK and HSE. The change from Guidance to Standard sets clear expectations for health and safety risk management performance in the higher education sector.

2.5 Horizon Scanning

- 2.5.1 Fully revised guidance from the National Counter Terrorism Security Office is expected in autumn 2024 which will impact King's secure irradiator facilities. It is expected that security requirements will be enhanced.
- 2.5.2 In anticipation of The Terrorism (Protection of Premises) Bill (also known as Martyn's Law), King's has been investigating the use of mass messaging capability through the new SafeZone platform.

3.0 DO

3.1 Health & Safety Executive (HSE) – ionising radiation

- 3.1.1 The new system for radiation notification (RADAN) became live on 1 October 2023. Employers are required to submit, upon request by the HSE, a safety assessment for each of the specified practice requiring consent. King's undertakes four of the specified practices.
- 3.1.2 The HSE continued to clarify the requirements and provided feedback on the granted consents under the new system. The radiation protection arrangements at King's are being reviewed to align them in accordance with the latest guidance.
- 3.1.3 The X-ray generators were also required to be registered under the new system until 30 March 2024. X-ray inventory was updated for the university and X-ray equipment was registered on RADAN system on behalf of King's. The certificate of registration was issued on 22 March 2024.

3.2 Ongoing remedial actions in response to HSE enforcement (Occupational Asthma)

- 3.2.1 The improvement plan continued to be monitored to ensure all actions are progressed to completion. Items that remained in progress related to roll-out of Individually Ventilated Cages, maintenance and validation programme for ventilation systems, monitoring and enforcement of health surveillance.

3.3 London Fire Brigade (LFB)

- 3.3.1 Our Primary Authority Partnership is now in its second year and a meeting was held in May to discuss the plan for the coming year. The contracted hours for the Primary Authority Partnership have had to be reduced from 60 to 30 hours per year and therefore, it was decided that we would utilise the reduced resource to focus on site visits.
- 3.3.2 There were four LFB Primary Authority Partnership visits to King's buildings - Bush House (Centre Block), Hodgkin Building, Wolfson House (student residence) and Surrey Street buildings. Generally, there were no major issues with each of these buildings, other than updating plans for

the fire service in Security Information Boxes, ensuring fire doors were being maintained and compartmentation being adequate. The recommendations from these visits were all discussed with the on-site management and support offered by H&SS to implement.

- 3.3.3 Following the fire in Britannia House in January, the LFB made several visits. Their fire safety team audited our paperwork and inspected the premises, and the outcome was that the buildings were 'Broadly Compliant', with issues including housekeeping being dealt with on the day.
- 3.3.4 A coordinated joint familiarisation visit with the local Fire Operational Crew followed the LFB post fire audit and they recommended that the floor plans in the Security Information Box be updated to reflect the locations of the hazardous substances, including the isolation points as this will help them to deal more safely with an emergency incident.
- 3.3.5 The last visit involved the LFB Group Lead for Hazardous Materials and the local operational crew. They were happy with the general arrangements but stated that King's needs to ensure we are keeping the hazardous materials inventory up to date and annotating on the building plans where these items are stored.
- 3.3.6 H&SS has been collaborating with Chemistry and Estates & Facilities colleagues to ensure these actions are completed.

3.4 Environment Agency

Periodic returns/submissions

- 3.4.1 Annual pollution inventory returns were submitted to Environment Agency (EA). The permitted radioactive releases to the environment were well below the limits set out in King's permits.
- 3.4.2 King's is required to maintain and review the decommissioning plan for its cyclotron facilities at least every five years and submit an updated plan to the Environment Agency. The decommissioning plan for GE PET trace Cyclotron (in PERL) at St Thomas' campus was thoroughly reviewed by the Head of Radiation Safety in consultation with the Radiation Protection Adviser (RPA) and the updated plan was submitted to the EA. No queries were raised by the regulator. The decommissioning plan for CARL facility is not due until next year.

3.5 Radioactive materials permit

- 3.5.1 A review of permits for radioactive materials across King's was undertaken by the Head of Radiation Safety and two permits, each for Denmark Hill and Waterloo campuses have been successfully surrendered. These permits were not required as the work with radioactive materials in the relevant locations (i.e. unsealed radioactive materials in IoPPN and HASS in FWB) ceased several years ago. There were challenges regarding evidencing the decommission of laboratories at IoPPN which the regulator formally raised with King's following successful surrender.

3.6 Regulatory inspections

- 3.6.1 The EA conducted routine inspections, where necessary with Counter Terrorism Security Adviser (CTSA), on use of radioactive materials during the year. No significant issues were reported. However, a few recommendations were made regarding further improvement to the management of radioactive materials, record retention and access controls in the university.
- 3.6.2 King's began the process of procuring a radioactive materials and waste management system in early summer 2024. The system aims to address the recommendations from the regulators and provide King's with improved control and live data on 'cradle to grave' tracking of radioactive materials and retain the necessary records.

3.7 Office for Nuclear Regulation

- 3.7.1 King's submitted its annual returns under the Nuclear Safeguards Regulations 2019, relating to holdings and use of uranium compounds following a physical stock and records check with those departments who use and store these compounds. A few queries were made due to minor discrepancies with accuracy and precision of reported data in previous submissions which have since been resolved.
- 3.7.2 In addition, King's substantially reduced its holdings of uranium compounds (down by more than 90%) and disposed of unwanted stocks being held for several years. This will streamline the reporting process and minimise the H&S and compliance risk associated with these hazardous & highly regulated compounds.

3.8 Department for Business, Energy & Industrial Strategy

- 3.8.1 King's collated and submitted its annual return on holdings of chemicals registered under the Chemical Weapons Convention.

3.9 Risk Management

Containment Level 3 Laboratories and Schedule 5 Pathogens & Toxins

- 3.9.1 The remediation work for the Hodgkin CL3 have gone well during the reporting period and, as of this report, all works have been completed and soft landing of the facility has been scheduled for late 2024 early 2025. The CTSA assigned to King's has requested a visit in December 2024.
- 3.9.2 The HSE Bioagents division contacted King's in May to plan a routine inspection of the management of Biological agents and GM work. This was planned for September and would focus on the CL3 facilities and GMO risk management. Risk management arrangements were reviewed with key stakeholders and advice provided regarding any identified weaknesses in readiness for the inspection.

Biological Services Facilities and Home Office Designated Areas

- 3.9.3 Maintenance and validation of engineering controls in BSFs forms part of regular meetings between Biological Services, E&F and H&SS. However, there are a large number of Designated Areas outside the main facilities that are used for research with laboratory animals. A room risk assessment template was developed by RMID and H&SS which was used to assess the suitability of these rooms for the hosted activity. All rooms have now been assessed and multi-stakeholder meetings are necessary to review the findings and develop a strategy for those rooms that have been assessed as inadequate.

Laboratory Gases and Cryogenics

- 3.9.4 December 2023 saw the implementation of a Managed gas service with BOC (the largest provider of industrial, medical and special gases in the UK and Ireland). This came about through collaboration across several faculties, RMID, Estates & Facilities engineering, procurement and H&SS. Success of this managed service has seen improved procurement, stock control, delivery of gases to end users and reduced health and safety risks including the handling of laboratory gases and cryogenics and the management of cylinders.
- 3.9.5 Significant improvements have been seen in all laboratories/technical areas that have opted into the service. The inspection of portable gas regulators has also come under the BOC service this year, reducing costs and improving both compliance and the safety of King's staff and students. The managed service is overseen by an oversight group made up of the interested parties.
- 3.9.6 However, management of portable compressed gas cylinders in laboratories and similar technical areas continues to be an issue, as does the increasing amount of liquid nitrogen storage. A strategy for review and consolidation of holdings into more centralised purpose design and built facilities is needed to reduce the risk of asphyxiation in the event of an uncontrolled release.

Capital Projects

- 3.9.7 King's continues to have challenges around the engagement and understanding of key internal end user stakeholders on capital projects. A lack of understanding of the project process by the end user can often cause confusion between parties and, due to the time taken from conception to delivery, can cause pressure to be applied to change already often complex designs and, if successful, this pressure can lead to impacts on cost and design, unforeseen non-compliances and dissatisfaction on all sides with the final product.
- 3.9.8 In a highly regulated environment of construction, it is becoming recognised that H&S considerations play a key role in the earliest feasibility stages of a project, and timely consultation with the right people can reduce H&S risks and non-compliances at later stages when they are harder and more costly to resolve, if indeed this is possible. An example of improved earlier health and safety collaboration has been with the KIS project. However, this is one of many projects and internal resource to support for the best design risk reduction is finite. Through the year H&SS has

been considering how closer collaboration with the project teams to promote an 'intelligent client' model, i.e. upskilling internal stakeholder clients to understand project processes and design risk reduction might be achieved and is part of a key strategic aim (competency improvement) for the coming year.

Ionising Radiations Regulations

- 3.9.9 The radiation protection arrangements for work with ionising radiations at King's continued to be reviewed and the outcomes implemented. The documentation is being aligned in line with the Ionising Radiation Regulations Approved Code of Practice and the Safety Assessment templates provided by the HSE for grant of consent for high-risk practices under RADAN system. The updated radiation risk assessment template was issued last year, and several risk assessments were updated. One-to-one ad-hoc sessions and scheduled training courses on the requirements of risk assessments were arranged to facilitate the process. The local rules template will be fully revised in autumn 2024.
- 3.9.10 With the new call off contract arrangement for radiation protection services, the resources have been focused on high-risk practices with increased frequency and thoroughness of radiation audits, document reviews and updates and review of control measures.
- 3.9.11 Through a new contract with Landauer Dosimetry Services, King's has now access to radiation dose records of staff who have been provided with personal dosimeters. The appointed Radiation Protection Supervisors (RPSs) and the Head of Radiation Safety periodically reviews the doses to ensure these are kept as low as reasonably practicable. All radiation doses reported within the last twelve were acceptably low.

High Activity Sealed Source (HASS) Facilities

- 3.9.12 The Head of Radiation Safety produced papers for senior leadership and RMID on regulatory requirements for the use of HASS facilities and the associated security and financial implications in anticipation of revised security requirements. The university is considering a phased replacement of HASS facilities with safer alternatives (e.g. X-rays based equipment).
- 3.9.13 The financial provision for HASS facilities was updated and the revised bank guarantee document was submitted to EA.
- 3.9.14 The Head of Radiation Safety submitted an expression of interest for a fully paid for arrangement for HASS disposal under the Home Office lead programme. The waste HASS in St Thomas was discussed with the Home Office and further details are expected by end of November 2024.
- 3.9.15 BT announced the closure of traditional telephone network system used for voice-oriented communications (PSTN) by 2027 and the university plans to fully upgrade to the new digital infrastructure by 2025. The PSTN lines are used in HASS facilities for alarm system and security monitoring. The Head of Radiation Safety liaised with IT, E&F and counter terrorism security

adviser (CTSA) to assess impact from the transition and ensure that any replacement arrangement meets the required standards.

Travel and Fieldwork

3.9.16 King's began to develop, led by Procurement Strategy & Services, a business travel authorisation form on the Helix platform to simplify the process for all business travellers by bringing finance, sustainability and health and safety risk aspects of travel into one process and support the launch of the University's Sustainable Travel Policy due to be launched in autumn 2024. In support of this, travel e-learning video modules, previously provided as external links by King's Insurance, have been transferred onto the Workrite eLearning system. In respect of health and safety risk assessment the Helix process will reduce the dependence on paper-based checklists for business travel and signpost travel risk guidance.

3.9.17 Currently fieldwork risk assessments continue with a Word document, but it is intended to explore the possibility of moving this onto the Cority system as the risk management module in Phase 2 develops.

Evacuation

3.9.18 Regular meetings were attended throughout the year with DVP Operations, Deputy Director Facilities Management, E&F Director of Operations and faculties/directorates to ensure we were progressing with the fire evacuation arrangements and providing support. A trial evacuation tag system was installed in the WEC and was deemed successful. Following feedback from faculties, a vest-type tag system was proposed as a more cost-effective alternative to the off-the-shelf tag system.

3.9.19 A vest-type tag system was installed by E&F in August, which will assist with ensuring King's has a more robust system for reporting on the evacuation status of our buildings by zone. This was followed by communications with faculties and directorates to promote the new system with updated guidance and training.

3.9.20 Evaluation of the performance of this new approach has been undertaken by using observers positioned in key areas of buildings to observe compliance and behaviour. Information is gathered via on-line fire drill monitoring and observer forms and post drill reviews are undertaken to ensure lessons learned and actions are captured in a more analytical manner and give greater assurance of our fire safety compliance.

3.9.21 The Personal Emergency Evacuation Plan (PEEP) process has been updated to reflect the introduction of a Fire Evacuation & PEEP's Process Change Manager within Estates and Facilities, who will now be compiling PEEPs for staff and students. The PEEP e-learning module (for those involved in the development and implementation of PEEPs) is being revised to reflect these changes and is due to be published in autumn 2024.

Student Engagement

- 3.9.22 Student engagement has focused on fire safety with H&SS presence at Welcome to King's events, Welcome Hubs and on-line presentations to students. As a result of collaboration with Admissions, the Student Health & Safety Induction e-learning was made a formal requirement as part of enrolment from 2024-25.

Health Risk Management

- 3.9.23 Work is ongoing to ensure that the health risks to staff in faculties and directorates is identified and control measures are in place to ensure that the risks are managed appropriately. Where there remains a risk, health surveillance may be appropriate to check whether staff are developing adverse health effects due to workplace exposure.
- 3.9.24 A programme of review of guidance forming the university's written arrangements commenced during the reporting period.

3.10 Specialist 3rd party health and safety service provision

Occupational Health

- 3.10.1 The contracts for the provision of Occupational Health Services went through a competitive tendering process last year in accordance with procurement procedures. The new contracts were organised into two lots which were slightly different to previous arrangement - Lot 1 for Staff and Postgraduate Research Students and Lot 2 for provision of services for Undergraduate and Taught Post Graduate Students. The contract for the provision of Occupational Health Services for both the Staff and Students was awarded to Optima Health with the contract starting on 1st January 2024.
- 3.10.2 Following the award of the contract several weeks were spent working with the new provider and key stakeholders from the faculties and directorates before commencement of the contract to ensure a smooth transition of services from the incumbent service providers to the new provider.
- 3.10.3 Transition went reasonably smoothly, there was a delay in the transfer of students' occupational health records to the new provider which did affect services for some students initially.
- 3.10.4 Optima Health have been providing occupational health services using a range of methods (remotely via telephone or video, or face to face from their clinic in King's Cross and on-site) and a range of different practitioners (Physicians, Nurses, Physiotherapists, Technicians etc) since commencement of the contract.
- 3.10.5 The relationship between the faculties and directorates and the occupational health provider continues to develop, working in partnership will ensure the service meets the needs of the users. It is anticipated that the service will continue to develop throughout the duration of the contract to ensure that the service aligns with the needs of the college.

- 3.10.6 Comprehensive monthly management information is provided by Optima Health on the service delivered. Further work is underway to develop the information provided using Power BI to ensure further improve the quality of the data provided.

Employee Assistance Programme

- 3.10.7 The contract for the provision of Employee Assistance programme for staff went out to competitive tendering process last year in accordance with procurement procedures. The contract for the provision of Employee Assistance programme for staff was awarded to Vita Health Group with the contract starting on 1st January 2024. Vita Health Group worked with several key stakeholders to ensure that there was a smooth transition from the incumbent providers.
- 3.10.8 The transition of the service was reasonably smoothly, and utilisation of the service has been broadly similar with that of the previous provider.
- 3.10.9 Work is ongoing to promote the service and ensure staff of aware of the service and use the service when needed.
- 3.10.10 Vita health provide a Power BI Dashboard of utilisation which provides readily available up to date information on service utilisation

Radiation Protection and Magnetic Resonance Advice

- 3.10.11 H&SS ran a procurement process to acquire radiation protection and MR safety advisory and associated technical services. The contract was awarded to Guy's and St Thomas' Hospital (GSTT) with the exception of personal dosimetry arrangements and laser protection (LPA) and electromagnetic fields (EMF) advice.
- 3.10.12 Landauer Europe was awarded the contract for personal dosimetry service. The nominated persons in the university are now able to directly manage the dosimetry needs of their departments and monitor radiation doses to their staff.
- 3.10.13 The UK Health Security Agency (UKHSA) has been contracted for LPA and EMF advisory services.
- 3.10.14 The contracts are awarded for a period of three years, and they are based on a call-off arrangement so that resources are utilised efficiently.

3.11 IT systems related to health and safety risk management

Cloud-based Health & Safety Management System

- 3.11.1 During the reporting period King's procured a cloud-based health and safety management system known as Cority. The aim of this system is to enable consistency and transparency, and facilitate health and safety risk management at university, faculty/directorate and local levels. This system was chosen due to the ability the system gives the client to configure the content and workflow and value for money compared to other systems.
- 3.11.2 The project was adopted into the new King's Agile project management framework and mobilisation began in early 2024 and was split into two phases:
- Phase 1: Incident Management, Inspections & Surveys, Equipment Inventory and Dashboards
 - Phase 2: Risk Management, Audit, Document Control and Dashboards
- 3.11.3 Phase 1 mobilisation was nearing completion at the end of this reporting period and was due to be launched in early autumn 2024.

Lone-worker risk management

- 3.11.4 The SafeZone system is now mobilised and is the primary risk mitigation control measure for lone working on campus. Also, it can be used by those staff and students who install it on their phone for contacting campus security in an emergency, first aid or urgent assistance on campus or in halls of residence. Mass messaging via SafeZone is being planned for sending updates and messages during an emergency incident.

3.12 Cooperation and Coordination

Trust Partners

- 3.12.1 Regular meetings continue to be held successfully between King's and Trust partner fire safety and health and safety stakeholders.

KCLSU

- 3.12.2 Regular liaison between H&SS Head of Fire & Workplace and the KCLSU Facilities Manager (who has responsibility for health and safety within KCLSU) continues.

3rd party research organisations on site

- 3.12.3 The working group set up last year to review existing arrangements for accommodating 3rd party research organisations on site has continued into this year. The membership has grown as key stakeholders have been identified. A Safety Operational Standard (hosting 3rd party research on campus) has been published that focuses on the occupational health and safety and environmental protection considerations related to hosting 3rd parties on campus so as to contribute to the development of robust written arrangements. Additionally, an new updated local arrangements template has been developed to align with the operational standard to assist both schools and hosted 3rd parties to define and agree written arrangements.

4.0 CHECK

4.1 Audit

Ionising Radiation, non-ionising and artificial optical radiation

- 4.1.1 Following receipt of requested information from faculties on their uses of radiations, the visits began to review standards of radiation protection by the Head of Radiation Safety. The visits to laboratories/facilities revealed some examples of good practice, but also areas where improvements were required. Most of the deficiencies observed were common to more than one location suggesting that most issues need to be addressed at a university-wide level. These included,

- Risk assessments lacked necessary details
- Local rules were not specific to the work area
- Radiation protection training was not suitable
- Contingency plans for radiation accidents were not periodically rehearsed
- Importance of examination/assessment of control measures and recording results
- Overreliance on personal protective equipment (lasers mainly) as safety measures
- Necessary records were not being retained

- 4.1.2 Formal advice and actions for improvements were provided to the departments.

Dangerous Goods Safety Advice

- 4.1.3 The university's contracted DGSA undertook an annual audit of the storage, transport and disposal of dangerous goods in September 2023. The management summary highlights the necessity for King's to monitor contracted waste and transport carriers to ensure they comply with legal requirements and contracted standards.

4.1.4 Matters raised in the findings included:

- spot checks of vehicles and drivers collecting waste
- security (in its widest context) of areas used to store clinical waste is actively managed and staff are aware of their responsibilities
- Security, labelling and correct use of clinical waste bins
- ensure regular training is provided to staff who package and consign dangerous goods, in particular biological specimens (category B).
- correct labelling of packages containing dry ice which are sent by road (ADR)
- Correct packaging of hazardous waste and checking of transport documentation and method of packaging of the relevant waste contractor

1.14. Accident/Incident Reporting

4.1.5 Chart A1 gives an overview of the accidents/incidents reported over this reporting period.

4.2 Notifiable and Significant Incidents

4.2.1 Appendix A5 gives an overview of the types of incidents and A6 a brief description of each.

4.2.2 Over the reporting period there were nine (9) notifiable or significant incidents. Two (2) of which were RIDDOR notifications to HSE. The remaining five though not reportable were significant and had a potential to cause severe harm or in one case did result in a fractured arm but the injured party was not a work at the time, so this incident did not meet the RIDDOR reporting criteria. These incidents required proper investigation to ensure prevention of reoccurrence. Two particular significant incidents should be noted:

4.2.3 Elevated lead levels in water - Elevated levels of lead in non-statutory water quality test results within Respiratory Medicine Building (RMB) at Denmark Hill campus, raised concerns among building users (King's and embedded KCH staff) in relation to potential harm to their health. Dissatisfaction was expressed with the way in which occupants found out about the issue and the subsequent quality and regularity of communication relating to this issue. An independent investigation by Eversheds Sutherland was commissioned against agreed terms of reference relating to management of water quality, assurance and communications. As part of this investigation a Chartered OHS expert and Occupational Hygienist was instructed by Eversheds to give a considered opinion on the risk to users relating to water consumption and lead levels identified in test results. Following receipt of this opinion a meeting was held for occupants of RMB with the Chartered OHS expert to present his findings (which was that the risk from exposure is very low) and answer questions. Recommendations from the Eversheds investigation report delivered to King's covered areas of management planning, clear responsibilities, assurance and communications.

4.2.4 Uncontrolled release of carbon-11 gas - On 9th of July 2024, there was a carbon-11 (radioactive carbon dioxide gas) leak in the Positron Emitting Radiopharmaceutical Laboratory (PERL) in St

Thomas' campus. The contingency arrangements were enacted, the lab was immediately evacuated, and all staff were monitored for radioactive C-11 exposure. Three staff members were affected with elevated count rates measured in their lungs. The lung uptake was cleared rapidly and the radiation doses to the affected staff were estimated to be very low i.e. less than 10 μ Sv (0.05% of IRR17 dose limit). Although it was reassuring that safety systems and procedural controls worked and there were no significant intakes or radiation doses, the incident was formally investigated to determine the cause of this incident and review the control measures. The actions identified by the investigation were implemented. This was not a notifiable incident.

RIDDOR reportable

- 4.2.5 Dangerous Occurrence - Hydrogen Sulphide release in Franklin Wilkins building: A 10-litre cylinder of hydrogen sulphide gas situated inside a fume cupboard suffered a rapid leak from the cylinder valve. The gas was contained by the fume cupboard extraction system and the laboratory was evacuated. One person from the lab who smelled the gas briefly went to A&E for assessment and was discharged after observation. However, despite switching the building air handling system intake off to prevent re-entry of the gas, there appeared to be a brief issue with the discharged gas re-entering the Air Handling Unit before it could be switched over. A few people felt unwell and were checked over by A&E and discharged after observation with no ill effects. The incident is being investigated by the Faculty of Life Science and Medicine (FoLSM) and through a multi-stakeholder team from H&SS, FoLSM, Chemistry and E&F to identify the immediate cause and reasons for re-entry of the gas; opportunities for improvement in control measures for the experiment, and local and building incident response and mitigation. The equipment was taken out of service and the experiment did not re-commence until remedial measures have been implemented and assessed as suitable.
- 4.2.6 Non-fatal accidents to people other than workers - Slip on recently mopped toilet floor in Franklin Wilkins Building. The injured party was a summer school attendee (not an employee) and was taken to hospital (knee injury that subsequently required surgery). Signage was in place in the toilet. This RIDDOR was attributable to the then PFI contractor. As it was just before the expiry of the PFI contract, King's reported the incident as the PFI contractor, despite investigating, refused to report.

Fire alarm activation and fire related incidents

- 4.2.7 There were two minor fire incidents during the year.
- 4.2.8 One occurred in a laboratory in Britannia House following a student using a wrong piece of kit in the lab oven. There was no risk assessment in place for the use of ovens. Following this fire, fire re-training and updating of risk assessments has occurred.
- 4.2.9 The second occurred in a kitchen at Wolfson House, caused by a student leaving an oven glove on the hob which was left on. This incident also led to the discovery of having no processes in place for the evacuation of students with temporary disabilities. This is currently being investigated.

Health Surveillance

- 4.2.10 Health Surveillance for exposure to respiratory sensitisers continues to be our most frequently required type of health surveillance. KCH Occupational health provided 367 appointments for staff and 234 for students from June to December 2023 all delivered at their site in Denmark Hill
- 4.2.11 Optima Health has been delivering health surveillance on site for exposure to respiratory sensitisers since February 2024. From February to the end of July 2024 408 appointment were delivered for staff and PGR students and 20 for undergraduate students.
- 4.2.12 Due to delay in starting the health surveillance programme and some initial resourcing issues the number appointments delivered was less than the number required during the first few months of the contract which led to a backlog in appointments. Action has been taken to rectify this with clinics being delivered on site at the three main sites where staff are working with respiratory sensitisers each month and additional clinics provided where required.
- 4.2.13 No new cases of Laboratory Animal Allergy were identified during the year suggesting that controls measure in place are satisfactory.
- 4.2.14 Health Surveillance for exposure to Ionising Radiation has been completed for 27 staff.
- 4.2.15 No staff have been identified who have require other types of health surveillance.

5.0 REVIEW

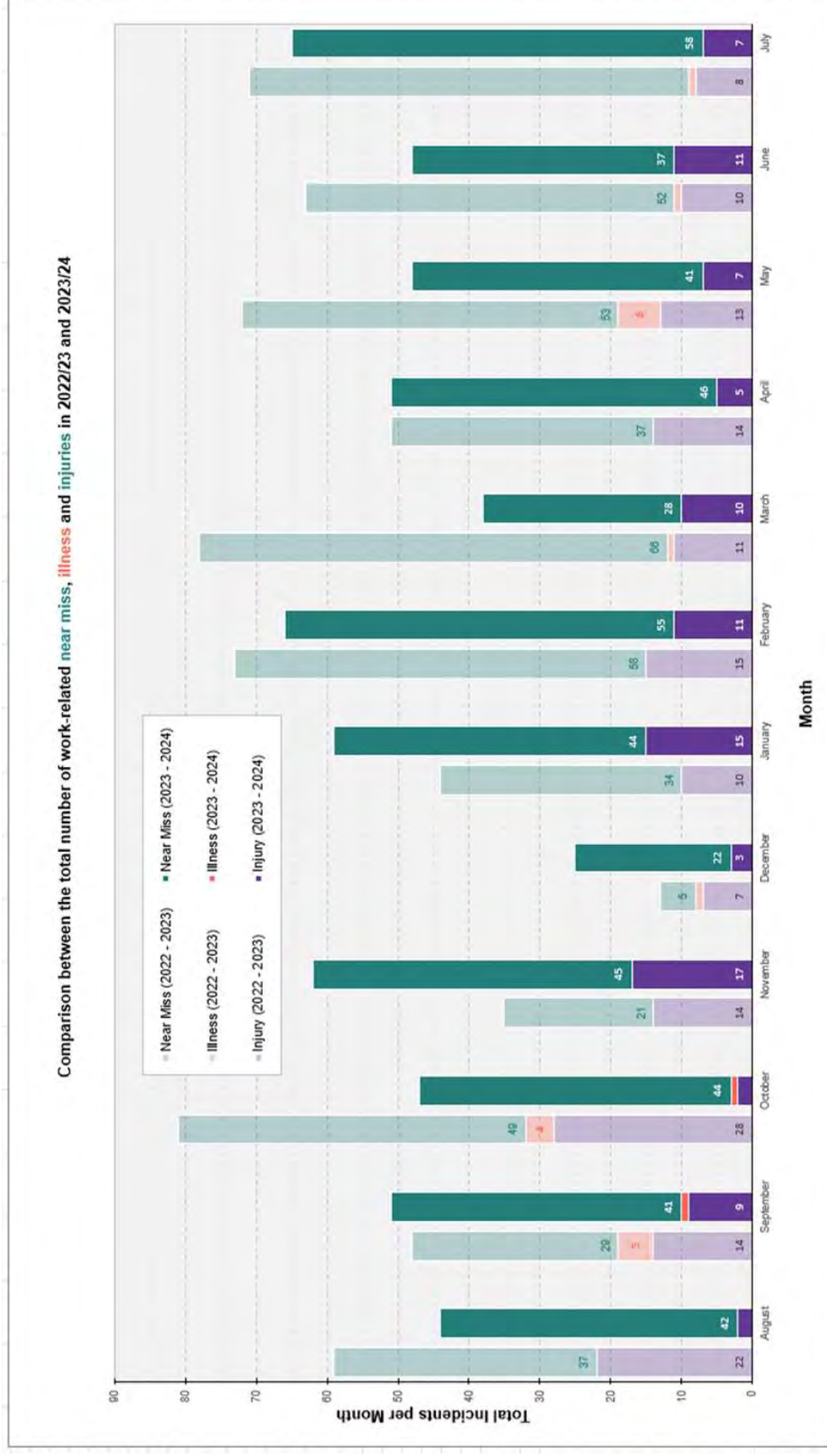
5.1 Faculty and Directorate Annual Assurance Review

- 5.1.1 An 96% response rate (24/25) was reported for this reporting year (one return has not been received) an upward trend on the 86% rate from last year. Appendices A3 and A4 record the returns and overall responses from faculties and directorates. The word cloud below reflects the significant risks identified by the faculties and directorates. The most common significant risk is DSE – ergonomics and hybrid work, and second is UK and international travel.
- 5.1.2 DSE ergonomics relating to hybrid work appears to relate to the perceived lack of control over individuals working conditions at home, despite providing equipment.
- 5.1.3 Management of travel risk is an ongoing problem, but several areas of the university have been working together to improve arrangements to ensure proper planning, travel security, emergency response and risk assessment in the context of sustainable travel.

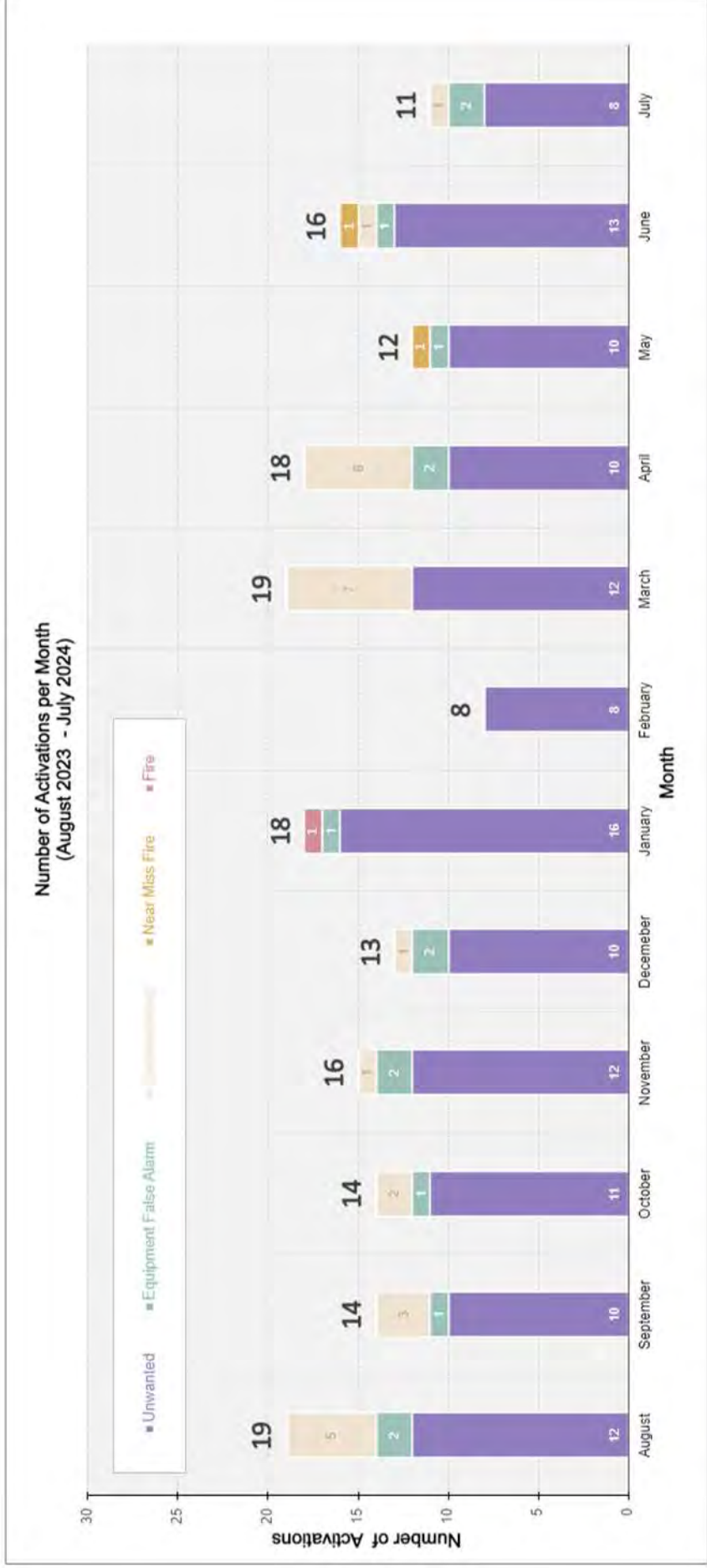
APPENDIX A APPENDICES

- A1 Accident/illness Statistics - Comparison between the total number of work-related near miss, illness and injuries in 2022/23 and 2023/24
- A2 Fire Alarm Number of Activations per Month (August 2022 - July 2023) and fire brigade attendance
- A3 Charts for Faculty and Directorate Annual Assurance Returns
- A4 Responses to Annual Self-Assessment Health & Safety Returns
- A5 RIDDOR and Significant incidents chart
- A6 Brief Description of RIDDOR and significant incidents

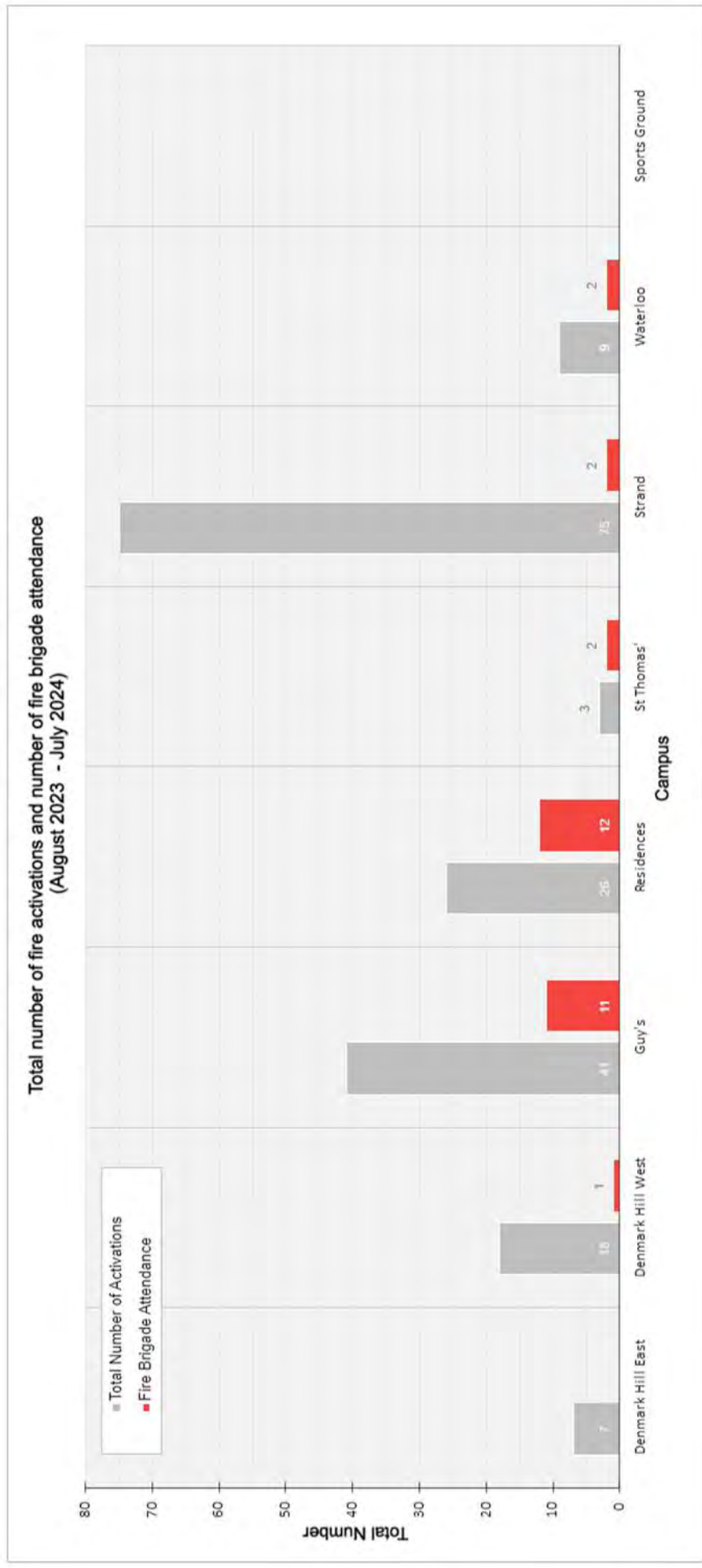
A.1 Accident/illness statistics - comparison between the total number of work-related near miss, illness and injuries in 2022/23 and 2023/24



A.2 Fire alarm number of activations per month (August 2023 - July 2024) and fire brigade attendance



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A.3 Charts for faculty and directorate annual assurance returns

Faculty/Directorate	2018-2019	2019-2020	2020-2021	2021-2022	2022-2023	2023-2024
Arts & Humanities	Y	Y	Y	Y	Y	Y
Brand & Marketing	Y	Y	Y	Y	N	N
Centre for International Education & Languages (CIEL)	NA	NA	NA	NA	NA	Y
Communication & External Affairs	Y	Y	Y	Y	N	Y
Dentistry, Oral & Craniofacial Sciences	Y	Y	Y	Y	Y	Y
Estates & Facilities	Y	Y	Y	Y	Y	Y
Finance, Procurement & SPA	Y	N	Y	Y	Y	Y
Fundraising & Supporter Development	Y	N	N	Y	Y	Y
Health & Safety Services	NA	NA	Y	Y	Y	Y
Human Resources	Y	Y	Y	Y	Y	Y
International Engagement & Service	NA	NA	NA	NA	NA	Y
IoPPN	Y	Y	Y	Y	Y	Y
IT	Y	N	N	Y	Y	Y
King's Business School	Y	N	Y	Y	Y	Y
King's Digital	NA	NA	NA	NA	NA	Y
King's Professional & Executive Development (KPED)	NA	NA	NA	NA	NA	Y
Life Sciences & Medicine	Y	Y	Y	Y	Y	Y
Natural, Mathematical & Engineering Sciences	Y	Y	Y	Y	Y	Y
Nursing, Midwifery & Palliative Care	Y	Y	Y	Y	Y	Y
Office of Chairman's & College Secretariat (OCCS)	Y	N	N	Y	Y	Y
Research Management & Innovation (RMID)	Y	N	Y	Y	Y	Y
Social Science & Public Policy (SSPP)	N	Y	Y	Y	Y	Y
Student & Education (SED)	Y	Y	Y	Y	Y	Y
The Dickson Poon School of Law	Y	Y	Y	Y	Y	Y
Vice Chancellor's Office	NA	NA	Y	Y	Y	Y

Key

Y	Return provided
P	Return in progress
N	No response to date
NA	Not included

A.4 Responses to annual self-assessment health & safety returns

Faculty/Directorate has a local H&S Arrangements document



Sufficient health and safety role holders



health and safety role holders issued with letter of appointment



H&S roles & responsibilities recognised in PDRs



Repository for risk assessments



H&S discussed by senior managers



Regular H&S committee meeting



or standing agenda item at other meetings



HEALTH & SAFETY SERVICES ANNUAL REPORT 2023 -24

H&S risk management
discussed at least once a term



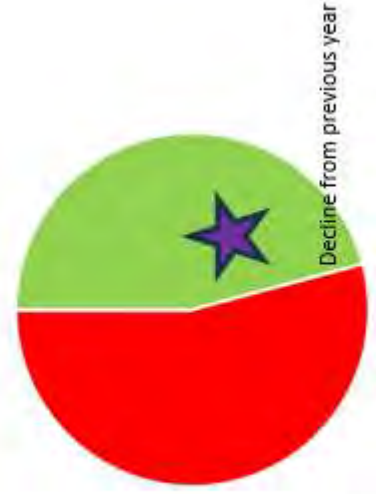
ToR/standing agenda



Workplace Inspection
programme



H&S Plan with SMART
objectives



Key



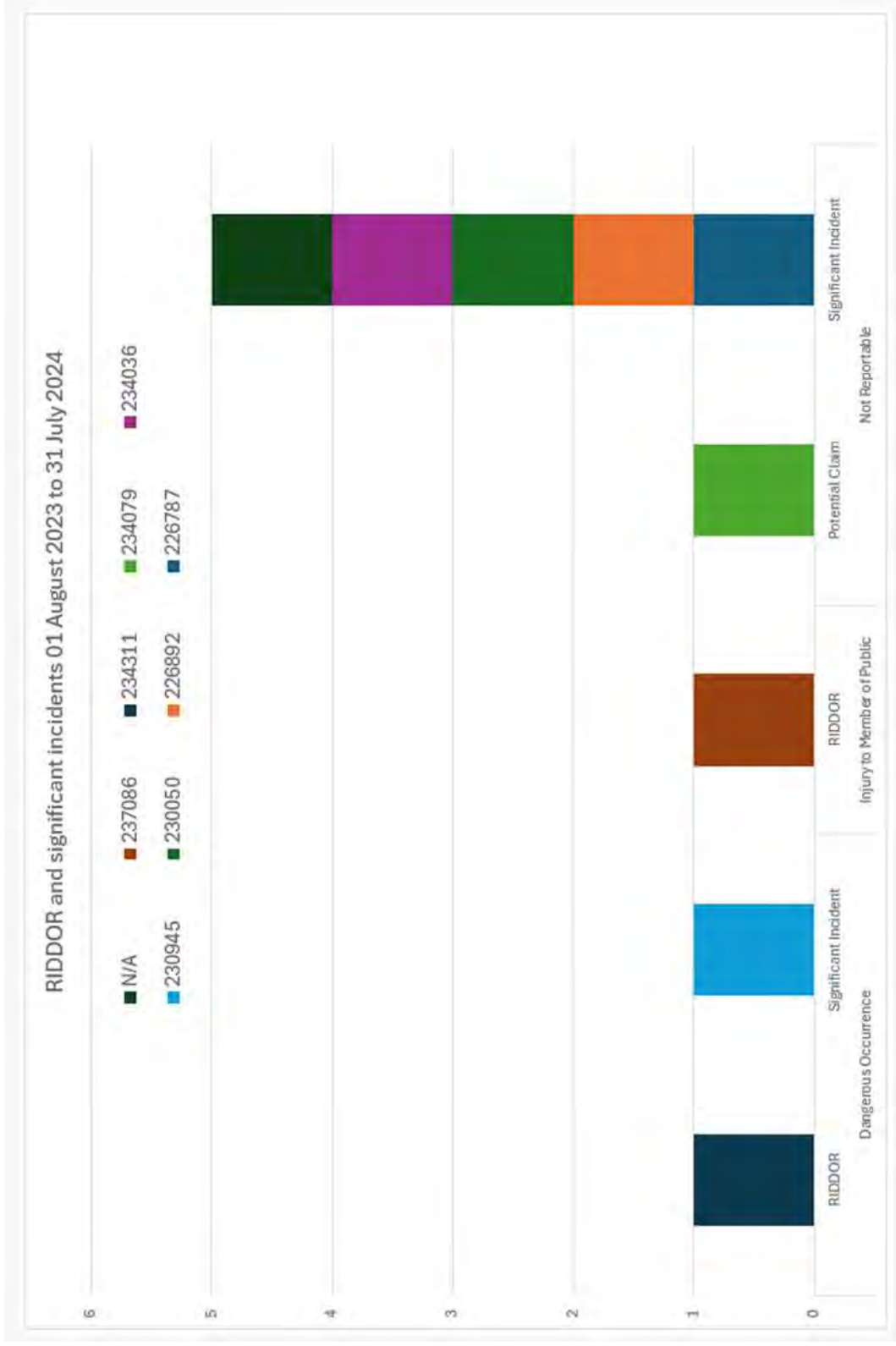
RIDDORS/Significant Incidents



Identified health surveillance
requirements



A.5 RIDDOR and significant incidents chart



HEALTH & SAFETY SERVICES

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A.6 Brief description of riddor and significant incidents

Number	Type of incident	Date	Brief description
226787	Significant incident	18/10/2023	A cleaner appeared to have suffered an “allergic” reaction to the two different chemicals they used. They used 2 chemicals a strong alkali and an organic acid descaler.
226892	Significant incident	25/10/2023	A cleaner fell downstairs in King's building. They were not at work at the time, so it was not a work-related injury, and the injured party had an ongoing condition that resulted in dizziness and disorientation leading to the fall
230050	Significant Incident	05/01/2024	Failure of fume cupboard extraction plant in Britannia House 3rd floor. Lasted 2 weeks.
230945	Significant Incident	01/02/2024	Failure of passenger lift. In the process of leaving the lift, the doors started closing on the injured party who had to push on them to pull their leg and arm out as the lift continued to rise.
234036	Significant Incident	18/04/2024	High levels of lead identified in the water supply. Staff in the building not informed of any potential for risk.
234079	Potential Claim	19/04/2024	Injured Party slipped on floor in Science Gallery entrance after returning from lunch, shoes were wet, they were rushing and didn't wipe their feet, fell and fractured arm. Not at work at the time of the incident.
234311	RIDDOR	26/04/2024	A 10-litre cylinder of hydrogen sulphide released its contents into a fume cupboard in lab 5.99 IoPharm Sciences in FWB. Several persons affected visited A&E. FWB evacuated.
N/A	Significant Incident	09/07/2024	Uncontrolled release of carbon-11 gas in the PERL facility, not reported on AMS
237086	RIDDOR	16/07/2024	Slip on recently mopped toilet floor in FWB. Injured party (summer school attendee) was taken to hospital.

Board Assurance Framework (BAF) Introduction

Audit, Risk & Compliance Committee
(ARCC)- 11th March

Dr Sinéad Critchley
University Secretary and Director of
Assurance



What is Board Assurance Framework (BAF)?

BAF was one of the recommendations by the Advanced HE Governance Review (published in 2023), which was formally endorsed by Council in November 2023.

The purpose of BAF is to set out for the Board (i.e. Council) the key areas of activity within its remit, and the sources of assurance from management, internal committees and internal and external audit and other independent sources, that give the Board comfort that these activities are being undertaken in ways that support the achievement of the organisation's strategy. It, therefore, helps Council focus on key issues in discharging its assurance role: i.e. gaining confidence, evidence and 'certainty' that what needs to be happening is happening in practice.

The BAF will cover a set of assurance areas, as agreed by Council, for which the framework will oversee the monitoring and reporting on progress of strategic aims, focusing on:

1. Management controls and mitigations in place to deliver against strategic aims
2. Evidence that what is being said to happen is happening in practice
3. Transparency of controls or assurance gaps for which an action plan is needed in order to close and ensure the assurance area delivery is not impeded.

Board Assurance Framework & Enterprise Risk Management

BAF and Enterprise Risk Management will be closely linked, with many of the top University risks being covered within the BAF assurance areas. However, these are two distinct processes.

Whilst BAF will provide assurance that the organisations strategy is being delivered and identifying gaps in current controls, mitigations, and assurances that may impact delivery and how they will be closed (which will include mitigations plans identified on the risk register), the enterprise risk register is monitoring risks for likelihood of occurrence, what the impact on the organisations operational and strategic delivery would be if they were to occur and ensuring mitigation and action plans are in place to reduce the likelihood for those risks (within the organisations control) from occurring or the impact on the organisation should they occur.

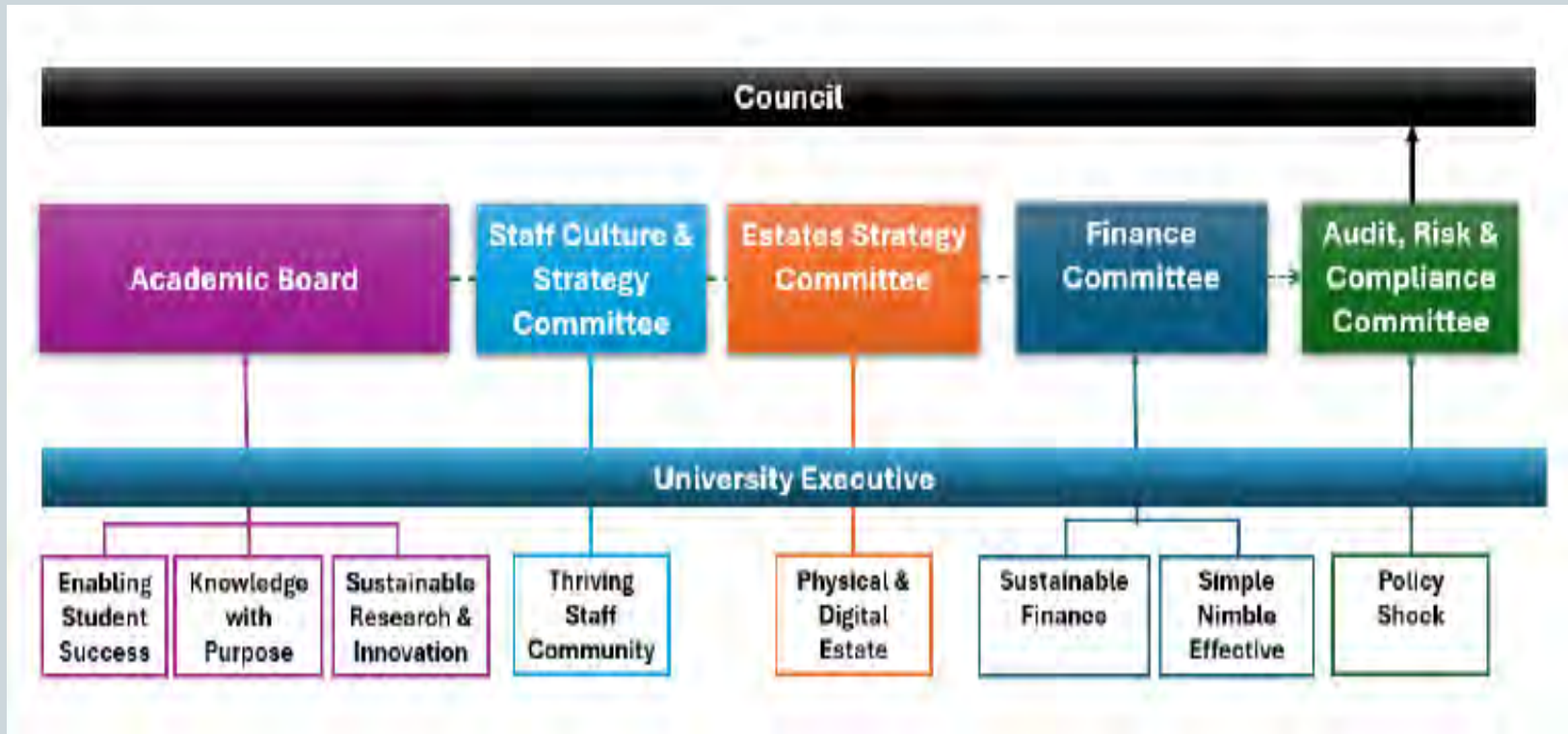
That is to say:

- BAF is providing a description to the Board of how we are progressing on our key strategic aims beyond only how potential risks are being reduced
- Enterprise Risk management is agreeing and monitoring the risk management approach to identified risks and their potential impact to the delivery of our strategic aims.

What will be the benefit of introducing Board Assurance Framework at King's?

- Provide updates on progress of the organisation's strategy (and assurance on that progress) to Council
- Council to agree the key assurance areas for which they would want progress reports through BAF
- Early sight of any key issues that may arise in delivery of the organisation's strategy due to gaps in controls and/or assurances
- Provides a standard operating process for key areas of the strategy to be reported on as determined by Council
- Ensures better visibility and transparency on strategy reporting across internal committees and standing committees of King's, allowing opportunity for constructive challenge, monitoring and collaboration.

Governance Oversight of BAF (proposed)



BAF Form: Inputs

Title of Assurance Area

Corresponding Enterprise Risk & the current RAG status

Score the BAF using University Risk Scoring System

Confirm the management processes in place (controls) to deliver the assurance area. These should link to mitigations noted in the corresponding Enterprise Risk item.


Note any gaps in the management processes (controls), effectiveness of the mitigations and/or ability to provide evidence/assurance that will need to be closed in order to deliver the assurance area and progress the Strategic goals.

Outline actions to close the control or assurance gaps.

Standing Committee that reviews the assurance area

Using the three tiers of assurance, fill in each line. View through the lens of what evidence can be provided to that what you say the controls and mitigations are doing are happening in practice.

Each line should be assessed using a RAG rating.

BAF #					Current Risk Score:		
Executive Lead:				Assurance Committee:			
Executive Committee:				Last Review Date:			
Strategic Importance, Risk & Other Considerations							
Link to strategic aim or enabler:							
Link to Risk Register & RAG rating							
Other relevant considerations:							
Current Risk Scoring							
Term:	T3 (23/24)	T1 (24/25)	T2 (24/25)	T3 (24/25)	Change from Previous Term	Gross Risk	Target Risk
Likelihood:							
Impact:							
Risk Rating:							
Controls & Assurance							
Key Controls & Mitigations				Assurance Outputs			
				First Line: <i>Operational functions that directly own & manage services and their associated risks</i>			
				Second Line: <i>Providing oversight of management activity separate from those responsible for delivery but not independent from the organisations management chain</i>			
				Third Line: <i>Independent & objective assessors of the integrity & effectiveness of the delivery of the strategy in organisation & related controls</i>			
Control/Assurance Gaps & Action Plan to close							
Control/Assurance Gap		Action	Lead	Due Date	Update		

Board Assurance Framework: Implementation timeline

March/April

- ARCC (11 Mar) & Council (31 Mar) introduce, review and feedback on
 - What is the BAF and why are we introducing it to King's
 - Governance reporting structure
 - BAF Template
 - BAF Implementation
- Project team review move into implementation based off feedback on templates and reporting structures.
- Submit updated Committee ToRs to GNC and Council
- Review Committee sequencing

April/May

- Set meetings with Assurance owners to update BAF template and operating procedure
- Finalise BAF Standard Operating Procedure
- Develop Roles & Responsibilities, and Reporting Structure
- Set meetings with Chair of Committees to update BAF template and operating procedure

June

- BAF forms are reviewed as an agenda item for Standing Committees to review
- Content is relevant and informative enough for Committees to assess
- Chairs to gain feedback/suggestions/recommendations from each Committee on a) information required for form and b) test and feedback how the BAF process works in practice
- **3 June:** ARCC review Standing Committees feedback prior to submitting report to Council


July

- **12 July:** BAF forms, ARCC report are reviewed as an agenda item at Council:
- Consider feedback/suggestions/recommendations from each Committee on a) information required for form and b) test and feedback how the BAF process works in practice
- Council makes recommendations re BAF
- Council outcomes and actions are communicated to relevant committees and assurance owners BAF now as part of BAU

BAF Form: Output (Summary of Assurance & Risk Score)

BAF #				Current Risk Score: 12	
Deliver the 2024-2025 giving a 5.5% surplus, with a plan to achieve 7.5% surplus in 2028/29 financial year?					
Executive Lead:	VP (Finance)		Assurance Committee:	Finance Committee	
Executive Committee:	VMM		Last Review Date:		

Strategic Importance, Risk & Other Considerations					
Link to strategic aim or enabler:	Sustainable Finances				
Link to Risk Register & RAG rating	#9 - That the university fails to deliver the targets included within the Integrated Planning Process (IPP): i.e., an Operating Contribution of 4.% turnover in 2023/24, 5.5% in 2024/25, 6% in 2025/26 and 6.5% in 2026/27.				
Other relevant considerations:	IPP financial targets are not same as presentation of university financial statements but an easy reconciliation can be made between the two.In the evidence below university financial statements are considered to be an essential part of the assurance framework.				

Current Risk Scoring							
Term:	T3 (23/24)	T1 (24/25)	T2 (24/25)	T3 (24/25)	Change from Previous Term	Gross Risk	Target Risk
Likelihood:			4				
Impact:			3				
Risk Rating:	0	0	12	0		0	

BAF Form: Output (Summary of Controls & Assurance)

Controls & Assurance		
Key Controls & Mitigations	Assurance Outputs	
IPP: Strategic, financial and business planning through the Integrated Planning Process (IPP) - and extending into Strategy 2030 IPP planning and reporting to monitor financial performance and projections over a three year period, including an annual scenario planning exercises with VST & UE, before Finance Committee/Council Incorporation of specific financial improvement plans and schemes in- year and within future IPP Specific financial improvement plans to be built into IPP process (see Actions)	First Line: Operational functions that directly own & manage services and their associated risks	
	Faculty & Central Directorates IPP Quarterly Meetings - need clear action outcomes for in-year and longer term corrections	
	Monthly financial reporting and forecasting Major Investment benefits to be built in to IPP plans and monitored Monitoring Board for delivery plan within Strategy 2030	
SCIF Business Cases: Strategic framework for business case development including clear criteria for expected returns (margins) and effective gateways reviews for significant investments - to be gradually more effective Promised benefits from approved business cases built into budgets	Second Line: Providing oversight of management activity separate from those responsible for delivery but not independent from the organisations management chain	
	IPP in year reporting to SVP Academic & SVP Operations Investment Sub Committee (ISC), Project Board Review to monitor investments and benefits <i>University Executive reporting & approval</i> Annual budget and plans consistent with strategic plans - <i>Finance Committee/Council approval</i> Enterprise Risk Register Internal Auditt reports - <i>reporting to ARCC</i>	
	Third Line: Independent & objective assessors of the integrity & effectiveness of the delivery of the stratgey in organisation & related controls	
Financial reporting: Annual TRAC return, inflation setting and consideration of research cost recovery influencing research income Procurement Strategy (see Actions) to influence non-staff spend with three year targets Monthly management accounts and reforecasting each month by budget unit for in-year monitoring Annual price setting for key variables - unregulated tuition fees, halls of residence fees. Annual audit and financial statements. Financial performance and risk assessment reviewed at key points during the academic year.	Annual audited Financial Statements reconciled with operating surpluses - <i>Finance Committee/ARCC/Council November</i> Annual Standard & Poors assessment against public debt issuance - <i>reported to Finance Committee March</i> Compliance with external covenants with lenders on debt - <i>reported to Finance Committee/Council November</i> Annual Financial Return/ Five year plan - <i>submitted to OfS annually after Finance Committee/Council</i>	

BAF Form: Output (Summary of Control/Assurance Gaps & Action Plan)

Control/Assurance Gaps & Action Plan to close					
Control/Assurance Gap		Action	Lead	Due Date	Update
Need to enhance elements of King's work included in IPP to produce true operating surplus.		Procurement Strategy	CFO	Mar-24	Finance Committee March 2024- Approved and in action. Reporting March 25 and November 25
Reporting improvements on secondary measures (eg cash).		Thematic Financial Improvements	CFO	Jun-24	Approved Finance Committee March 2024-Approved
Improve in-year and longer term efficiency measures.		Benefits of investment cases in budgets	CFO	Jun-24	To be incorporated in IPP 2024- Ongoing, first implementation through IPP June 2024
Uncertain external benchmarking particularly linking costs to performance		Improved market pricing of unregulated tuition fees and cost recovery of research	CFO	Jun-24	Impact IPP from 2025/26, first implementation thorough IPP June 2024. Significant further in train for 2026/27 pricing - report June 2025
		Significant work on fundamental financial sustainability in context of much greater threat to student recruitment plans	CFO	Jun 25 - Nov 25	Development of financial sustainability structure and reporting system. Individual actions and controls to promote sustainability. Within Strategy 2030

Board Assurance Framework: Assurance Areas

#	Strat theme	Strategy 2026 Goal & Enabler	BAF Assurance Focus	Responsible Executive	Executive Committee	Assurance Committee	Key Associated Strategy 2026 Objectives	Associated Enterprise Risk #
1	FOUR KEY GOALS	Enabling Student Success	That the value King's academic qualifications is maintained, that a high level of academic integrity continues to be a feature of those qualifications, and the quality of a King's degree remains above the minimum required by the regulator.	SVP (Academic)	University Executive	Academic Board	1.2	1
2			That a high quality of student experience is offered to King's students, including support throughout the student lifecycle and appropriate student outcomes.	VP (Education and Student Success)	University Executive	Academic Board	1.1; 1.4	1
3		Knowledge with purpose: service and impact	That teaching and research at King's has real-world impacts, either through the opening of education to groups who are vulnerable or under-represented in HE, through high-impact collaborations and partnerships, or through translational research.	SVP (Academic)	VMM	Academic Board	1.3; 3.4; 4.2; 4.3	1, 4, 12
4		Sustainable Research and	That the University continues to produce high quality and impactful research which is financially sustainable and geared towards attracting optimum level of funding through multiple channels and maintaining a supportive and thriving research environment and culture.	VP (Research)	University Executive	Academic Board	3.1; 3.2; 3.3; 3.4; B.2	3
5		Innovation Excellence	That the University continues to comply with its' regulatory and legal obligations, so that it can undertake the level of academic research required to remain cutting edge	VP (Research)	University Executive	Academic Board	3.5	2
6		Thriving Staff Community	That the University attracts, retains and motivates all staff to create a thriving staff community	VP (People & Talent)	VMM	Staff Culture & Strategy Committee	2.1; 2.2; 2.3	5

Board Assurance Framework: Assurance Areas

7	THREE KEY ENABLERS	Simple, Nimble, Effective	That the administrative and ancillary support infrastructure for the core academic mission operates at an optimal level, providing both ease of use for those who need to access it and value for money corporately.	SVP (Operations)	VMM	Finance Committee	A.1; A.2; A.3; C.3	7, 8
8		Physical & Digital Estate	That the physical estate is fit for its current purpose and that appropriate measures are being taken to undertake planning for the future physical needs of the core academic mission.	SVP (Operations)	VMM	Estates Strategy Committee	B.1; B.3; C.2	8
9			That the digital estate is fit for its current purpose and that digital transformation is being approached at appropriate pace, taking into account all pedagogical, administrative & support needs as appropriate, whilst ensuring that the cyber security posture is appropriately mature.	SVP (Operations)	University Executive	Estates Strategy Committee	1.2; 3.3; B.1; B.2; B.3	
10		Sustainable Finances	That the target for student numbers is capable of supporting the strategic plan and growth at the University and fully takes account of an appropriate market diversification, splits between level of study, and the mix of educational delivery methods.	SVP (Operations) / SVP (Academic)	University Executive	Finance Committee	1.3; C.1; C.4	9
11			That the year-on-year target operating surpluses (including income from all sources) are delivered in order to achieve a 7.5% surplus in 2029 to support capital investment ambitions.	VP (Finance)	University Executive	Finance Committee	C.1; C.2; C.3; C.4	9, 10, 12
12	OTHER	Underpins all	That the University is adequately prepared for policy shocks or the fallout from geopolitical events and has a horizon scanning & resilience capability which minimises the possibility of it being unsettled by unforeseen events.	SVP (Operations) / SVP (Academic)	VMM	Audit, Risk and Compliance Committee	C.1	11, 14

Overall portfolio health

Portfolio	Project Name	Governance Pathway	Status	Forecast Total Cost	Approved Budget	Jan-24	Feb-24	Mar-24	Apr-24	May-24	Jun-24	Jul-24	Aug-24	Sep-24	Oct-24	Nov-24	Dec-24
TO - Campus	Bush House SWW	Waterfall	Active	£152,400,000	£31,099,296	G	G	A	A	A	A	A	A	A	A	A	A
TO - Campus	King's Interdisciplinary Science	Waterfall	Active	£45,503,856	£45,503,856	G	G	G	G	G	G	G	G	A	A	A	A
TO - Campus	VWB Exit and Strand Enabling Works	Waterfall	Active	£38,339,600	£38,339,600									G	G	G	G
KHP	Centre for Translational Medicine	BAU	Active	£24,300,000	£24,300,000									G			
E&F	Smart Trials Development Hub / Clinical Trials Hub	RIBA	Active	£12,730,000	£12,700,000				A	R	R	R	A	A	A	A	R
E&F	Centre for Children and Young People Mental Health	RIBA	Active	£12,300,000	£12,300,000	R	R	R	R	R	R	R	R	R	R	R	R
E&F	CYP Research Infrastructure (UKRPIF)	RIBA	Active	£11,061,000	£11,061,000	G	G	A	A	A	R	R	A	A	R	A	A
IES	Afe Babalola Centre for Transnational Education	BAU	Active	£10,280,000	£10,280,000											A	G
E&F	AAV / GMP Facility at Guy's	RIBA	Active	£10,100,000	£1,400,000	G	G	G	G	G	G	G	G	G	G	A	A
IT - DE	IAM Programme	Agile	Active	£6,000,000	£6,000,000							G	G	G	G	G	G
VC Office	King's Climate & Sustainability (KCS)	BAU	Active	£5,833,000	£5,833,000	G	G	G	G	G	G	G	G	G	G	G	G
TO - Student	Improve Core Processes	Waterfall	Active	£5,802,199	£2,138,602										A	A	A
IT - DE	Campus Comms Room Resilience	Agile => Waterfall	Active	£4,732,635	£4,732,635	G	G	G	G	G	A	A	G	G	G	G	G
E&F	Dental Institute Restack 17th Floor (FoDOCS)	RIBA	Active	£3,950,000	£3,500,000						A	R	A	R	A	A	A
TO - Campus	Campus Futures Programme	Waterfall	Active	£3,705,149	£3,705,149	A	A	A	A	G	G	G	G	G	G	G	G
E&F	Total Body PET	RIBA	Active	£3,028,000	£3,334,472						A	A	A	A	A	A	A
E&F	Fetus to Five (F2F)	RIBA	Active	£2,840,000	£2,840,000						A	A	A	A	A	R	A
KBS	Centre for Sustainable Business (CSB)	BAU	Active	£2,784,949	£2,784,949	G	G	G	G	G	G	G	G	G	G	G	G
IT	AV Infrastructure Refresh 4 (AVIR4)	Agile	Active	£2,600,000	£2,600,000											G	G
A&H	Digital Futures Institute: Living Well with Technology	Waterfall	Active	£2,584,102	£2,584,102										G		
IT	One King's CRM Programme	Waterfall	Active	£2,343,026	£2,452,325	G	G	G	G	G	G	G	G	G	G	G	G
TO - Student	King's Edge	Waterfall	Active	£2,160,197	£569,329										G	G	G
TO - Student	Programme Delivery and Management	Waterfall	Active	£2,109,412	£2,109,412										A	A	A
TO - Student	King's Experience	Waterfall	Active	£1,928,191	£1,717,050										G	G	G
SED BAU	In Person Online Invigilated Assessments	BAU	Active	£1,700,000	£1,600,000		G		G	R		R	R	R	A	A	A
IT	HESA Data Futures Model Compliance 22-23	Waterfall	Active	£1,535,944	£1,535,944	G	G	G	A	A	A	A	R	R	R	G	G
IES	One King's Impact	Waterfall	Active	£1,425,000	£1,425,000				G	G	G	G	G	G	G	G	G
IT - DE	IT Cyber Projects	Agile	Active	£1,017,055	£1,030,665	G	G				G	G	G	G	G	G	G
IT - DE	FSO - Shared Drives	Agile => Waterfall	Active	£1,002,215	£1,002,215	G	G	G	G	G	G	G	G	G	G	G	G
IT	Payment Solutions Tender	Waterfall	Active	£750,000	£750,000	A	A	A	G	G	A	A	A	A	A	A	A
RMID	Research Facilities Management System	Waterfall	Active	£705,755	£705,755	G	G	A	A	A	A	A	A	A	R	R	A
RMID	Research Information System Optimisation	Waterfall	Active	£437,122	£437,122	G	G	A	A	A	A	A	R	G	A	A	A
IT	Project Portfolio Management (PPM) Tooling	Waterfall	Active	£419,793	£250,000	G	G	G	G	A	R	R	R	R	R	R	R
IT	Workforce Management (WFM)	Agile	Active	£345,090	£345,090		G	G	G	G	G	G	G	G	G	G	G
IT	Training Systems Review and Replacement	Waterfall	Active	£300,000	£57,205	G	G	G	G	A	A	R	R	R	A	A	A
RMID	Electronic Laboratory Notebook	Agile	Active	£187,862	£187,862	G	G	G	G	G	G	G	G	G	G	G	G
E&F	Fire Evacuation	BAU	Active	£113,662	£113,662			A	G	A	G	G	G	G	G	G	G
IT - DE	Cyber Essentials Recertification 2025	Agile	Active	£1,000	£1,000												
Total				£379,355,814	£243,326,297												

Red

Amber

Green

No report

N/A

King's College Council

Meeting date	31 March 2025
Paper reference	KCC-25-03-31-10.3
Status	Final
Access	Members and senior executives
FOI exemption	s.43, commercial interests

Report of the Estates Strategy Committee (ESC)

Contents	Meeting at which considered	Consent agenda	Council action
1. Champion Hill [See the Finance Committee report]	24 February 2025	No	Approve [see Finance Committee report]
2. Bush House South West Wing	24 February 2025	Yes	Note
3. King's Interdisciplinary Science (KIS)	24 February 2025	Yes	Note
4. Campus Futures Gantt Chart	24 February 2025	Yes	Note
5. Report of the Director of Estates & Facilities	24 February 2025	Yes	Note
6. Major Project Status Report	24 February 2025	Yes	Note

To Approve

1. Champion Hill

The Executive Director of Estates and Facilities is seeking authority to progress this project based on the construction figure of £67.6m including risk and inflation, excluding VAT. – SEE FINANCE COMMITTEE REPORT [Item 10.4].

For Note

2. Bush House South-West Wing Final Business Case update

Members were provided with an update on the construction progress of the Bush House South-West Wing (SWW), as the University moves through the project approval timeline and towards main contractor appointment. Estates & Facilities are reviewing the current plan's feasibility, considering potential delays and programme compression risks. The Full Business Case for SWW will come forward under Campus Futures in May/June 2025.

3. King's Interdisciplinary Science (KIS)

Members were provided with a verbal update on the KIS programme. Members were informed that KCL Campus Futures Board, chaired by the SVP (Academic) would undertake detailed scrutiny of costs and challenges, as the cost position currently stands at £6-7m over the original business case estimates.

4. Campus Futures Gantt Chart

The Executive Director of Estates & Facilities opened discussions with members in relation to the Campus Futures Live Programme Road Map.

5. Report of the Director of Estates & Facilities

The Executive Director of Estates & Facilities provided an overview and updates of Estates and Facilities matters including: Courtauld Institute of Art / 152-158 Strand, Chemistry Expansion, Pears Maudsley CYP Project, Advance Viral Vectors / and Challenges of Building Safety within the hospital estate.

6. Major Project Status Report

The Committee noted the report.

Jon Zehner

Chair, Estates Strategy Committee

King's College Council

Meeting date	31 March 2025
Paper reference	KCC-25-03-31-10.4
Status	Final
Access	Members and senior executives
FOI exemption	s.43, commercial interests

Report of the Finance Committee (FC)

Contents	Meeting at which considered	Consent agenda	Council action
1. Champion Hill Development Annex 1	10 March 2025	No	Approve
2. Management Accounts	10 March 2025	Yes	Note
3. Mid-Year Report on Procurement	10 March 2025	Yes	Note
4. Weighted Average Cost of Capital	10 March 2025	Yes	Note
5. IT Finance	10 March 2025	Yes	Note

To Approve

1. Champion Hill Development

Motion:

To approve the recommendation of delivering and funding the necessary remedial works to bring Champion Hill back into full operating use and restore 714 student bedrooms – Annex 1

Background:

Both Finance Committee and Estates Strategy Committee discussed and endorsed the proposal for King's to self-fund the refurbishment, working with Arlington as the Development Manager and Watkins Jones as the main contractor. A fixed-price contract has been proposed and a limit of £68m to include VAT and all fees has been set. A programme of work had been set out with the credible aim of delivering 330 rooms for 2026/27 student use and the remaining 384 rooms in 2027/28.

The Committees agreed on assurances for the project which included a dedicated member of staff to provide oversight of the project, a strong fire safety approach and warranties to be provided on all work completed by Arlington.

The Finance Committee noted the revised forecast of cash balances which would result from the recommended policy.

To Note

2. Management Accounts

Finance Committee receives a regular presentation of management accounts.

3. Mid-Year Report on Procurement

Finance Committee received an update on the efforts of the Procurement team towards achieving one of their key strategic aims to achieve £15m in savings from contracts for goods and services. The Committee discussed the difference in cashable and negotiated savings, and how each of them contributed towards the overall savings goal.

4. Weighted Average Cost of Capital

Finance Committee discussed a proposal to use the 20-year gilt rate of c5% as the Weighted Average Cost of Capital (WACC) in presenting the Bush House South West Wing Full Business Case, and the gilt rate of appropriate duration for future business cases, acknowledging that this will further depress the early years of the business case. The Committee was minded to use 6% as the charge to represent the cost of capital for the Bush House SWW project

5. IT Finance

Finance Committee received an update on the levels of expenditure within the IT Directorate and discussed upcoming costs associated with critical legacy systems.

The Committee noted the importance of a Digital Strategy to support King's, whether as a standalone part of King's 2030 Strategy or underpinning each of the areas.

Steve Weiner
Chair, Finance Committee

These pages have been redacted

Report of Staff and Culture Strategy Committee

Contents	Meeting at which considered	Consent agenda	Council action
1. Kings 2030: Vision and People Strategy	13 February 2025	Yes	Note
2. KCL Engagement Survey	13 February 2025	Yes	Note

To Note

1. Kings 2030: Vision and People Strategy

The Committee received a comprehensive update on activities within HR as the People Strategy is further developed. The Strategy had undergone prioritisation and members were walked through the key drivers, key HR objectives of the strategy and the 5 key workstreams which will be led by the University Executive Team (co-led by an Executive Dean).

2. KCL Engagement Survey

Members were provided with an update (and outcomes) in relation to the "Check-in" Survey conducted in November 2024. Four members of staff were guests at the start of the meeting, to provide committee members with their lived experiences of working for King's.

Donna Catley
Chair
March 2025

King's College Council

Meeting date 31 March 2025

Paper reference KCC-25-03-31-10.6

Status Final

FOI exemption s.40, personal information



Report of the Fellowships and Honorary Degrees Committee - *RESERVED*

Contents	Meeting at which considered	Consent agenda	Council action
1. Nominations for Fellowship of King's College	24 March 2025	No	Approve
2. Nominations for Honorary Degree (Science)	24 March 2025	No	Approve

For Approval

1. Background

The awarding of an honorary degree or Fellowship of King's College London is an important event in the life of the University. These awards are conferred on those whose achievements are of such excellence that they provide, through example, inspiration and aspiration to our graduates. They recognise service or contributions that are or have been transformative.

These are the University's highest honours recognising distinct groups and types of accomplishment over a wide range of fields of endeavour.

A total of 14 nominations were received and considered by the Fellowships and Honorary Degrees Committee.

2. Nominations for Fellowship of King's College

Criteria for Fellowship: The Fellowship of King's College is awarded to individuals who have or have had a transformative impact on the University through the quality of their work or activities. They may be individuals who have a direct relationship with King's (e.g., alumni, governors, staff, academic or community partners) or they may be individuals who do not have a current relationship with King's but who have engaged with King's, or whose activities and accomplishments align with our activities, aspirations and values and with whom a continued relationship would be welcome.

In either case, it is expected that the individual's accomplishments will have gone above and beyond the expectations of their regular role. For those who do have an existing relationship with King's, while long service may be an element of the award it will not be the primary criterion for the award. For those nominees not currently engaged with King's, the application process will give attention and consideration to the degree and depth of any prior association and the implications of the award for future association.

Motion: That the following individuals be invited to accept the award of Fellowship of King's College:

■	████████████████████
■	████████████████
■	████████████████
■	████████████████
■	████████████████

3. Nominations for Honorary Degree (Science)

An honorary degree is the highest honour that King's bestows and is reserved for exceptional and eminent individuals who are recognised nationally or internationally for their achievements and

whose actions reflect and reinforce King's values and aspirations. While a prior association with King's strengthens a claim, it is not a requirement. Recipients of a King's honorary doctorate become alumni of the University.

The number of awards is limited normally to five in any one year.

Honorary degrees are conferred at graduation ceremonies and normally will not be awarded in absentia.

King's awards the following honorary degrees:

Doctor of Laws (LLD)

Doctor of Arts & Letters (DLitt)

Doctor of Science (DSc)

Doctor of Divinity (DD).

Motion: That the following individuals be invited to accept the award of Honorary Degree (Science) of King's College:

■ ■■■■■
■ ■■■■■■

The processes for fellowships and honorary degrees are attached at Annex 1.

The statements for each nominee are available on request from the Secretariat.

Processes for Fellowships and Honorary Degrees

1. Any member of the College may nominate or second a Fellow.
2. Honorary degree nominations should be associated with a Faculty or senior directorate and should be supported by the relevant Executive Dean/Vice Principal/SVP in addition to the nominators.
3. All nominations will be provided to the Fellowships & Honorary Degrees Committee, however, in considering the nominations, the FHDC will receive advice from a subcommittee established by the President & Principal.
4. Fellowships and Honorary Degrees are normally mutually exclusive. It would be unusual, though not impossible, for an individual to hold both an Honorary Degree and an FKC.
5. The FHDC may determine that an award other than that for which a candidate has been nominated is more appropriate.
6. Recommended nominees must be approved by Council.
7. No more than five honorary degrees will normally be conferred in a given year.
8. Honorary degree recipients must attend a graduation ceremony in order to receive the honour.
9. Up to 10 Fellows may be awarded in a given year. The title is considered effective with written acceptance of the honour.
10. Fellows will be recognised at graduation ceremonies and may attend a ceremony if they wish.
11. When an honorary degree candidate has been offered and accepted an honorary degree, they should be invited to engage with the College as appropriate. This would ideally coincide with their visit to the College to have the degree conferred and take the form, for example, of a meeting with faculty and students in the relevant department(s), giving a graduate seminar or a public lecture, etc. It will be the responsibility of the Executive Dean/relevant senior leader to engage with the recipients to make any arrangements and to foster any further engagement which they and the candidate might agree. There is of course, no requirement for the candidate to engage in return for the honour.
12. Nominations remain confidential and candidates should not be informed that they have been nominated.
13. Only the names of those who have been offered and have accepted an award will be announced. The timing of the announcement will be determined once the award has been approved by Council.
14. Honours are not normally awarded posthumously. In exceptional circumstances the Committee may recommend posthumous awards under the following conditions:
 - The candidate has had a close or significant relationship with the College;
 - The nomination was submitted prior to the candidate's death; and
 - The candidate's family is willing to accept the proposed award on the candidate's behalf.
15. Removal of an honour – Council may determine that an honour should be rescinded on the recommendation of FHDC and in accordance with the Council's protocol.

Approved by Council, 22 November 2022

Rescinding of Honours Protocol

A. Principles and Criteria

1. Removing an honour from an eminent individual or from someone who has been of significant service to the College is a grave decision and one that will only be taken exceptionally. Only Council may rescind an honour which it has awarded. Any consideration of revocation must be undertaken sensitively, with care and with due consideration of fairness toward and respect for the privacy of the individual concerned.
2. In support of the tenets of freedom of expression, which are fundamental at a university, ideological difference with members of the university community or with the university's stakeholders is not in and of itself grounds for review or revocation.
3. Council will not consider revocation of an honour unless it receives substantial new information which, for good reason, was not available to it at the time of the award (and at the time of any previous consideration by Council). It will not rescind an honour unless in its judgement one or more of the following apply:
 - 3.1 There are findings of serious misconduct, criminal activity or adverse findings in civil proceedings or disciplinary proceedings by regulatory authorities.
 - 3.2 The original rationale for conferring the award was materially inaccurate.
 - 3.3 The individual has acted in a way that is fundamentally inconsistent with the values of the university.
 - 3.4 The reputation of the university will be damaged from continued association with the individual concerned and the damage from maintaining the award will be greater than from revoking it.
4. If in its judgement, one or more of criteria 3.1-3.4 apply, Council may choose to rescind an award. Council will not, normally, revoke or consider revoking an award posthumously. Before reaching a decision, Council will ensure that the following process has been followed.

B. Process

1. Any member of the King's College community may request that Council revoke an honour. Requests for review or revocation of an award must be submitted to the College Secretary. If on receipt of such a request the College Secretary judges that there is or may be new information not available to Council at the time of its previous consideration of the individual, the Secretary shall forward the request to the Principal.
2. On receipt of such a request, if the Principal determines that there is or may be substantial new information and it is necessary to establish the veracity of such new information and/or that the information requires examination to determine whether or not it provides reason for Council to reconsider the award of the honour, then the Principal will appoint an investigator they judge suitable to investigate the case. The decision to appoint an investigator is a neutral act.
3. The investigator will be tasked with establishing the facts of the case, bearing in mind the reasons for the request for revocation and criteria A3.1-3.4 above. The investigator will produce a report for the Fellowships and Honorary Degrees Committee (FHDC) which sets out the facts as they relate to the criteria. The investigator may be supported by other staff at the investigator's discretion.
4. The investigation report will be provided to the Fellowship & Honorary Degrees Committee. The Principal may provide advice and/or recommendations to the FHDC at the same time.
5. The Fellowships & Honorary Degrees Committee will consider the case. If FHDC consider that there may be a case for the award to be rescinded, they will ensure that the recipient of the award has an opportunity to respond before reaching a view. FHDC will recommend to Council either that an award should be rescinded or that it should not be and may provide such other recommendations or advice as it judges appropriate.
6. Council will consider FHDC's recommendation and reach a decision as to whether or not an honour should be revoked. Council's decision is final.

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Report of the Governance and Nominations Committee

Contents	Meeting at which considered	Consent agenda	Council action
1. Independent Members' Executive Search Update	17 February 2025	No	Note
2. Academic Board membership of Council (Annex 1)	24 March 2025	No	Approve
3. Amendments to Ordinances (Annex 2)	17 February 2025	No	Approve
4. Terms of Reference review (Annex 3)	17 February 2025	No	Approve
5. Revised Calendar of meetings 2024-25 (Annex 4)	-	No	Approve
6. Extension of the Vice-Chancellor and Presidents appointment for a further term - RESERVED AND RESTRICTED (Annex 5)	17 February 2025	No	Approve

To Note

1. Independent Members' Executive Search Update

The Chair will provide a verbal update on the executive search.

To Approve

2. Academic Board membership of Council

Motion: That the Academic Board membership of Council be approved.

Background:

At its meeting of 20 January 2025, Council agreed to expand its staff cohort membership from three to five members drawn from the elected membership of Academic Board.

Authority was delegated to the Governance and Nominations Committee (GNC) to conduct the selection process and bring forward to Council recommended candidates for consideration for appointment.

In accordance with that mandate, the GNC considered that the call for nominations from within the elected staff cohort of Academic Board should seek candidates with the following skill sets complementary to existing members of Council: one elected staff member with current or recent academic leadership experience (Head of Department or equivalent); and staff member with teaching dominant responsibilities.

The call for candidates was issued to all elected members of Academic Board on 28 February 2025, with a deadline of Friday 14 March, 5pm to receive submissions.

One nomination was received for the elected Academic Staff Member with current or recent academic leadership category, and two were received for the elected Academic Staff Member with education dominant responsibility.

The recommended appointees and their statements of suitability are included in Annex 1.

3. Amendments to Ordinances

Motion: That the proposed amendments to the Ordinances be approved.

Background:

At the meeting of 20 January 2025, Council delegated authority to the GNC (per the Committee's terms of reference) to consider and recommend for Council's approval, those changes to the University's Ordinances, standing committee structure and committee terms of reference, necessary to enable the new committee structure Council had approved to take effect from 1 April 2025.

Under the provisions of Statutes 6 and 7(o), Ordinance B1 requires that 14 days written notice be given to Council of a proposal to ratify, amend or revoke Ordinances. The proposed changes will only take effect provided the meeting of Council at which the changes are considered is quorate and provided that two-thirds of those present (including a simple majority of Independent Members) vote in favour of the proposal.

Notice was given to Council on the proposed changes to the Ordinances recommended by the GNC to Council for approval to give Council members sufficient time to consider the Ordinance changes. The proposed changes to the University's Ordinances recommended by the GNC are as follows:

3.1 Presentation

3.1.1 To make for easier reading and improved referencing, bullet points have been replaced by letters and numbers throughout, subheadings have been created, and sections reorganised as follows:

- a) Ordinance A 'Preamble', changed to 'DEFINITIONS AND INTERPRETATION AND PROCEDURE FOR MAKING ORDINANCES AND REGULATIONS' with new subheadings as follows:

- A1 Definition of Terms
- A2 Interpretation
- A3 Procedures for the making of Ordinances (moved from Governance)

- b) The following Ordinances have been renumbered, new subheadings created, content reordered to fit under the new headings, and new narrative provided in some instances.

- B6 The Council: Terms of Reference and Statement of Primary Responsibility
- B7 Meetings of the Council
- B8 Statement of Primary Responsibilities of the Standing Committees of the Council
- B9 Standing Orders for the Council and its Standing Committees

These have now become:

- B3 The Council
 - B3.1 Membership of the Council
 - B3.2 Officers of the Council
 - B3.3 Appointment and Election of Council Members
 - B3.4 Terms of Office of Appointed or Elected Council Members
 - B3.5 Removal of Council Members
 - B3.6 Terms of Reference and Responsibilities of the Council
 - B3.7 Delegation by Council
 - B3.8 Matters reserved to Council
- B4 Standing Orders for the Council and its Standing Committees
 - B4.1 General
 - B4.2 Meetings of the Council
 - B4.3 Quorum
 - B4.4 Committees of the Council
 - B4.5 Decision making outside of meetings
 - B4.6 Order and Code of Debate
 - B4.7 Confidentiality and Declarations of the Interests of Members of the Council
 - B4.8 Minutes

3.2 Subheadings

3.2.1 The following subheadings have been newly created:

- a) B3.1.2 *All Council Members meeting the requirements of the “fit and proper person” test*: new subheading and narrative, to make explicit the importance of the fit and proper persons requirement.
- b) B3.3 *Appointment and Election of Council Members*
- c) B3.4 *Terms of Office of Appointed or Elected Council Members*: all reference to terms of office of appointed or elected Council Members explicit under several subheadings have been grouped under this subheading.
- d) B3.5 *Removal of Council Members*: new subheading to make explicit the grounds whereby a Council Member can be removed.
- e) B3.7 *Delegation by the Council*: new subheading to make explicit that the Council has powers to delegate any of its powers to committees, University Officers, approved members of staff or third parties as it may think fit, subject to Statute 8.
- f) B4.1 *General*: new subheading to provide an overview of the section.
- g) B4.5 *Decision making outside of meetings*:
 B4.5.1 *Written Resolution*
 Paragraph (v) of previously Ordinance B9.5 - Voting, (now Ordinance 4.2.6) has been moved to B4.5.1, as the narrative pertains to decision making outside of meetings.
 Additionally, B4.5.1(g) has been added to make it explicit that resolutions made in writing, by email or other form of written electronic communication shall be reported to the next meeting of the relevant body.
 B4.5.2 *Chair’s Action*
 B4.5.2(a) has been added to make it explicit that the Chair of the Council has delegated powers to act on the Council’s behalf between its scheduled meetings.
 Paragraph (v) of previously Ordinance B9.7 - *Order and Conduct of Debate* (now Ordinance B4.6), has been moved to B4.5.2(b) as this pertains to Standing Committee Chairs taking action on behalf of the committee.
- h) B4.9 *Amendment or Suspension of Standing Orders*: new subheading with existing narrative moved from under ‘Voting’ - Ordinance 4.2.6 (previously paragraph vi, Ordinance 9.5) to B4.9(i), with B4.9(ii) newly added.
- i) B5 *The Execution of Documents by the University*: newly added to include a brief description of documents to be executed by deed and use of the Common Seal, in conjunction with the Execution of Deeds Policy.

3.2.2 The remaining subheadings under B3 and B4 not highlighted under 2.2.1 above, existed in some form but have been reordered for better presentation.

3.2.3 The following have been removed:

- a) Ordinance B4.4 (previously B8.2) - the narratives on the purpose of Committees have been removed, as these are expressed under their respective Terms of Reference in Appendix B - *Terms of Reference of Council Standing Committees and Subcommittees*, with the exception of Academic Board (see section 3 of this report).
- b) Ordinance C3 - Honorary Degrees and Fellowships of King’s College London. This was listed on the content page as a duplicate header with no additional corresponding narrative, which was fully covered under C2.

3.3 Review periods

3.3.1 Ordinances B3.5.1(b) and B4.2.5(b) - period of absence when an individual shall cease to be a member of Council or Standing Committee for failing to attend meetings, changed from 12 consecutive calendar months to six consecutive calendar months, except for periods of illness.

- 3.3.2 Ordinance B4.4.2 - review period to undertake a detailed review of Terms of Reference, membership and operational details for the Council's Standing Committees changed from at least once every five years to yearly to coincide with the yearly review of committees' effectiveness as detailed within the revised committee terms of reference.

3.4 Committee structure

- 3.4.1 Following the Council's approval at its meeting on 20 January 2025 of the new committee structure effective 1 April 2025, and further committee name changes proposed by the GNC at its meeting on 17 February 2025, the following changes have been made to the committee structure:
- a) Removal of Chairs Committee
 - b) Removal of Remuneration Committee
 - c) Governance and Nominations Committee changed to Governance, Performance and Remuneration Committee {new name recommended by GNC. Initial change approved by Council was Governance, Nominations and Performance Committee}
 - d) Staff and Culture Strategy Committee changed to People Committee
 - e) Estates Strategy Committee changed to Estates Committee {recommended by GNC}

- 3.4.2 Appendix B - *Terms of Reference of Council Standing Committees and Subcommittees* is presented as a separate paper.

3.5 Nomenclature

- 3.5.1 To reflect King's College London's right to University title, consistency of reference within the Ordinances and for consistency in nomenclature across the Charter, Statutes, and Ordinances, 'University' has been used instead of 'college' throughout.
- 3.5.2 Change in reference to Governance and Nominations Committee to Governance, Performance and Remuneration Committee.

- 3.6 The cross-references have been revised throughout to match the updated references.

- 3.7 Other than a change in nomenclature ('college' to 'University'), the contents of Ordinances B1 - *Membership of the University* and B2 - *Structure of the University* remain unchanged.

3.8 E6 Research Misconduct

- 3.8.1 E6.2 - link provided to the procedure for investigating and resolving allegations of research misconduct.
- 3.8.2 E6.3 - the definition of research misconduct reworded to match that provided in the procedure for investigating and resolving allegations of research misconduct.
- 3.8.3 E6.5.2 - the named person with overall responsibility for the integrity of the procedure changed from University Secretary to Senior Vice President (Operations).

3.9 Legal review

- 3.9.1 Following discussion of the proposed changes to the Ordinances by the GNC, an external legal review was carried out by Pinsent Masons.
- 3.9.2 The main amendment following their review, was to include membership of the Academic Board within the Ordinances as per Article 8 of the Charter. Membership of the Academic Board is listed within the terms of reference which are appended to the Ordinances. The Appendices do not form part of the Ordinances, therefore, to comply with the provisions of the Charter, details of the membership have been included in the Ordinances (paragraph B4.4.1).

3.9.3 Minor rewording of B3.5.2 and B5.1.

3.10 The Ordinances are presented in **Annex 1**.

4. Terms of Reference review

Motion: That the proposed amendments to the Committees' Terms of Reference be approved.

4.1 The Committees' Terms of Reference have been revised following approval by the Council of the new committee structure. These changes were considered at the GNC meeting on 17 February, and Committee Chairs' input sought.

4.2 The general changes are listed below. Some of these changes are not applicable to the Academic Board:

4.2.1 Format: The format of all terms of reference has been updated.
The previous and current headings for all committees are shown in the table below:

Previous headings	New headings
1. Authority	1. Constitution and Authority
2. Duties	2. Purpose and Scope
3. Composition	3. Duties of the Committee
4. Frequency of meetings	4. Reporting Procedures
5. Reporting Procedures	5. Composition, Membership, Attendance and Quorum
	6. Secretariat
	7. Frequency, conduct and proceedings of meetings
	8. Conflict of Interest
	9. Monitoring Effectiveness

4.2.2 Constitution and Authority: Paragraph 1.1 has been newly added for all committees. The other paragraphs under this heading existed under the previous heading, 'Authority'.

4.2.3 Purpose and Scope: This section provides a brief description about the standing committees.

4.2.4 Membership: The membership of Committees of the Council should allow for a majority of Independent Members. Although co-opted members bring a specific skill set that might otherwise be missing, and make very useful contributions to discussions, they are not Independent Members, and it is important that this distinction is made.

The proposal across all committees (except for Academic Board, given its remit), is for the membership to be made up of majority Independent Members, and not co-opted members. This will not be immediately achievable given current membership. Committees may seek co-opted members as necessary to support its aims, subject to approval by the Governance, Performance and Remuneration Committee.

4.2.5 Composition, Membership, Attendance and Quorum: Specifying a quorum and making explicit the actions to be taken if a meeting is inquorate.

4.2.6 Conflict of interest and monitoring effectiveness: it is important to make explicit within the committees' terms of reference, in line with the Ordinances, how conflict of interest will be managed and how committee effectiveness will be monitored.

4.2.7 Cross referencing to Ordinances have been revised to match the updated Ordinances, and 'the college' changed to 'the University'.

4.2.8 Where a student member is on a committee, it is made clear that the one student member is drawn from Council. Where a student member of Council is not routinely able to serve, the committee could consider appointing another student.

4.3 The Committee specific changes are as follows:

a) **Academic Board**

- (i) Reference made to the Board Assurance Framework.
- (ii) Annex 1 - Academic Decision Authority Index (Academic Board Power and Duty 6 - Establishing committees and delegation limits) to be reviewed.

b) **Audit, Risk and Compliance Committee**

- (i) Paragraphs 1.1 and 1.2 have been added to specify that the committee is a non executive committee of the Council and members must have no executive responsibility for the management of the University.
- (ii) Composition, Membership, Attendance and Quorum: It has been made explicit that the Chair of the Council and Chair of the Finance Committee shall not be members of the committee and that the Honorary Treasurer, who is also the Chair of the Finance Committee, will attend meetings of the committee as an observer.
- (iii) Members reduced from four to three independent members, with co-opted members not counted towards membership.
- (iv) Vice-Chancellor and President removed as a regular attendee and replaced with SVP Academic.
- (v) Duties of the Committee: Paragraph 3.3 *Assurance* has been added, to highlight the committee's responsibility for the Board Assurance Framework.

c) **Estates Committee {changed from Estates Strategy Committee}**

- (i) Title of the Committee changed to Estates Committee.
- (ii) Duties of the Committee: Slight adjustment to the wording of the existing 2.3, replacing 'causes' with 'receives reports on', to provide clarity. Slight adjustment to the wording of the existing 2.4 and 2.5, merging them into one.
- (iii) Co-opted members no longer count towards membership.
- (iv) Quorum introduced - two Independent Members plus one executive member.
- (v) Number of executives who are members of the Committee have been rationalised:
 - The Vice-Chancellor and President removed as member
 - The following executives are no longer members, but can attend committee meetings as necessary:
 - Senior Vice President (Academic) (ex officio)
 - Senior Vice President (Health & Life Sciences) (ex officio)
 - Executive Director of Estates and Facilities (ex officio)
 - One Student Member
 - The following are no longer listed as in attendance:
 - Director of Operations, Estates & Facilities
 - Senior Director of Portfolio Management

d) **Fellowships and Honorary Degrees Committee**

- (i) That the quorum be specified as Chair, Vice-Chancellor and one Fellow.
- (ii) The Committee to be reviewed after this financial year and revert with a proposition.

e) **Finance Committee**

- (i) Subheadings created under section 3.
- (ii) Duties of the Committee: the duties expounded, and adding the committee's role regarding the Board Assurance Framework.

(iii) Paragraphs 3.2.3, 3.2.4 and 3.4.3 added.

(iv) 'At least four other Independent Members of the Council or Independent Co-opted Members', changed to 'At least two Independent Members of the Council' (5.2.2), but noting that the committee may seek co-opted members as necessary to support its aims, subject to approval by the Governance, Performance and Remuneration Committee.

(v) Quorum of five members introduced, of whom at least two shall be Independent Members including the Chair and/or Deputy Chair (5.5).

(vi) 5.3 - 'the following shall have the right to attend committee meetings but are not members of the Committee', changed to 'the following can attend meetings of the Committee, but are not members of the Committee'.

(vii) Paragraph 7.3 added.

f) **Governance, Performance and Remuneration Committee**

(i) Merging of Governance and Nominations Committee, Chairs Committee, and Remuneration Committee.

(ii) Committee name changed from Governance, Nominations and Performance to Governance, Performance and Remuneration Committee.

(iii) Membership has been drawn on the basis that the remuneration duties will not form the majority of the Committee's work and as such should be in alignment with the membership of other Governance and Nominations Committees in the sector.

(iv) Remuneration duties as pertain to the Vice-Chancellor and Senior Team performance, and Chairs Committee remits have been included.

(v) Membership of the Committee comprises the Chair of the Council (Chair of the Committee) and Chairs of the Committees of the Council, excluding Academic Board, with a quorum of at least three members.

g) **People Committee {changed from Staff and Culture Strategy Committee}**

(i) Subheadings created under 3. Duties of the Committee: duties expounded, and adding the committee's role regarding the Board Assurance Framework and remuneration.

(ii) 'At least four other Independent Members (at least two to be Council members', changed to 'At least two Independent Members of the Council' (5.2.1), but noting that the committee may seek co-opted members as necessary to support its aims (5.3), subject to approval by the Governance, Performance and Remuneration Committee.

(iii) Quorum of five members, of whom at least two shall be Independent Members including the Chair and/or Deputy Chair.

The Terms of Reference for each committee are presented in **Annex 2**.

5. Revised Calendar of meetings

Motion: That the revised calendar of Council and Committee meetings be approved.

Background:

Following the decision of Council to adjust its standing committees from 1 April 2025, and to reflect the needs of business being brought to Council, some adjustments are required to the remaining meetings in this academic year.

The dates for the revised cycle of meetings for 2025/26 and the proposed dates for 2026/27 will be submitted to Council at its meeting on 12 May.

The revised calendar of meetings is presented in **Annex 3**.

6. Extension of the Vice-Chancellor and President's appointment for a further term - *RESERVED AND RESTRICTED*

See **Annex 4**.

Lord Stevens
March 2025

Annexes:

Annex 1: Academic Board membership of Council

Annex 2: Amendments to Ordinances

Annex 3: Terms of Reference review

Annex 4: Extension of the Vice-Chancellor and President's appointment for a further term

Appointment of New Members of Council

Action required

- ☒ For approval
☐ For discussion
☐ To note

Motion: That the following appointments recommended by the Governance & Nominations Committee be approved, for a term from present date to 31 July 2027:

Academic Staff Member of Council

Category - elected Academic Staff Member of Academic Board with current or recent academic leadership experience

- Professor Susan Brain, Head of the Vascular Biology and Inflammation Section, School of Cardiovascular Medicine & Sciences, Faculty of Life Sciences and Medicine

Category - elected Academic Staff Member of Academic Board with education dominant responsibility

- Dr Hillary Briffa, Senior Lecturer in National Security Studies, Faculty of Social Science and Public Policy

Background

Council has seven seats reserved for staff. At its meeting on 20 January 2025, Council agreed to expand its staff cohort membership from three to five members drawn from the elected membership of Academic Board.

A call for nominations was issued on 28 February 2025, with a deadline of Friday 14 March, 5pm to receive submissions.

One nomination was received for the elected Academic Staff Member with current or recent academic leadership category, and two were received for the elected Academic Staff Member with education dominant responsibility.

The Governance & Nominations Committee considered the candidates through interviews and subsequent discussion on 24 March 2025.

Following the conclusion of the interview process, the Governance & Nominations Committee recommended the two above members of staff for membership to Council. The successful candidates will be invited to join Council at its next meeting on 12 May 2025.

The statements of suitability from the recommended appointees are provided for reference:

Professor Brain:

I have had extensive experience of teaching and research including Head of an Academic Teaching Dept (Pharmacology, during which we received top NSS scores), Head of a Research Section (Vascular Biology & Inflammation) and two School Lead posts (Research & Impact and Development and previously Development, Diversity & Inclusion (DDI). My DDI team's work on microaggressions won a national award. I have supervised >25 PhD students and also held a PGR Co-ordinator role, published > 200 manuscripts and have an H-index of 61. I have been privileged to be on the RCUK REF committee in both 2014 and 2021, for the Biological Sciences UoA 5. Currently, I am working in the FOLSM REF 2029 team. I have also held several roles within the college, in addition to sitting on the Academic Board. This has included a period on the Audit Risk and Compliance Committee, which reports to Council.

Dr Briffa:

As an AEP lecturer and early career researcher with teaching experience across two KCL departments and nominated for KCL Education Awards for six consecutive years, Hillary demonstrates ongoing commitment to innovative teaching that is an asset to the King's Council.

In governance to date, she is championing overhauling the College module evaluation process, has led the AEP review for SSPP (including focus groups to ensure cross-faculty views are represented), established the Council Staff & Culture sub-committee to improve organisational culture, contributed to developing the student transformation project, participated in the PDR process audit, and more. Her work on the SSPP Faculty EDI Committee, where she co-developed the 2021 EDI Action Plan and launched initiatives like the peer mentoring scheme for doctoral students, evidences her commitment to inclusive change.

Understanding College processes, she will work tirelessly to guarantee strong advocacy on educational issues and the enhancement of student and staff experience.



ORDINANCES OF KING'S COLLEGE LONDON

March 2025

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A. DEFINITIONS AND INTERPRETATION AND PROCEDURE FOR MAKING ORDINANCES AND REGULATIONS

A1 Definition of Terms

A1.1 Unless otherwise defined in the Charter and Statutes, the following terms shall have the following meanings in these Ordinances:

‘Academic Board’	means the Academic Board established by Article 8 of the Charter;
‘Chair’	means the Chair of the Council or a Chair of a Standing Committee, as appropriate, unless specified otherwise;
‘Chair of the Council’	means the person who holds the office of Chair of the Council established by Article 5 of the Charter;
‘Charter’	means the Charter of King’s College London;
‘Co-opted independent member’	means a person who is a member of a committee or subcommittee of Council appointed by Council on the recommendation of the Governance, Performance and Remuneration Committee or by the parent standing committee in the case of a subcommittee, who is independent and not a member of staff of the University.
‘Council’	means the Council of the University established by Article 5 of the Charter;
‘Dean’	means the person who holds the office of Dean of King’s College London established under Ordinance E3;
‘Fellow’	means a person holding a Fellowship conferred by the University under Ordinance C2.3;
‘Functions’	includes powers and duties;
‘Honorary Treasurer’	means the person who holds the office of Honorary Treasurer under Ordinance B3.2.6;
‘Independent Member’ and ‘Other Independent Member’	means a person who is a lay member of Council under Statute 1(i) as interpreted by Ordinance B3.1.3, that is to say, a member of Council appointed by Council on the recommendation of Governance, Performance and Remuneration Committee who is independent and not a member of staff of the University;
‘Major Strategic Decision’	means a decision which, in the judgement of the Vice-Chancellor and President in consultation with the Chair of the Council, requires approval and monitoring by the Council because of the level of expenditure involved, the degree of risk, the change to the strategic direction of the University, or similar considerations;
‘Member of the University’	means a person falling into one or more of the categories in Ordinance B1;
‘Ordinances’	means Ordinances made by the Council in accordance with the Charter and Statutes;
‘Ordinary Meeting’	means any meeting of Council or a Standing Committee which is not a Special Meeting;

‘Register of Interests’	means the Register established by Ordinance B4.7.2 ;
‘Regulations’	means Regulations made by the Council or other such authority as delegated by the Council in accordance with the Charter and Statutes. A list of such Regulations in effect from time to time is set out in Appendix A;
‘Reserved Item of Business’	means an Item of Business before the Council designated as a Reserved Item of Business under Ordinance B4.7.1;
‘Special Meeting’	means a special meeting of the Council or a Standing Committee convened in accordance with Ordinance B4.2.3 ;
‘Special Resolution’	means a resolution passed at a meeting of not less than two-thirds of the members of the Council where written notice of the meeting and of the object of the meeting have been given to each member of the Council not less than fourteen clear days before the date fixed for the meeting and the resolution has been passed at each meeting by not less than two-thirds of those present and voting, including a majority of Independent Members;
‘Standing Committee’	means a Standing Committee of the Council listed in Ordinance B4.4;
‘Staff Member’	means a person who is a staff member of the University Council under Statute 1(i) as interpreted by Ordinance B3.1.4;
‘Statutes’	means the Statutes referred to in Article 11 of the Charter;
‘Supplementary Agenda Item’	means an item submitted for consideration at an Ordinary Meeting of a Council or Standing Committee which was not circulated to members in advance of the meeting as part of the agenda;
‘University’	has the meaning assigned to it by Article 2 of the Charter;
‘University Secretary’	means the person holding the office of University Secretary;
‘Unreserved Item of Business’	means an Item of Business before the Council which is not designated as a Reserved Item of Business;
‘Vice-Chair’	means a person who holds the office of Vice-Chair of the Council established by Article 5 of the Charter or the Vice-Chair of a standing committee or subcommittee of Council;
‘Vice-Chancellor and President’	means the person who holds the office of President and Principal of the University established by Article 6 of the Charter;
‘Vice-Principal’	means a person who holds the office of Vice-Principal established by Statute 12;
‘Visitor’	means the person who holds the office of Visitor of the University established by Article 7 of the Charter.

A2 Interpretation

- A2.1 Ordinances shall not be interpreted in a manner that is contrary to the Charter and Statutes. If any doubt arises over the interpretation of an Ordinance the matter shall be referred to the Chair of the Council or the Vice-Chair or another person designated by the Chair of the Council. The decision of the Chair of the Council, who must seek advice from the Vice-Chancellor and President and the University Secretary, shall be final.
- A2.2 All the words in the Ordinances bear the same meaning as in the Charter and Statutes unless specifically stated otherwise.
- A2.3 Except where stated otherwise, words imparting the singular shall include the plural.
- A2.4 Ordinances will be made, ratified, amended or revoked by Council in accordance with Ordinance A3, and reviewed at least once every five years in accordance with Ordinance B4.4.3.

A3 Procedures for the making of Ordinances

- A3.1 Ordinances may be made, ratified, amended or revoked, as provided for under Statute 6 and Statute 7(o), at a quorate meeting of the Council provided that 14 days written notice of the proposal has been given, and provided that two-thirds of those present (including a simple majority of Independent Members) vote in favour of the proposal (see Ordinance B4). The University Secretary may make minor editorial amendments to the Ordinances without presentation to Council, with a report to the Governance, Performance and Remuneration Committee.

B. GOVERNANCE

B1 Membership of the University

B1.1 The following persons shall be Members of the University:

- (a) The Visitor;
- (b) The Chair of the Council and the Other Independent Members of the Council;
- (c) The Fellows of the University;
- (d) The full-time, part-time and honorary members of staff currently employed or appointed by the University; and
- (e) The currently registered full-time and part-time students of the University.

B1.2 The Vice-Chancellor and President may confer or revoke the status of student and thus their membership of the University and shall report any such actions to the Academic Board.

B2 Structure of the University

B2.1 The University shall consist of such Faculties or other equivalent academic groupings as are established by the Council following consultation with the Academic Board. The academic components of each Faculty shall consist of academic departments, divisions, centres and other such groups as are contained therein.

B2.2 The Vice-Chancellor has the overall authority to decide the composition of the Faculties and approve any changes in their academic components, which shall be notified to the Academic Board.

B2.3 The structure of the University currently comprises the following Faculties:

- (a) The Faculty of Arts and Humanities;
- (b) The Faculty of Dentistry, Oral and Craniofacial Sciences;
- (c) The Dickson Poon School of Law;
- (d) The Florence Nightingale Faculty of Nursing, Midwifery and Palliative Care;
- (e) The Faculty of Life Sciences and Medicine;
- (f) The Faculty of Natural, Mathematical and Engineering Sciences;
- (g) The Institute of Psychiatry, Psychology and Neuroscience;
- (h) The Faculty of Social Science and Public Policy; and
- (i) The King's Business School.

B3 The Council

B3.1 Membership of the Council

B3.1.1 The Governance, Performance and Remuneration Committee of the Council shall be responsible for putting before the Council recommendations for the Council's membership, having due regard to the provisions of Statute 1 which prescribes the composition of the Council's membership. In bringing forward nominations for membership of the Council, the Governance, Performance and Remuneration Committee shall also have due regard to the background, expertise and experience required within the membership of the Council and shall take into account any matters arising from relevant legislation as from time to time in force.

- B3.1.2 As required by the Office for Students, all Council Members shall meet the “fit and proper person” test for members of the governing body of a registered provider of higher education.
- B3.1.3 An Independent Member shall be defined as a person who shall be independent and not an employee of the University. A person holding a visiting or honorary appointment with the University or a person holding an emeritus title from the University may be appointed as an Independent Member, provided they do not receive a salary from the University and are not in receipt of a contract of employment, and provided that, in the judgement of the Council on the recommendation of the Governance, Performance and Remuneration Committee, they are truly independent and their connection with the University is not such that their independence would be compromised.
- B3.1.4 A Staff Member shall be defined as a person who is a full-time or part-time member of staff employed by the University. A Staff Member’s membership of the Council shall cease if they cease to be employed by the University.

B3.2 Officers of the Council

- B3.2.1 In accordance with Article 5(2) of the Charter, the Council shall elect a Chair of the Council on the recommendation of the Governance, Performance and Remuneration Committee who shall be chosen from among the Independent Members of Council, and not be an employee of the University.
- B3.2.2 In accordance with Ordinance B3.6, the Council shall elect one or more Vice-Chairs from among the Independent Members of Council after receiving recommendation(s) from the Governance, Performance and Remuneration Committee.
- B3.2.3 The Chair of the Council shall be responsible for the effective and orderly running of the Council's business in accordance with the Charter and Statutes. In between Ordinary Meetings of the Council, the Chair of the Council (or a Vice-Chair in the Chair’s absence) may take action on behalf of the Council in matters which, in the Chair’s opinion, are urgent or non-contentious, and shall report such actions to the next meeting of the Council for confirmation, in accordance with Statute 10.
- B3.2.4 A Vice-Chair is responsible for deputising for the Chair of the Council in the Chair's absence or in such matters as may be delegated to the Vice-Chair by the Chair of the Council. In the event of more than one Vice-Chair being appointed, the Chair of the Council shall nominate one Vice-Chair to serve in the Chair's absence.
- B3.2.5 From time to time, the Chair may appoint one or more Deputy Chairs for particular projects or tasks.
- B3.2.6 The Council shall appoint an Independent Member of the Council to serve as the Honorary Treasurer and, in that capacity, as the Chair of the Finance Committee.

B3.3 Appointment and Election of Council Members

- B3.3.1 Independent Members of Council**
The Independent Members of Council shall be appointed by the Council, following receipt of a recommendation from the Governance, Performance and Remuneration Committee and in accordance with the procedure determined by the Council from time to time.

B3.3.2 Other Council Members

The other members of the Council shall be appointed or elected in accordance with procedures determined by the Council from time to time and set out in Regulations.

B3.4 Terms of Office of Appointed or Elected Council Members

B3.4.1 Membership of the Council will normally be for a period of no more than two consecutive three-year terms, up to a maximum of six years. Exceptionally a Council member's term may be extended by the Council for a further single three-year term, up to a maximum continuous membership of no longer than nine years.

B3.4.2 These provisions shall not preclude a former Council member from serving an additional term where a break of at least three years has occurred in their membership of the Council.

B3.4.3 Unless otherwise specified by the Council, a Council member's term of office shall be deemed to commence on 1 August of the academic financial year in which they are appointed and shall end on 31 July in the final year of their membership of the Council; however, the Council may appoint a member to the Council with immediate effect or for their term to commence at such other time as the Council shall specify.

B3.4.4 The Chair of the Council shall serve a three-year term which may be extended by Council, on the recommendation of the Governance, Performance and Remuneration Committee, by a further three years, up to a maximum of six years. Exceptionally, the Chair of the Council's term may be extended by a further three years up to a maximum of nine years' continuous period in office, provided that, in all cases, the Chair of the Council's term of office shall not extend beyond their membership of Council specified in Ordinance B3.4.1.

B3.4.5 In accordance with Ordinance B3.6, the Council shall elect one or more Vice-Chairs from among the Independent Members of Council after receiving any recommendation(s) from the Governance, Performance and Remuneration Committee. A Vice-Chair shall serve a three-year term which may be extended by Council, on the recommendation of Governance, Performance and Remuneration Committee, by a further three years, up to a maximum of six years in total. Exceptionally, a Vice-Chair's term may be extended by a further three years up to a maximum of nine years' continuous period in office provided that, in all cases, a Vice-Chair's term of office shall not extend beyond their membership of Council specified in Ordinance B3.4.1.

B3.4.6 The Honorary Treasurer shall serve a three-year term which may be extended by Council, on the recommendation of the Governance, Performance and Remuneration Committee, by a further three years, up to a maximum of six years in total. Exceptionally, the Honorary Treasurer's term may be extended by a further three years up to a maximum of nine years' continuous period in office, provided that, in all cases, the Honorary Treasurer's term of office shall not extend beyond their membership of Council specified in Ordinance B3.4.1.

B3.5 Removal of Council Members

B3.5.1 The Council may require any member of the Council to resign from membership where:

- (a) that person is determined by Council not to be fit and proper to act in such capacity by reference to the guidance issued from time to time by the Office for Students (or any successor regulator);
- (b) that person is absent from meetings of the Council and Standing Committees for six consecutive calendar months, except for periods of illness;
- (c) that person becomes incapable by reason of mental or physical disorder (as determined by a written opinion of a registered medical professional) and remains so for more than three months;
- (d) that person acts inconsistently with a Code of Conduct which Council may from time to time adopt.

B3.5.2 The notice of the intention to remove the member will be communicated in writing, with the Council Member able to make written representations or to attend a meeting at which their removal is to be considered

B3.6 Terms of Reference and Statement of Primary Responsibility

B3.6.1 Subject to Statute 7, the purpose of Council includes, but is not limited to:

- (a) To define and uphold the University's mission, vision and strategic direction, and monitor progress continuously against agreed goals.
- (b) To shape and review the University's vision, mission and values.
- (c) To appoint, dismiss and appraise the performance of the Vice-Chancellor and President as chief executive and to appoint, through a process including the Vice-Chancellor, the University Secretary.
- (d) To require and monitor management systems in place to ensure compliance with statutory and regulatory obligations.
- (e) To require and monitor management systems in place to deliver the effective and consistent operation of key policies.
- (f) To ensure delegated responsibilities and authorities are clearly defined for its Standing Committees and ad hoc committees, the Vice-Chancellor and President and other officers of the University.
- (g) To ensure that the appropriate risk management procedures and associated internal controls are established and effectively maintained.
- (h) To approve and monitor commercial undertakings.
- (i) To oversee the effective and prudential operation of the University and assess performance against key performance indicators agreed with management, including:
 - i. To approve and monitor the University's budget, financial plans and key risks to be managed by the senior management of the University;
 - ii. To ensure the University's assets and resources are properly managed; and
 - iii. To approve and monitor controlled entities.
- (j) To manage effectively its own operations, including the appointment of the Chair of the Council, Vice-Chair(s), Chairs of Standing Committees and ad hoc committees, the creation and abolition of Standing Committees and ad hoc committees, selection of new members of Council and their induction, and the proper execution of members' fiduciary duties.

B3.7 Delegation by the Council

B3.7.1 Subject to Statute 8 and Ordinance 3.8, the Council may delegate any of its powers to committees, University Officers, or approved members of staff as it may think fit.

B3.8 Matters Reserved to Council

B3.8.1 The following matters are reserved to Council:

- a) Approve and amend the Charter and Statutes
- b) Amend, make and revoke University Ordinances and relevant Regulations not delegated to Standing Committees of the University
- c) Appointment and removal of the Vice-Chancellor and President
- d) Appointment and removal of the University Secretary
- e) Approval of the Vice-Chancellor and President's terms and conditions of appointment
- f) Approve and monitor Major Strategic Decisions and strategic plans recommended to Council by the Vice-Chancellor and President
- g) Approval of Annual Accounts and financial statements
- h) Approval of Annual Budget
- i) Approve Council membership nominations
- j) Ensure the solvency of the University and safeguard its assets
- k) Appoint the University Auditors
- l) Amend the Council's terms of reference

B4 Standing Orders for the Council and its Standing Committees

B4.1 General

B4.1.1 The Council may from time to time, subject to the provisions of this Ordinance, appoint such committees, boards and sub-committees as they believe appropriate, and shall determine their membership, which may include persons who are not members of the appointing bodies. Such Committees may deal with any matters delegated to them subject to making subsequent reports to the appointing bodies.

B4.1.2 The terms of reference and delegated authority of each Committee shall be prescribed by the appointing body from time to time. The Committees may further delegate their functions, powers and duties and have authority to establish sub-committees unless the Council has provided to the contrary. The appointing body shall review the terms of reference for all of its Committees annually.

B4.2 Meetings of the Council

B4.2.1 Frequency of meetings

- (a) The Council shall meet on such occasions as it deems necessary for the conduct of its business. The Council shall hold Ordinary Meetings on not fewer than three occasions during the academic year.
- (b) In between Ordinary Meetings, Special Meetings of the Council may be held when determined by the Chair of the Council or when requested by at least one third of the membership of Council in accordance with Ordinance B4.2.3.
- (c) Special Meetings may only deal with the business for which the meeting has been convened, in accordance with Ordinance B4.2.3. At Ordinary Meetings,

Supplementary Agenda Items may be taken at the discretion of the Chair of the Council, with due prior notice except in case of emergency, as provided by Ordinance B4.2.4(c).

B4.2.2 Notification of meetings

- (a) Notification of the date, time and venue of each Ordinary Meeting or Special Meeting of the Council or a Standing Committee and the agenda and papers for each meeting shall be sent by the University Secretary or their nominee to every member not less than seven calendar days before each meeting, except in relation to proposals to make or amend Ordinances or Regulations, or proposals for Special Resolutions. In such cases members of Council shall receive 14 days' notice of such a proposal. A minimum of seven days' notice shall be required for proposals to Academic Board or Finance Committee to make or amend financial or academic Regulations approved under delegated authority by those committees.
- (b) Any proposal for a Special Resolution, or a proposal to make or amend Ordinances or Regulations, must be notified in accordance with Ordinance B4.2.2(a), as required by Article 1(1) of the Charter and Statute 7(o). Proposals for Special Resolutions and amendments to Ordinances and Regulations may not be raised as Supplementary Agenda Items.

B4.2.3 Special meetings

- (a) In between Ordinary Meetings, a Special Meeting of the Council or a Standing Committee may be convened by the Chair. Other members may request that a Special Meeting be convened by writing to the Chair or the University Secretary or relevant Council Committee Secretary provided that the request is signed by no less than one-third of the members of the Council/ Standing Committee. The meeting shall be held no sooner than 10 days and within 21 days from the date of receipt of the request by the University Secretary/Committee Secretary (the Secretary).
- (b) The Secretary shall notify all members of the date, time and venue of any special meeting.
- (c) No business shall be transacted at a Special Meeting except that for which it has been convened.

B4.2.4 Circulation of agendas

- (a) The style, format and method of circulation of agendas and papers for meetings of Council and its Standing Committees shall be in accordance with such standards and requirements as may be established by the University Secretary or designate, in consultation with the Chair of the Council.
- (b) The agenda for a meeting of the Council or a Standing Committee may include items marked 'for unanimous consent', which will signify that the item(s) so marked will be expected to pass without discussion. Any member may request that such items are listed for discussion prior to them being decided.
- (c) At Ordinary Meetings Supplementary Agenda Items may be taken at the discretion of the Chair. Except in cases of urgency, due prior notice should be given of such supplementary agenda items. Supplementary Agenda Items may

not be taken at Special Meetings, at which only the business for which the meeting has been convened may be transacted.

- (d) Agendas and papers for, and minutes of, any meeting relating to the Council's Reserved Items of Business shall be kept separate from Unreserved Items of Business and circulated in confidence only to those members entitled to receive them as determined by the Chair of the Council.

B4.2.5 Attendance at meetings

- (a) There are three categories of attendance at Ordinary Meetings and Special Meetings of Council and Standing Committees:
 - i. Duly appointed members who are entitled to attend all meetings.
 - ii. Officers of the University who are entitled, at the Chair's discretion, to attend all or part of meetings regularly, occasionally or on a one-off basis, but are not permitted to vote.
 - iii. Other individuals who are entitled, in appropriate circumstances, at the Chair's discretion, to attend all or part of meetings regularly, occasionally or on a one-off basis, but are not permitted to vote.
- (b) Any member who is absent from Council or Standing Committee meetings for six consecutive calendar months, except for periods of illness shall cease to be a member of Council or that Committee unless the Council or that Committee decides otherwise.

B4.2.6 Voting

- (a) Voting at Ordinary Meetings and Special Meetings of the Council and Standing Committees shall normally be by show of hands of those present. The votes of the majority shall decide, subject to Ordinance B4.2.6(c) and B4.2.6(d). When equal numbers of votes are cast, the Chair shall have a casting vote.
- (b) If a count takes place, the number of votes cast shall be recorded in the minutes of the meeting. Electronic voting will be allowed in particular circumstances including (but not limited to) by email.
- (c) Notwithstanding the terms of Ordinance B4.2.6(a), where a resolution of the Council or one of its Standing Committees is put to the vote (including a vote where electronic voting is allowed) at an Ordinary Meeting or a Special Meeting, the resolution shall only be passed where there is a simple majority of those voting in favour of the resolution and, in the case of the Council, where there is also a simple majority amongst the Independent Members present voting in favour of the resolution.
- (d) Furthermore, where the resolution before the Council concerns a Special Resolution, or the making, ratification, revocation or amendment of an Ordinance, in the event of a vote being taken, for the resolution to be carried, two-thirds of the membership voting in support of the proposal shall be required, including a simple majority amongst the Independent Members present, in accordance with Article 1 of the Charter.

B4.3 Quorum

- B4.3.1 Ordinary meetings and Special Meetings of the Council shall require a quorum of 11 members, with the majority of those present at the meeting being Independent Members, in accordance with Statute 4, unless a Special Resolution is to be passed,

in which case a quorum of at least two thirds of the Council is required in accordance with Article 1 of the Charter.

- B4.3.2 At the discretion of the Chair, Council or Standing Committee meetings may be held in the form of a teleconference or using other remote facilities which allow all members participating to hear and address one another. Such persons shall be counted as participating in the meeting and being in attendance for the purposes of the quorum. Meetings held in this manner will be deemed to take place at the location of the Chair.

B4.4 Committees of the Council

- B4.4.1 The Council shall have the following standing committees:

- (a) Academic Board
Under delegated authority from Council, and in accordance with the University Charter, the Academic Board is the body with primary responsibility for maintaining and enhancing the academic quality of the University's academic provision and the academic standards for awards. Reports from the Academic Board provide Council with the assurances of academic quality it needs to ensure that the objects of the University, as described in the Charter and the University's strategic plans, are fulfilled. This assurance also enables Council to meet its obligations in reporting to the Regulator on academic standards and quality.

Composition

Chair

The Vice-Chancellor and President and shall chair the Academic Board. The Chair shall appoint a Deputy Chair to act in their absence from amongst the members of the Board.

Ex-officio members

The Senior Vice Presidents (Academic, Health & Life Sciences); Vice Presidents (Education & Student Success, Research & Innovation, International, Engagement and Service), Executive Deans, President and Education Vice Presidents of the King's College London Students' Union, the Dean for Doctoral Studies, and The Dean shall be ex-officio members of the Academic Board.

Elected Staff Members

45 academic staff members shall be elected by and from among the academic staff of the University with the number of seats assigned to each faculty determined by the Academic Board.

Three staff members on contracts which include teaching from the Centre for International Education & Languages (CIEL) will be elected by and from the staff members on contracts which include teaching in CIEL.

Three members of professional staff, one each from education support, research support and service support will be elected by and from the professional staff.

Elected Student members

One student shall be elected by and from the students registered within each faculty.

The Academic Board shall have the following subcommittees:

- (i) Academic Board Operations Committee
- (ii) College Education Committee
- (iii) College Research Committee

- (b) Audit, Risk and Compliance Committee
- (c) Estates Strategy Committee
- (d) Fellowships and Honorary Degrees Committee
- (e) Finance Committee

The Finance Committee shall have the following subcommittee:

- (i) Investment subcommittee
- (f) Governance, Performance and Remuneration Committee
- (g) People Committee

B4.4.2 Detailed Terms of Reference, membership and operational details for the Council's Standing Committees will be reviewed and approved by the Council as necessary and at least yearly to coincide with the Standing Committees' effectiveness review, on the recommendation of the Chairs of the Standing Committees.

B4.4.3 From time to time as recommended by the Governance, Performance and Remuneration Committee, and at least once every five years, the Council shall undertake a formal external review of the effectiveness of the Council and the University's governance arrangements, including the Ordinances and Regulations, in order to ensure that they accord with current good practice and respond to the current needs of the University. The University Secretary, and one or more Independent Members of the Council appointed by the Governance, Performance and Remuneration Committee for that purpose, shall conduct an annual appraisal of the Council's effectiveness to be reported to the Council on the recommendation of the Governance, Performance and Remuneration Committee.

B4.4.4 See Ordinance Appendix B for the current terms of reference of the standing committees.

B4.5 Decision making outside of meetings

B4.5.1 Written resolutions

The Council and its Standing Committees may conduct their business by correspondence (including by email) at the discretion of the Chair, who may order that a proposal and its relevant documentation be circulated to all members of the Council/Standing Committee. A resolution of the Council or its Standing Committees which is approved in whole by email or in part in writing and by email shall be as valid and effectual as if it had been passed at a meeting of the Council or its Standing Committees, provided the following conditions are complied with:

- (a) With respect to the Council, such a resolution must be approved by email by all members of Council, except for any member who has signed a resolution in writing in like form or who would not have been entitled to vote upon the resolution if it had been proposed at a meeting at which they were present (whether as a result of a conflict of interest or otherwise);
- (b) With respect to a Standing Committee, such a resolution must be approved by a simple majority of the Committee;
- (c) Responses to the proposed resolution must be received by the University Secretary/Committee Secretary as appropriate within the deadline specified by the Secretary;

- (d) Approval from a member must be sent from an email address previously notified by that member in person to the University Secretary/Committee Secretary as intended for use by that member for the purpose of sending such email confirmations;
- (e) Following approval of the resolution under B4.5.1(a) or B4.5.1(b) as appropriate, the University Secretary/ Committee Secretary shall circulate a further email to all members confirming that the resolution has been formally approved by the Council/ Standing Committee in accordance with the terms of this Ordinance B4; and
- (f) The date of a resolution shall be the date of the email from the University.
- (g) Resolutions made in writing, by email or other form of written electronic communication shall be reported to the next meeting of the relevant body.

B4.5.2 Chair's Action

- (a) Pursuant to Statute 10, at any time the Chair of Council shall have delegated powers to act on the Council's behalf between its scheduled meetings in any matter being in the Chair's opinion either urgent or non-contentious and shall report such action to the Council at its next meeting for confirmation.
- (b) In between Ordinary Meetings of the Committee, the Chair of a Standing Committee of Council (or a Vice-Chair in the Chair's absence) may take action on behalf of that Committee in matters which, in the Chair's opinion, are urgent or non-contentious, and shall report such actions to the next meeting of the Committee for confirmation.

B4.6 Order and Conduct of Debate

- B4.6.1 The Chair of the meeting shall be responsible for the orderly conduct of debate in accordance with the principles set out in this Ordinance. The Chair has discretion to alter the order of business in an ordinary meeting to permit discussion of additional items of business not indicated on an agenda, and otherwise conduct the business of the meeting.
- B4.6.2 Any formal proposal or recommendation which appears on the agenda or in a paper submitted to the meeting shall be put to the meeting for agreement unless deferral of consideration is agreed.
- B4.6.3 No proposal or motion proposed during the course of a meeting shall be put to the meeting for resolution without the approval of the Chair.
- B4.6.4 When an amendment to a proposal or motion has been moved and seconded, no further amendment shall be moved until the first amendment has been carried or defeated. If an amendment is carried, the proposal or motion as amended shall be considered in place of the original proposal or motion and shall become the proposal or motion to which any further amendments may be moved.

B4.7 Confidentiality and Declarations of the Interests of Members of the Council

B4.7.1 Confidentiality

- (a) The Chair of the Council may designate an Item of Business before the Council as a Reserved Item of Business. In the interests of transparency and accountability, this designation will normally only be applied to items which are sensitive by reason of personal or commercial confidentiality, danger to public health or safety, or danger to the legitimate interests of the University.

- (b) Minutes of the Council will be made available to all the Members of the University after they have been confirmed by the Council, save for the minutes of any Reserved Items of Business, which are recorded and circulated confidentially in accordance with Ordinance B4.2.4(d).
- (c) Minutes, agendas and papers presented at meetings of the Council remain confidential to members of the Council until they are published or released in accordance with the King's College London Freedom of Information Publication Scheme.
- (d) Reserved Items of Business are not routinely published or released by the University and must be treated by members of the Council at all times (during their membership and after its termination) as confidential.

B4.7.2 Declaration of Members' Interests

- (a) Members of Council and its standing committees and subcommittees are required to comply with the [Council's Conflict of Interest Policy](#).
- (b) Annual Declarations
 - (i) Members of Council and members of Standing Committees (other than the Academic Board and its subcommittees), members of the Vice-Chancellor's senior executive team and other senior officers of the University specified by the Vice-Chancellor and President for the purposes of this Ordinance are required to make an annual Declaration of Interests with respect to their own financial and non-financial interests and those of their close family, spouse or partner. A nil return shall be made where appropriate. Any subsequent material changes to the information supplied must be notified to the University Secretary as soon as they occur.
 - (ii) Annual Declarations of Interests will be compiled into a Register of Interests which will be held by the University Secretary. The Register will be accessible for consultation by members of the public, without restriction, by whatever means is considered to be appropriate by the University Secretary in consultation with the Governance, Performance and Remuneration Committee.
- (c) Declarations in the course of a meeting
 - (i) Any member who believes they may have a direct or indirect personal or financial interest in any matter under discussion at a meeting of the Council or of a Standing Committee shall state that interest at the earliest opportunity, normally to the Chair or to the University Secretary or Standing Committee Secretary prior to the meeting or, if necessary, at the appropriate point during the meeting, whether or not such interests have been recorded in the Register of Interests. The Chair may request during the course of the meeting that the person who has the interest should confirm the declaration in writing. Such declarations shall be recorded in the minutes. The University Secretary/Standing Committee Secretary will provide the member with the relevant draft minute for their comment prior to the draft minutes of the meeting being circulated to all members.
 - (ii) The Chair and the non-conflicted members of Council or of the Committee will assess the nature and extent of the conflict and determine the course of action in accordance with the Conflict of Interest Policy.

- (d) Members and prospective members of the Council or of a Standing Committee should decline to participate in the Council, Standing Committee or any other committee, working party or other body where they reasonably foresee that a conflict of interest may arise on a regular basis.

B4.8 Minutes

- B4.8.1 Minutes of every meeting of the Council and its Standing Committees shall be kept by the University Secretary/Standing Committee Secretary, taking into account the need to maintain a separate record of Reserved Items of Business under Ordinance B4.2.4(d). The University Secretary/Committee Secretary shall be responsible for maintaining a master file of all Minutes and Papers and subsequently archiving them. In discharging these functions, the Secretary shall conform to such standards and requirements as may be established.
- B4.8.2 The Secretary shall circulate the unconfirmed minutes to all members as soon as reasonably practical after each meeting, subject to the provisions of Ordinance B4.2.4(d) relating to minutes of Reserved Items of Business.
- B4.8.3 The minutes of each meeting shall, after confirmation, and subject to appropriate redactions, be published on the University Secretariat's web page as soon as practicable following the meeting at which they are confirmed.

B4.9 Amendment or Suspension of Standing Orders

- B4.9.1 A Committee may, at an Ordinary meeting, suspend or amend a Standing Order provided that the suspension or amendment does not conflict with the Statutes or Ordinances and that the suspension or amendment is approved by two-thirds of those members present and voting.
- B4.9.2 The reason for the suspension shall be recorded in the meeting minutes.

B5 The Execution of Documents by the University

B5.1 Documents to be executed by deed and use of the Common Seal

- B5.1.1 Deeds shall be executed by the University by affixing the Common Seal of the University in accordance with this Ordinance B5 and Execution of Deeds Policy.
- B5.1.2 The Common Seal shall otherwise only be affixed to documents other than deeds where this is required by the law or desirable for ceremonial reasons, as authorised by the University Secretary. A document approved by the University for execution as a deed must make it clear on its face that it is intended to be a deed.
- B5.1.3 The University Secretary shall:
 - (a) be responsible to the Council for the security of the Common Seal; and
 - (b) keep a Sealing Register, in which shall be entered the date of each occasion on which the Common Seal of the University is affixed, the nature of the instrument and the names of the members of the Council or other University Officers who sign the instrument.

C. ACADEMIC

C1 Degrees, Diplomas and Certificates awarded by the University

The Academic Board, on behalf of the Council, shall determine the academic degrees, diplomas, certificates and other awards (excluding honorary awards under Ordinance C2) awarded by the University and shall maintain a list of the same.

C2 Honorary Degrees and Fellowships of King's College London

The criteria governing the nominations for and the award of Honorary Degrees, and Fellowships of King's College London shall be determined by the Council on advice from the Fellowships and Honorary Degrees Committee, a Standing Committee of the Council.

C2.1 Nominations

Nominations for Honorary Degrees and Fellowships of the University will only be accepted from individuals who are Members of the University (in the sense of Ordinance B1).

C2.2 Honorary Degrees

Honorary Degrees of King's College London shall be awarded to exceptional and eminent individuals who are recognised nationally or internationally for their achievements and whose actions reflect and reinforce King's values and aspirations. The number of Honorary Degrees awarded by the University in any one calendar year shall not normally exceed five.

C2.3 Fellowship

The Fellowship of King's College London (FKC) shall be awarded to individuals who have or who have had a transformative impact on the University through the quality of their work or activities. They may be individuals who have a direct relationship with King's or they may be individuals who have not had a relationship with King's but whose activities and accomplishments align with King's activities, aspirations and values and with whom a continuing relationship would be welcome. The number of Fellowships awarded by the University in any one calendar year shall not normally exceed 10.

C2.4 Relationship between awards

The awards of the Honorary Degree of King's College London and the Fellowship of King's College London are not mutually exclusive, although instances where both awards are made to the same individual are expected to be rare.

D. FINANCE

D1 Financial Matters

There shall be Financial Regulations, approval of which has been delegated to the Finance Committee by the Council, which will govern the arrangements for the proper management of the University's finances and financial affairs, assets, monies and resources irrespective of source of funding. Such arrangements may be supplemented by Procedures issued by the University. The Regulations shall:

- a) reflect the University's Financial Memorandum with the Office for Students (OfS) and other Regulatory Bodies which may provide funding;
- b) be compliant with all established legal requirements as from time to time in force;
- c) support the continuation of the University's charitable status; and
- d) reflect and keep abreast of contemporary good practice across the Higher Education sector and like industry sectors.

E. STAFF

E1 Appointment and Dismissal of the Vice-Chancellor and President

The Council shall establish a Procedure for the Appointment of the Vice-Chancellor and President.

The Procedure shall provide for the membership, composition and terms of reference of a Search and Appointment Panel to be chaired by the Chair of the Council. Equally the Procedure shall provide for such external representation on the Panel as the Council may deem necessary. Where it would be impractical to wait until the next available meeting of the Council to seek the Council's approval of the Procedure, the Chair of the Council will ensure that the Procedure is circulated to Council members for their approval in accordance with Ordinance B4.2.6.

The Vice-Chancellor and President shall resign by giving written notification to the Chair of the Council.

The Council shall establish a procedure for the suspension and/or dismissal of the Vice-Chancellor and President on the recommendation of the Chair of the Council, who will also give effect to the procedure on behalf of Council. The procedure shall conform to the provisions of the Vice-Chancellor and President's contract of employment, current employment legislation and other such dismissal procedures as defined and operating within the University.

In the event that the office of Vice-Chancellor and President is vacant or in the event of a prolonged absence or incapacity of the Vice-Chancellor and President, the Chair of Council may make an acting appointment to be confirmed by the Council at the first opportunity, in accordance with Statute 12.

E2 Appointment and Dismissal of the University Secretary

The University shall establish a Procedure for the Appointment of a University Secretary who shall be the Secretary to the Council, on the recommendation of the Vice-Chancellor and President.

The Procedure shall provide for the membership, composition and terms of reference of a Search and Appointment Panel.

The University Secretary shall resign by giving written notification to the Chair of the Council and the Vice-Chancellor and President.

The Council shall establish a Procedure for the Suspension and/or Dismissal of the University Secretary on the recommendation of the Vice-Chancellor and President, who shall also give effect to the Procedure. The Procedure shall conform to the provisions of the University Secretary's contract of employment, current employment legislation and to such other dismissal procedures as are defined and operating within the University.

E3 Appointment and Dismissal of the Dean

The University shall establish a procedure for the appointment of a Dean on the recommendation of the Vice-Chancellor and President. The Dean shall be an ordained minister of the Church of England.

The procedure shall provide for the membership and composition of the search and appointment panel.

The Dean shall resign by giving written notification to the Vice-Chancellor and President.

The Council shall establish a procedure for the suspension and/or dismissal of the Dean in the capacity as Dean on the recommendation of the Vice-Chancellor and President, who shall also give effect to the procedure. The procedure shall conform to the provisions of the Dean's contract of employment, current employment legislation and such other dismissal procedures as are defined and operating within the University from time to time.

E3.1 Role of the Dean

The Dean shall be responsible for ensuring that the University builds upon the Anglican tradition associated with its foundation and, in recognition of the multi-ethnic and international nature of its community, encourages and supports all its members of all beliefs and backgrounds (as required by the Charter, Article 3(1)).

The Dean shall have a role in the provision of pastoral care for the University's diverse community, especially through the work of the University Chaplaincy.

The functions of The Dean shall include the following:

- a) overall responsibility for the University Chaplaincy team and for the religious and spiritual life of the University;
- b) the academic directorship of the Associateship of King's College London (AKC);
- c) the promotion of harmony amongst the student and staff bodies of all beliefs and faiths; and
- d) liaising with external religious and faith organisations and groups.

In performing these duties, The Dean will be responsible to the Vice-Chancellor and President.

E4 Appointment, dismissal and promotion of other staff

Except as provided for those staff specified in Ordinances E1-E3, the Vice-Chancellor and President and those authorised by them shall appoint, promote and dismiss staff as they consider necessary for the effective running of the University, and shall exercise all other powers of the Council over staffing matters, subject to the provisions of the Charter and Statutes, the Ordinances, the University's Regulations, policies and procedures currently in force, and relevant legislation.

E4.1 Procedures for Staff Promotions

There shall be procedures for members of the academic staff of the University to achieve promotions, or their equivalent. Such procedures shall reflect acknowledged good practice across the Higher Education and related Sectors and shall comply with relevant legislation as from time to time amended including those related to equality and diversity.

E5 Dismissal, Grievance Procedures and Related Matters for Academic Staff

In relation to the University's academic staff, the University shall ensure that there are Regulations in place for:

- (i) the handling of disciplinary cases, including the dismissal of members of academic staff by reason of misconduct and for appeals against disciplinary action;
- (ii) the dismissal of members of academic staff by reason of redundancy and appeals against such dismissals;
- (iii) the dismissal of a member of academic staff (following confirmation in post after his or her probationary period) by reason of unsatisfactory performance and appeals against such dismissals;
- (iv) the review of performance and progress of academic staff during any probationary period to which their appointment is subject, and for the dismissal of such staff during or at the end of the probationary period in the event of unsatisfactory progress or performance;
- (v) the dismissal of members of academic staff on the grounds of ill health or medical incapacity and appeals against such dismissals;
- (vi) the dismissal of members of academic staff employed on limited term contracts on the expiry or termination of such contracts without renewal or extension or the offer of an indefinite contract;
- (vii) the dismissal of clinical academic staff who are required to work in clinical work or activities, and for that purpose to be registered with the General Medical or Dental Council or similar body and/or to have an honorary or substantive contract or status with a National Health Service Trust or similar body, or such other similar staff as may be prescribed by the Regulation, in circumstances where the registration, contract or status referred to above is terminated, withdrawn or revoked or for the suspension of such members of staff from employment with the University (without pay whether registration, contract or status has been suspended as a substantive

disciplinary measure) where the registration, contract or status referred to above is suspended;

- (viii) the dismissal of members of academic staff for any reason other than those specified in (i) to (vii) above;
- (ix) the handling of grievances raised by members of academic staff.

In determining the procedures to be adopted under paragraph 1, the University shall apply the following guiding principles:

- (x) that academic staff should have freedom (subject to (ii) below) within the law to question and test received wisdom, and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy of losing their jobs or privileges;
- (xi) that the University should be enabled to provide education, promote learning and engage in research efficiently and economically; and
- (xii) that the principles of justice and fairness should be applied.

Any Regulation made under this section shall be construed in every case to give effect to the guiding principles in paragraph 2.

For the avoidance of doubt, any procedure adopted by the University for the dismissal of academic staff by reason of redundancy shall not apply to a member of academic staff whose appointment was made, or contract of employment entered into, on or before 19 November 1987, and who has not been promoted after that date.

Disciplinary Procedures

Any Regulation adopted by the University for dealing with the disciplining of academic staff, or their dismissal, by reason of misconduct shall:

- (i) make provision for minor offences to be dealt with informally, where appropriate;
- (ii) provide for less serious matters to be dealt with by warnings following a fair and appropriate procedure and for a member of academic staff to appeal against the imposition of a warning to a designated person;
- (iii) in respect of cases which may result in dismissal, provide for:
 - a) the suspension, on full pay, of the member of academic staff by the Vice-Chancellor, Vice Presidents and the University or their nominees pending an investigation or hearing;
 - b) complaints to be investigated and to be dismissed where they are found to be without substance;
 - c) a hearing, before a Panel with a composition prescribed by Regulation, prior to which the member of staff against whom the complaint is being made shall have been informed of the complaint and at which the member of staff shall be entitled to be present, to hear the evidence, to call relevant witnesses, and to question witnesses (but provision may be made for witnesses in appropriate cases to give their evidence behind a screen or from another room or place and for questions to be asked only by a representative);

- d) for appropriate penalties, including warnings, and for summary dismissal without notice in cases of gross misconduct.
- (iv) provide for the member of academic staff to be represented by a work colleague or trade union representative at any formal hearing under this procedure.
- (v) provide for a right to appeal against the finding of, or a penalty imposed, by a Panel constituted under (iii) above. An appeal should not take the form of a re-hearing of the evidence (unless the Chair of the Appeal Panel determines, in its absolute discretion, that this is necessary to dispose fairly of the appeal) and witnesses may be called only with the Chair of the Appeal Panel's permission.

Incapacity on Health Grounds

Any Regulation in respect of dismissal of a member of academic staff on the grounds of ill-health and medical incapacity shall provide:

- (vi) that a member of academic staff shall have the right to a hearing before any decision is taken to terminate their employment on the grounds of ill-health or medical incapacity;
- (vii) for the right to appeal against dismissal on the grounds of ill-health or medical incapacity to a Panel, whose composition shall be prescribed by Regulation;
- (viii) for the member of academic staff to be entitled to be represented by a work colleague or trade union representative at any formal hearing under this procedure.

Redundancy Dismissals

Any Regulation adopted in relation to the dismissal of members of academic staff by reason of redundancy shall provide:

- (i) for the consultation of members of academic staff at risk of dismissal by redundancy;
- (ii) for consultation, where required by law, with the trade union representatives of members of academic staff at risk of dismissal by redundancy;
- (iii) for the selection (as necessary) of members of academic staff to be dismissed by reason of redundancy;
- (iv) for members of academic staff to have the right to a meeting prior to any decision to terminate their employment by reason of redundancy;
- (v) for members of academic staff who are selected for dismissal by reason of redundancy to appeal to a Panel whose composition shall be prescribed by the Regulation;
- (vi) for the member of academic staff to be represented by a work colleague or trade union representative at any formal hearing under this procedure.

Grievance Procedure

Any Regulation adopted by the University for dealing with grievances raised by members of academic staff shall provide for:

- (i) the informal resolution of complaints wherever possible, including the use of conciliation (which may include mediation);
- (ii) a formal stage for the investigation and determination of complaints that cannot be resolved (or are inappropriate to resolve) informally;
- (iii) for complaints to be dismissed under the formal stage on the grounds that they are trivial, frivolous, vexatious or otherwise without substance;
- (iv) a final appeal stage to be heard before a Panel whose composition shall be prescribed in the Regulation against the decision taken on the grievance under the formal stage, (including, where relevant, a decision to dismiss the complaint under paragraph (iii) above);
- (v) for the complainant to be entitled to be assisted by a work colleague or a trade union representative at any stage.

E6 Research Misconduct

- 6.1 King's College London is committed to maintaining the highest standards of integrity and probity in the conduct of research, by both its staff and students. To that end, the University will have in place policies setting out its expectations regarding research integrity and good research conduct in order to ensure that research and the dissemination of the results of research are conducted properly.
- 6.2 An allegation of research misconduct is serious and potentially defamatory and could lead to disciplinary and legal proceedings. The University will have in place a [procedure for investigating and resolving allegations of research misconduct](#) to ensure the exercise of due diligence in dealing with allegations of research misconduct. This should not be confused with the standard disciplinary procedure, although that may be a potential outcome.
- 6.3 The procedures adopted under this Ordinance shall apply (regardless of when the alleged research misconduct occurred):
 - 6.3.1 to all persons engaged in research under the auspices of the University, whether solely or in conjunction with the others in the University or any third party, including without limitation:
 - (a) current and former employees of the University;
 - (b) visiting researchers of the University; and
 - (c) current and former students of the University.
 - 6.3.2 in respect of all allegations of research misconduct, including, where an individual holds an honorary NHS contract or carries out duties in respect of NHS activities, research conducted on NHS premises or otherwise under the auspices of the NHS or involving patient related material, data or facilities.
- 6.4 The University's disciplinary and grievance procedures may apply to all proven allegations of research misconduct by members of academic and research staff. Proven misconduct in research by students, as with other instances of misconduct by students, should be dealt with under the relevant student disciplinary procedures.
- 6.5 Any procedure adopted under this Ordinance shall:

- 6.5.1 define exactly what is understood by 'research' and 'research misconduct', taking into account current national standards, guidance and concepts of best practice, which shall include:
 - a) fabrication
 - b) falsification
 - c) plagiarism
 - d) misrepresentation of data, interests, involvement, qualification, experience and/or credentials, and publication history
 - e) failure to meet legal, ethical or professional obligations
 - f) improper dealing with allegations of research misconduct;
 - 6.5.2 allocate overall responsibility for the integrity of the procedure to a named individual, currently the Senior Vice President (Operations);
 - 6.5.3 provide for the disclosure and preservation of evidence relevant to the allegation;
 - 6.5.4 provide for co-operation with any relevant NHS authority in relation to the investigation of any allegation of research misconduct;
 - 6.5.5 provide for allegations of research misconduct to be treated in a confidential manner;
 - 6.5.6 provide information about the stages of a research misconduct investigation. This will include, at the outset of such a process provision for the respondent to the allegation to be notified of it and given the opportunity to respond to the allegations before any decisions are reached;
 - 6.5.7 provide for action to be taken against any individual who is found to have made a malicious or mischievous allegation of research misconduct;
 - 6.5.8 provide for the protection from victimisation of individuals making allegations in good faith.
- 6.6 Any investigation carried out under the procedure shall:
- 6.6.1 be carried out according to the principles of fairness, confidentiality, integrity, protection from detriment, and balance;
 - 6.6.2 be carried out as fully, fairly and expeditiously as possible.

F. STUDENTS

F1. Students of the University

Student membership of the University shall be granted to those individuals who have been formally registered for an approved programme of study and who have paid or have had paid on their behalf all due fees and subscriptions. In formally registering with the University students undertake to abide by the University's Regulations. The Vice-Chancellor and President may confer student status on appropriate individuals as they may deem fit and shall report any such actions to the Academic Board.

Any student of the University may through lack of academic progress, misconduct or debt have their status as a student of the University suspended or terminated. Any student who has their student status suspended or terminated shall forfeit all rights and benefits as a student member of the University for a specified period or permanently.

F2. Code of Student Conduct

Students of the University shall conduct themselves in an appropriate manner which conforms with all established norms of good behaviour as defined by the Common Law and the authority of the University.

The University, through its Regulations, seeks to regulate students' behaviour as students of the University in order to secure the proper working of the University in the broadest sense. The University shall have a disciplinary authority derived from its Charter and Statutes and from the student's membership of the University, which obliges the student to subscribe to the rules and the instructions for the time being in force. Therefore, the University may exercise disciplinary jurisdiction over its student members, in accordance with three broad principles:

- a) the University is a community whose members work together and may live together in a University residence. This requires certain standards of behaviour. It also places obligations on the University which owes a duty of care and responsibility to the members of this community;
- b) the University is an institution dedicated to the observance of standards, values and obligations;
- c) the University is entitled to defend the integrity of these standards, values and obligations and to protect its world-wide reputation.

The University shall establish a framework of regulations concerning students which shall include the following:

- a) general regulations
- b) academic progress
- c) fitness for registration and practise
- d) misconduct regulations
- e) Vice-Chancellor and President's emergency powers process
- f) Student complaints.

F3. Constitution of the King's College London Students' Union

There shall be a constitution for the governance and regulation of the affairs and actions of the King's College London Students' Union. This constitution and all changes and additions thereto shall require the formal approval of the University Council.

Ordinance Appendix A:

Regulations

This appendix lists Regulations made by the Council or such other authority as delegated by the Council in accordance with the Charter and Statutes:

An annual report of decisions taken as the Council's delegate shall normally be made by each body to whom authority has been delegated under this Ordinance Appendix.

Regulations approved by the Vice-Chancellor and President, normally advised by the Vice-Chancellor's executive.

- 1) [Regulation Pertaining to Incapacity on Health Grounds](#)
- 2) [Regulation Pertaining to Disciplinary and Related Procedures for Academic Staff](#)
- 3) [Regulation Relating to Capability Procedure for Academic Staff](#)
- 4) [Regulation Pertaining to the Grievance Procedure for Academic Staff](#)
- 5) [Regulation Pertaining to Clinical Staff – Termination, Withdrawal, Revocation or Suspension of Registration, Contract or Status](#)
- 6) [Regulation Pertaining to Redundancy Procedure for Academic Staff](#)
- 7) [Regulation Pertaining to Dismissal on Grounds Not Covered by Other Specific Regulations](#)
- 8) [Regulations Relating to Probation for Academic Staff](#)

Regulations approved by the Academic Board

- 1) [Academic Regulations](#)
- 2) [General Regulations](#)
- 3) [Regulations Concerning Students](#)

Regulations approved by Finance Committee

- 1) [Financial Regulations](#)



ACADEMIC BOARD TERMS OF REFERENCE

1. Constitution and Authority

- 1.1. The Academic Board is established by the Charter of King's College London (the University) and it shall, subject to the powers of the Council prescribed in the Charter and the Statutes, be the body responsible under delegated authority from the Council for the regulation of the academic work of the University in teaching and examining and in research. It shall also advise the Council on academic matters affecting the University.
- 1.2. The Academic Board may establish sub-committees to aid the discharge of its powers.

2. Purpose and Scope

- 2.1 Under delegated authority from Council, and in accordance with the Charter, the Academic Board is the body with primary responsibility for maintaining and enhancing the academic quality of the University's academic provision and the academic standards for awards. Reports from the Academic Board provide Council with the assurances of academic quality it needs to ensure that the objects of the University, as described in the Charter and the University's strategic plans, are fulfilled. This assurance also enables Council to meet its obligations in reporting to the Regulator on academic standards and quality.
- 2.2 Further, Academic Board advises Council and the Executive on academic matters of strategic importance to the welfare and long-term sustainability of the institution, the quality of the student and staff experience, the quality of research, and the experience of researchers. In so doing, it conveys the academic experience, knowledge and views of the staff and students to Council on matters impacting on academic development and education and research quality.

3. Duties of the Committee

The duties of the Academic Board include the following:

- 3.1 Assuring Council of the academic quality of the University's academic provision and the academic standards for all of its awards.
- 3.2 Conveying advice to Council and the Executive drawing on the academic experience, knowledge and views of staff and students on matters which have an impact on academic development, education and research quality and are of strategic importance to the welfare and long-term sustainability of the institution, student and staff experience, both on proposals submitted to it by the Executive, and on academic issues that the Academic Board itself has determined to be critical to the University.
- 3.3 Awarding degrees, diplomas, certificates and other academic distinctions in accordance with the prescriptions of the Charter, Statutes, Ordinances and Regulations.

- 3.4 Approving award titles, programmes of study, and research programmes leading to an award.
- 3.5 Promoting research and innovation within the University and monitoring the effective operation of key policies concerning research.
- 3.6 Establishing committees and subcommittees as appropriate for the expedient execution of business, clearly stating limits of delegated authority, responsibility and reporting arrangements in each case and to monitor the work of these committees and subcommittees.
- 3.7 Approving regulations for academic misconduct and student discipline and receiving annual reports on misconduct.
- 3.8 Approving, amending and revoking regulations concerning the academic work of the University in teaching and examining and in research.
- 3.9 Review the Board Assurance Framework risks delegated to the Board for review and make recommendations to the Council for any required changes of risk score or content.
- 3.10 Annex 1 provides an index of issues dealt with by the Academic Board and indicates whether individual items are recommended to Council for approval, approved by the Board, or are approved by a Committee of the Board through delegation from the Board.

4 Reporting procedures

- 4.1 Academic Board meeting papers will be made available to the University community prior to each meeting, excepting those items that are reserved.
- 4.2 A report of each meeting of the Academic Board will be presented to the Council.

5 Composition, Membership, Attendance and Quorum

Chair

- 5.1 The Vice-Chancellor and President shall chair the Academic Board.
- 5.2 The Chair shall appoint a Deputy Chair to act in their absence from amongst the members of the Board.

Ex-officio members

- 5.3 The Senior Vice Presidents (Academic, Health & Life Sciences); Vice Presidents (Education & Student Success, Research & Innovation, International, Engagement and Service), Executive Deans, President and Education Vice Presidents of the King's College London Students' Union, the Dean for Doctoral Studies, and The Dean shall be ex-officio members of the Academic Board.

Elected Staff Members

Throughout this document the term "faculty" is as defined in the King's College London Ordinance B2.

- 5.4 45 academic staff members shall be elected by and from among the academic staff of the University with the number of seats assigned to each faculty determined by the Academic Board. Seats shall be allocated proportionally based on the number of academic staff in each faculty, but no faculty shall have fewer than three seats. One of the seats assigned to each faculty shall be reserved for an academic leadership team member (Head of Department or equivalent tier 2/tier 3 role

depending on faculty structure). Each faculty will determine its own head of department equivalent list of eligible nominees and the seat may only be filled by an eligible candidate from that list.

- 5.5 Three staff members on contracts which include teaching from the Centre for International Education & Languages (CIEL) will be elected by and from the staff members on contracts which include teaching in CIEL. One of the three seats will be held by a Head of Department or equivalent from the list of eligible nominees as determined by CIEL.
- 5.6 Three members of professional staff, one each from education support, research support and service support will be elected by and from the professional staff.

Elected Student members

- 5.7 One student shall be elected by and from the students registered within each faculty, the nine positions to be split equally between undergraduate, postgraduate taught and postgraduate research students.
- 5.8 Only members of the Academic Board have the right to attend Board meetings. However, other individuals and external advisers may be invited to attend for all or part of any meeting, as and when appropriate.
- 5.9 Members who fail to attend three consecutive meetings will be required to demonstrate good cause for an absence; members who fail to attend meetings for six consecutive calendar months without good cause found acceptable by the Chair of the Board will be deemed to have resigned.
- 5.10 Elected Staff Members of Academic Board shall normally serve a three-year term ending on 31 July. Memberships that begin after the first meeting of the academic year shall be extended beyond three years to end on the 31 July in the fourth year of appointment. Elected Staff Members are eligible for a further single three-year term after which they must wait for 12 months before they may stand again.
- 5.11 Elected Student Members of Academic Board are eligible to be re-elected for a maximum of three consecutive one-year terms.

6 Secretariat

The University Secretary or nominee shall act as Secretary to the Committee.

7 Frequency, conduct and proceedings of meetings

- 7.1. Meetings shall normally be held five times per year.
- 7.2. The meeting style will be facilitative and discussion focused. The Academic Board will use a range of engagement processes such as workshops and other types of interactive methods to gather the views of the University community.
- 7.3. The agenda shall be set by the Chair, supported by the University Secretary or nominee. Members of the Academic Board are able to suggest issues for the agenda. They are also able to require that an item be considered subject to the following criteria and authority:
 - 7.3.1. It is supported by at least 10% of the membership of the Academic Board.

- 7.3.2. It is received by the Secretariat six weeks prior to the date of the meeting at which the members seek to have the item discussed.
- 7.3.3. It is within the terms of reference of the Board or one of its standing committees, and if it falls within the terms of reference of a standing committee it is referred to that committee for initial discussion rather than directly to the Board.
- 7.3.4. Prioritisation of placement on the Agenda for such items will be determined by the Academic Board Operations Committee in the event that more requests are submitted than can be managed in a meeting alongside other necessary business.
- 7.3.5. A decision regarding the pertinence of particular criteria to a proposed item lies with the Vice-Chancellor. If such a decision were challenged the Academic Board Operations Committee would be consulted for a resolution.
- 7.4. Papers will be succinct and items presented in a style that provides maximum time for debate and input from members.

8. Conflict of Interest

- 8.1 Members and attendees will be invited to declare any interests they might have in relation to agenda items and any issue arising at the meeting which might conflict with the business of the University.
- 8.2 Where it is identified that a member of the Committee has a conflict of interest with respect to a matter, the Chair may, on the advice of the Secretary, request that the member in question withdraw from participation in relevant business. Depending on the nature of the business, this may allow for participation in discussions without taking part in decision making or may require complete non-participation and/or withdrawal from that part of the meeting.
- 8.3 All instances of identified conflicts of interest shall be recorded in the minutes.

9. Monitoring Effectiveness

The Committee will review its performance, evaluate any support or development needs, and review its effectiveness including its Terms of Reference and work programme annually. The results of the effectiveness review and Terms of Reference review will be reported to the Council.

10. Dates of Revision

Approved	Council on xxx
Review date	xxx 2026 (or earlier if required)

Annex 1 – Academic Decision Authority Index

All authority set out below, other than that listed for Council, has been delegated to Academic Board and remains a power of the Board. This index shows the current operational delegation agreed by the Board.

Academic Board Power and Duty 1 – Academic quality and standards of awards

Issue	Recommend	Recommend	Approve
Academic policy	-	CEC	Academic Board
Annual Quality Assurance and other reports to the Regulator	CEC or other standing committee as relevant	Academic Board	Council
Credit Framework	-	CEC	Academic Board
Assessment process, external examiner appointment	ASSC	CEC	Academic Board
Cross-University education operational actions	ASSC	CEC	Academic Board
External Peer appointment	-	-	CEC
International Partnership agreements – including risk management & due diligence	-	-	Partnership Committee
Local education operational actions			Faculty

Academic Board Power and Duty 2 – Academic advice to Council and the Executive

Issue	Recommend	Recommend	Approve
University overarching strategy	Vice-Chancellor	Academic Board	Council
Constitute or dissolve faculties	Vice-Chancellor	Academic Board	Council
Composition of faculties	-	Faculty	Vice-Chancellor
Education strategy implementation, policy	-	CEC	Academic Board
Research strategy implementation, policy	-	CRC	Academic Board
International strategy implementation, policy	-	Vice-Deans International, Engagement & Service (VD IES Network)	Academic Board
London strategy implementation, policy	-	VD IES Network	Academic Board
Service strategy implementation, policy	-	VD IES Network	Academic Board
KCL/KCLSU Relationship Agreement	-	CEC	Academic Board
Academic Year dates	-	CEC	Academic Board

Academic Board Power and Duty 3 – Awarding degrees, diplomas and certificates

Issue	Recommend	Recommend	Approve
Individual student awards	-		Assess. Boards
Elect AKCs	-	The Dean	Academic Board

Academic Board Power and Duty 4 – Approving award titles and programmes

Issue	Recommend	Recommend	Approve
New programmes & major programme amendments	PDASC	CEC	Academic Board
Validation of programmes delivered elsewhere	-	CEC	Academic Board
Minor Modifications to Programmes and Modules	-	PDASC	CEC

Academic Board Power and Duty 5 – Promoting research and innovation

Issue	Recommend	Recommend	Approve
Research quality assurance processes and regulations	-	CRC	Academic Board
Research governance, ethics and integrity processes	-	CRC	Academic Board
REF submission	-	-	CRC

Academic Board Power and Duty 6 – Establishing committees and delegation limits

Issue	Recommend	Recommend	Approve
Academic Board terms of reference & composition	ABOC	Academic Board	Council
Council Membership election process	ABOC	Academic Board	Council
AB Committee terms of reference	ABOC	Academic Board	Council
Academic Board election & appointment process	ABOC	Academic Board	Council
AB Committee election/appointment process	-	ABOC	Academic Board
Delegations of Academic Board's authority	-	ABOC	Academic Board
Academic Board functioning policies and procedures	-	ABOC	Academic Board
Annual Schedule of Academic Board business	-	ABOC	Academic Board
Academic Board effectiveness review processes	-	ABOC	Academic Board

Academic Board Power and Duty 7 – Regulating academic misconduct and student discipline

Issue	Recommend	Recommend	Approve
Academic misconduct and student discipline regulations	ASSC	CEC	Academic Board

Academic Board Power and Duty 8 – Approving, amending and revoking academic regulations

Issue	Recommend	Recommend	Approve
Approve academic & library regulations	ASSC	CEC	Academic Board
Research Regulations	ASSC	CRC	Academic Board

AUDIT, RISK AND COMPLIANCE COMMITTEE TERMS OF REFERENCE

1. Constitution and Authority

- 1.1 The Audit, Risk and Compliance Committee (the Committee) is established by the King's College London (the University) Council as a non-executive committee of the Council with powers and responsibilities delegated to it within the University's Ordinances and these Terms of Reference.
- 1.2 The Committee and its Chair shall be appointed by the Council from among its own members and must consist of members with no executive responsibility for the management of the University.
- 1.3 The Committee is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee. Similarly, the Committee is authorised to seek any information it requires from members of the student body.
- 1.4 The Committee is authorised by the University Council to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

2. Purpose and Scope

- 2.1 The purpose of the Committee is to support the Council by reviewing assurances on risk management, compliance and the control environment to ensure that they are comprehensive and reliable. The Committee will also review and assess the integrity of financial statements and the annual report.
- 2.2 It is the role of the Committee to advise and assist the Council in respect of the entire assurance and control environment of the University.

3. Duties of the Committee

3.1 Audit

- 3.1.1 To review accounting policies and to review any major changes to the University's accounting principles and practices that are brought to the attention of the Committee by the external auditors, internal audit or management;
- 3.1.2 To review the University's annual accounts and make recommendations to the Council regarding their approval;
- 3.1.3 To seek assurance, through regular reports including performance indicators, that satisfactory arrangements are in place to promote economy, efficiency and effectiveness, and to advise the University Council accordingly;
- 3.1.4 To seek assurance on the effectiveness and adequacy of governance processes at the University;
- 3.1.5 To consider reports concerned with allegations of fraud and to advise as necessary;
- 3.1.6 To keep under review the University's Fraud Response Plan;
- 3.1.7 To review the University's annual statement of internal control and to keep under review the effectiveness of internal control systems including, on behalf of the University Council, responsibility for reviewing the effectiveness of the risk management process.

3.2 Risk Management

- 3.2.1 To receive reports on the University's risk assessment prepared by management, and to comment on the effectiveness of the actual or proposed responses to dealing with risks identified;
- 3.2.2 To receive regular reports from senior management on the control of risks to the achievement of the University's strategic plans so as to be able to assess the overall efficacy and adequacy of the approach to risk management;
- 3.2.3 To keep in view, on behalf of the University Council, the University's arrangements for managing the risks related to cyber-crime together with information storage and security.

3.3 Assurance

- 3.3.1 To satisfy itself that the systems and processes underpinning the Board Assurance Framework are effective.

3.4 Compliance

- 3.4.1 To consider, on an ongoing basis, the arrangements in place for the management of statutory and regulatory compliance in areas such as health, safety and environmental standards, equal opportunities, race relations, disability discrimination, Prevent, and other key legislative requirements, and to comment on their effectiveness;
- 3.4.2 To regularly review the arrangements for compliance with the Policy for the Acceptance of Donations through reports from or on behalf of the Fundraising Ethical Review Group (FERG) and to report to the Council accordingly.

3.5 Appointment and Performance of the External Auditors

- 3.5.1 To consider and recommend the appointment of the external auditors, and the relevant fee, and to annually review their performance;
- 3.5.2 To consider and make appropriate recommendations concerning any question of resignation or dismissal of the external auditor;
- 3.5.3 To discuss and agree the nature and scope of the audit with the external auditor before it commences and to discuss issues arising from the interim and final audits and any matters the auditor may wish to discuss (in the absence of University Officers where necessary);
- 3.5.4 To review the external auditor's annual management letters and the responses by University management;
- 3.5.5 To oversee the processes and practices in place to ensure the independence of the external auditors, including assessing reports of non-audit services provided by the external auditors to the University;
- 3.5.6 To review and pre-approve all non-audit services which may be performed by the University's external auditors over the value of £50k or a figure the Council may decide.

3.6 Appointment and Performance of the Internal Auditors

- 3.6.1 To consider and advise on the appointment of the senior officer with responsibility for internal audit services;
- 3.6.2 To review and approve the internal audit strategic and annual plans;
- 3.6.3 To consider internal audit reports and management's response;
- 3.6.4 To require, as necessary, the attendance of any University employee before the Committee when individual audit reports concerning the service or function relevant to that employee are being considered;

- 3.6.5 To review and approve the internal auditor's annual report;
- 3.6.6 To review annually the performance of the internal audit service.

3.7 General

- 3.7.1 To receive any relevant reports from the National Audit Office, Office for Students (OfS) or UK Research and Innovation (UKRI) and to consider the necessary University action;
- 3.7.2 To meet by exception with the Vice President (Finance), the University Secretary and Director of Assurance or designate and the external auditors in separate executive sessions, and with other University officers as required by circumstances and events;
- 3.7.3 To produce an annual report for the OfS, University Council and the Vice-Chancellor.
- 3.7.4 Escalate to Council any issues of more general interest or concern.
- 3.7.5 Undertake such other responsibilities as the Council shall from time to time decide.

4 Reporting procedures

- 4.1 The minutes (or a report) of meetings of the Committee will be circulated to all members of the Council. The Chair of the Committee will draw to the attention of the Council any issues that require disclosure to the Council or require Executive action.
- 4.2 The Committee will prepare an annual report covering the University's financial year and any significant issues up to the date of preparing the report. The report will be addressed to the Council and will summarise the activity for the year. It will give the Committee's opinion of the adequacy and effectiveness of the University's arrangements for the following:
 - i. risk management, compliance and control (the risk management element includes the accuracy of the statement of internal control included with the annual statement of accounts); and
 - ii. sustainability, economy, efficiency and effectiveness.

5 Composition, Membership, Attendance and Quorum

- 5.1 The Council will appoint the Chair and all members of the Committee from the Independent Members of the Council, on the recommendation of the Governance, Performance and Remuneration Committee and must consist of members with no executive responsibility for the management of the University.
- 5.2 Members of the Committee shall normally serve a maximum of two consecutive three-year terms, with the possibility of extension for a further single three-year term (up to a maximum of nine years) in exceptional circumstances.
- 5.3 There shall be no fewer than three members, one of whom shall have recent relevant experience in finance, accounting or auditing. The Committee may, if it considers it necessary or desirable, co-opt members with relevant expertise subject to approval by the Governance, Performance and Remuneration Committee.
- 5.4 The Chair of the Council and Chair of the Finance Committee shall not be members of the Committee.
- 5.5 The Honorary Treasurer shall normally attend meetings of the Committee as an observer.
- 5.6 The following University Officers shall normally be in regular attendance at meetings of the Committee:
 - The Senior Vice President (Academic)

- The Senior Vice President (Operations)/ Chief Operating Officer
- The University Secretary
- The Vice President (Finance)/Chief Finance Officer
- The Chief Accountant

- 5.7 A representative of the External Auditors will attend meetings where business relevant to them is to be discussed. The Committee may meet with the external auditors, at any time, without any officers being present.
- 5.8 A quorum shall be at least two members including either the Chair or the Deputy Chair of the Committee. Members who are participating in a meeting by means of audio-visual conferencing or other means enabling them to communicate with all members present at the meeting simultaneously shall be deemed to be present at the meeting and to count towards the quorum.
- 5.9 When the Committee is inquorate, the members present may wish to continue with the business of the meeting, noting the discussions and comments raised. Where items require formal approval, the absent member(s) must be invited to provide comments and approval by correspondence. An item will be deemed approved when a quorate number of members have confirmed approval.

6 Secretariat

The University Secretary or nominee shall act as Secretary to the Committee.

7 Frequency, conduct and proceedings of meetings

- 7.1 Meetings shall be held not less than three times a year at appropriate intervals in the financial reporting and audit cycle.
- 7.2 The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B4.
- 7.3 Meetings of the Committee shall be called by the Secretary to the Committee at the request of the Committee Chair or any of its members, or at the request of the external auditors if they consider it necessary.

8. Conflict of Interest

- 8.1 Members and attendees will be invited to declare any interests they might have in relation to agenda items and any issue arising at the meeting which might conflict with the business of the University.
- 8.2 Where it is identified that a member of the Committee has a conflict of interest with respect to a matter, the Chair may, on the advice of the Secretary, request that the member in question withdraw from participation in relevant business. Depending on the nature of the business, this may allow for participation in discussions without taking part in decision making or may require complete non-participation and/or withdrawal from that part of the meeting.
- 8.3 All instances of identified conflicts of interest shall be recorded in the minutes.

9. Monitoring Effectiveness

The Committee will review its performance, evaluate any support or development needs, and review its effectiveness including its Terms of Reference and work programme annually. The results of the effectiveness review and Terms of Reference review will be reported to the Council.

10. Dates of Revision

Approved	Council on xxx
Review date	xxx 2026 (or earlier if required)

ESTATES COMMITTEE TERMS OF REFERENCE

1. Constitution and Authority

- 1.1 The Estates Committee (the Committee) is established by the King's College London (the University) Council as a committee of the Council with powers and responsibilities delegated to it within the University's Ordinances and these Terms of Reference.
- 1.2 The Committee and its Chair shall be appointed by the Council from among its own members and must consist of members with no executive responsibility for the management of the University.
- 1.3 The Committee is authorised by the University Council to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

2. Purpose and Scope

- 2.1 The Estates Committee reports to the Council on the development and management of the University's property assets in support of the University's Strategic Plan.
- 2.2 In conjunction with the Finance Committee, it makes recommendations to Council on any proposals for the acquisition or disposal of any part of the University's estate involving an aggregate financial commitment in excess of £5 million. This includes incurring or disposing of leases with aggregate rental liabilities over the lease term expected to be in excess of £5 million. It will also make such recommendations on any leases involving an annual rental liability in excess of £500,000 irrespective of the aggregate liability over the term.
- 2.3 The Committee has oversight of all major estates works exceeding £5 million in value.

3. Duties of the Committee

In carrying out its responsibilities, the Committee:

- 3.1 Leads in the formulation of, and keeps under review, the estates strategy for the development and maintenance of the property assets of the University, including receiving at agreed intervals:
 - 3.1.1 Reports on the existing use and market value of the Estate;
 - 3.1.2 Reports on the condition of the Estate;
 - 3.1.3 Reports on the performance and utilisation of the Estate against the University's Strategic Objectives;
- 3.2 Recommends to Council, in conjunction with the Finance Committee, the University's annual Capital Investment Plan and receives regular reports from the Director of Estates and Facilities on progress;
- 3.3 Receives reports on the preparation and maintenance of appropriate asset records;

- 3.4 Receives reports as appropriate from the Senior Management Team on related matters.
- 3.5 Review the Board Assurance Framework risks delegated to the Committee for review and make recommendations to the Council for any required changes of risk score or content.

4 Reporting procedures

- 4.1 The minutes (or a report) of meetings of the Committee will be circulated to all members of the Council. The Chair of the Committee will draw to the attention of the Council any issues that require disclosure to the Council or require Executive action.
- 4.2 Where the Committee has obtained external advice the reports to Council should identify such consultants and state whether they have any other connection with the University.

5 Composition, Membership, Attendance and Quorum

- 5.1 The Council will appoint the Chair and all members of the Committee from the Independent Members of the Council, on the recommendation of the Governance, Performance and Remuneration Committee.
- 5.2 Members of the Committee shall normally serve a maximum of two consecutive three-year terms, with the possibility of extension for a further single three-year term (up to a maximum of nine years) in exceptional circumstances.
- 5.3 The Committee shall comprise:
 - 5.3.1 An Independent Member of the Council (in the Chair)
 - 5.3.2 Three Independent Members of the Council
 - 5.3.3 The Senior Vice President (Operations)/ Chief Operating Officer
 - 5.3.4 The Vice President (Finance/Chief Finance Officer) (ex officio)
- 5.4 The Committee may seek co-opted members as necessary to support its aims, subject to approval by the Governance, Performance and Remuneration Committee.
- 5.5 The following University Officers shall attend meetings of the Estates Committee as necessary:
 - 5.5.1 Senior Vice President (Academic) (ex officio)
 - 5.5.2 Senior Vice President (Health & Life Sciences) (ex officio)
 - 5.5.3 Executive Director of Estates and Facilities (ex officio)
 - 5.5.4 One Student Member, who may be drawn from the full student body
 - 5.5.5 Assistant Principal (Campus Futures)
- 5.6 A quorum shall be at least two Independent Member including either the Chair or the Deputy Chair of the Committee and one executive member. Members who are participating in a meeting by means of audio-visual conferencing or other means enabling them to communicate with all members present at the meeting simultaneously shall be deemed to be present at the meeting and to count towards the quorum.
- 5.7 When the Committee is inquorate, the members present may wish to continue with the business of the meeting, noting the discussions and comments raised. Where items require formal approval, the absent member(s) must be invited to provide comments and approval by correspondence. An item will be deemed approved when a quorate number of members have confirmed approval.

6 Secretariat

The University Secretary or nominee shall act as Secretary to the Committee.

7 Frequency, conduct and proceedings of meetings

- 1.1. Meetings shall normally be held at least four times per year.
- 1.2. The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B4.
- 1.3. Meetings of the Committee shall be called by the Secretary to the Committee at the request of the Committee Chair or any of its members.

8. Conflict of Interest

- 8.1 Members and attendees will be invited to declare any interests they might have in relation to agenda items and any issue arising at the meeting which might conflict with the business of the University.
- 8.2 Where it is identified that a member of the Committee has a conflict of interest with respect to a matter, the Chair may, on the advice of the Secretary, request that the member in question withdraw from participation in relevant business. Depending on the nature of the business, this may allow for participation in discussions without taking part in decision making or may require complete non-participation and/or withdrawal from that part of the meeting.
- 8.3 All instances of identified conflicts of interest shall be recorded in the minutes.

9. Monitoring Effectiveness

The Committee will review its performance, evaluate any support or development needs, and review its effectiveness including its Terms of Reference and work programme annually. The results of the effectiveness review and Terms of Reference review will be reported to the Council.

10. Dates of Revision

Approved	Council on xxx
Review date	xxx 2026 (or earlier if required)



FELLOWSHIPS AND HONORARY DEGREES COMMITTEE TERMS OF REFERENCE

1. Constitution and Authority

The Fellowships and Honorary Degrees Committee (the Committee) is established by the King's College London (the University) Council as a committee of the Council with powers and responsibilities delegated to it within the University's Ordinances and these Terms of Reference.

All members of the Committee other than the Vice-Chancellor and the Chair of the Council are to be appointed by the Council on the recommendation of the Governance, Performance and Remuneration Committee.

The Committee is authorised by the University Council to obtain outside legal or other independent professional advice.

2. Purpose and Scope

The purpose of the Committee is to make recommendations to the Council on nominations for the award of fellowships and honorary degrees.

3. Duties of the Committee

3.1 To keep under review the following criteria governing the award of Fellowships and Honorary Degrees of the University, and to recommend changes as necessary to the University Council:

3.1.1 Nominations will only be accepted from individuals who are Members of the University (in the sense of Ordinance B1).

3.1.2 An honorary degree is the highest honour that King's bestows and is reserved for exceptional and eminent individuals who are recognised nationally or internationally for their achievements and whose actions reflect and reinforce King's values and aspirations. While a prior association with King's strengthens a claim, it is not a requirement; recipients of a King's honorary doctorate become alumni of the University. The number of awards will normally be limited to five in any one year.

3.1.3 The Fellowship of King's College London (FKC) shall be awarded to those who have or have had a transformative impact on the University through the quality of their work or activities. They may be individuals who have had a direct relationship with King's (e.g., alumni, governors, staff, academic or community partners) or they may be individuals who do not have a relationship with King's but whose activities and accomplishments align with our activities, aspirations and values and with whom a continuing relationship would be welcome. The number of Fellowships awarded by the in any one calendar year shall not normally exceed 10.

3.1.4 The awards of the Honorary Degree of King's College London and the Fellowship of King's College London are not mutually exclusive, although instances where both awards are made to the same individual are expected to be rare.

3.2 To canvass nominations from Members of the University for the award of Fellowships and Honorary Degrees of the University.

- 3.3 To consider nominations for the award of the Honorary Degree and Fellowship of the University, and to make recommendations to the Council of the University in accordance with Ordinance C2.
- 3.4 To ensure that the arrangements for the canvassing of nominations, for the selection of nominees meeting the criteria for the award of Fellowships and Honorary Degrees of the University, and for the general conduct of the Committee's business, are efficient and fair.
- 3.5 To keep under review the arrangements for the conduct of the Committee's business and, as necessary, put before the Council of the University recommendations for change.
- 3.6 Any other business as may be referred to it by the Council of the University.

4. Reporting procedures

- 4.1 The minutes (or a report) of meetings of the Committee will be circulated to all members of the Council. The Chair of the Committee will draw to the attention of the Council any issues that require disclosure to the Council or require Executive action.

5. Composition, Membership, Attendance and Quorum

- 5.1 All members of the Committee other than the Vice-Chancellor and the Chair of the Council are to be appointed by the Council on the recommendation of Governance, Performance and Remuneration Committee.
- 5.2 All Members (other than the Chair and Vice-Chancellor) shall normally serve a maximum of two consecutive three-year terms, with the possibility of extension for a further single three-year term (up to a maximum of nine years) in exceptional circumstances.
- 5.3 The Committee shall comprise:
 - 5.3.1 Chair of the Council (in the Chair)
 - 5.3.2 The Vice-Chancellor & President
 - 5.3.3 At least two other Independent Members of the Council
 - 5.3.4 At least two Fellows (including Honorary Fellows), who are not employees of the University
 - 5.3.5 At least two staff members of the University
- 5.4 The Executive Director of Philanthropy & Alumni Engagement shall be in attendance.
- 5.5 A quorum shall be the Chair, Vice-Chancellor and one Fellow. Members who are participating in a meeting by means of audio-visual conferencing or other means enabling them to communicate with all members present at the meeting simultaneously shall be deemed to be present at the meeting and to count towards the quorum.
- 5.6 When the Committee is inquorate, the members present may wish to continue with the business of the meeting, noting the discussions and comments raised. Where items require formal approval, the absent member(s) must be invited to provide comments and approval by correspondence. An item will be deemed approved when a quorate number of members have confirmed approval.

6 Secretariat

The University Secretary or nominee shall act as Secretary to the Committee.

7 Frequency, conduct and proceedings of meetings

- 7.1 Meetings shall be held at least once a year, and as necessary.

- 7.2 The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B4.

8 Conflict of Interests

- 8.1 Members and attendees will be invited to declare any interests they might have in relation to agenda items and any issue arising at the meeting which might conflict with the business of the University.
- 8.2 Where it is identified that a member of the Committee has a conflict of interest with respect to a matter, the Chair may, on the advice of the Secretary, request that the member in question withdraw from participation in relevant business. Depending on the nature of the business, this may allow for participation in discussions without taking part in decision making or may require complete non-participation and/or withdrawal from that part of the meeting.
- 8.3 All instances of identified conflicts of interest shall be recorded in the minutes.

9 Monitoring Effectiveness

The Committee will review its performance, evaluate any support or development needs, and review its effectiveness including its Terms of Reference and work programme annually. The results of the effectiveness review and Terms of Reference review will be reported to the Council.

10 Dates of Revision

Approved	Council on xxx
Review date	xxx 2026 (or earlier if required)

FINANCE COMMITTEE TERMS OF REFERENCE

1. Constitution and Authority

The Finance Committee (the Committee) is established by the King's College London (the University) Council as a committee of the Council with powers and responsibilities delegated to it within the University's Ordinances and these Terms of Reference.

The Chair and Committee members shall be appointed by the Council as recommended by the Governance, Performance and Remuneration Committee.

The Committee is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee. Similarly, the Committee is authorised to seek any information it requires from members of the student body.

The Committee is authorised by the University Council to obtain outside legal or other independent professional advice.

2. Purpose and Scope

The purpose of the Committee is to monitor and review on the Council's behalf, the integrity of and assurances relating to the University's financial position and financial control systems and any formal announcements relating to its financial performance.

3. Duties of the Committee

3.1 Formulate and/ or Review Strategies, Financial Regulations, Finance and Procurement Policies and Procedures

- 3.1.1 Formulate, for the approval of Council, strategies and policies for the effective management and control of the financial affairs of the University.
- 3.1.2 Ensure the development and implementation of finance and procurement policies, regulations and procedures.
- 3.1.3 Provide oversight of the University's long-term financial plan and financial operations, and risks related to liquidity, debt, resource allocation and financial contingencies.
- 3.1.4 In accordance with the policies approved by the Council, to exercise, on behalf of the Council, the powers specified in Statute 7(a)-(f) and Statute 7(h)-(i), and generally to be responsible to the Council for the effective control of the assets and revenues of the University.

3.2 Review of Financial Management Information and Monitor the University's Financial Performance

- 3.2.1 Receive from the Vice President (Finance) and regularly review on behalf of the Council, management information and quarterly reports setting out the financial performance of the University against the approved Plan, and presentation of key financial indicators.
- 3.2.2 Review Financial Regulations governing the arrangements for the proper management of the University's finances and financial affairs, assets, monies and resources, in accordance with Ordinance D. Monitor progress against the

remedial actions identified in the reports designed to mitigate adverse variances, and progress on previous action plans.

3.2.3 Review and recommend for approval to Council major business cases with financial implications above £10million.

3.2.4 Review aspects of university operations for their effectiveness and efficiency.

3.3 Review of Draft Annual Financial Statements for endorsement to Council

3.3.1 Review in conjunction with the Audit, Risk and Compliance Committee, the draft Annual Financial Statements and Annual Accounts and external auditors' report (having regard to any implications for the University strategy) to endorse to Council for approval.

3.4 Endorse the Financial Plan and Review Annual Budgets

3.4.1 Endorse the Financial Plan drafted in line with the Financial Regulations, to be approved by the Council.

3.4.2 Review and approve for recommendation to the Council, the annual budget for the succeeding financial year.

3.4.3 Review and recommend for approval to Council the Office for Students Annual Financial Return

3.5 Reports from sub-committees

3.5.1 To oversee the work of and receive reports from the Investment Subcommittee and such other subcommittees of the Committee as may from time to time be approved by the Council.

3.5.2 To require and receive reports to enable it to carry out its functions.

3.6 Assurance

3.6.1 Review the Board Assurance Framework risks delegated to the Committee for review and make recommendations to the Council for any required changes of risk score or content.

3.7 General

3.7.1 Escalate to Council any issues of more general interest or concern.

3.7.2 Undertake such other financial responsibilities as the Council shall from time to time decide.

4. Reporting procedures

4.1 The minutes (or a report) of meetings of the Committee will be circulated to all members of the Council. The Chair of the Committee will draw to the attention of the Council any issues that require disclosure to the Council or require Executive action.

5. Composition, Membership, Attendance and Quorum

5.1 Independent, staff and student members appointed to the Committee by the Council on the recommendation of the Governance, Performance and Remuneration Committee shall normally serve a maximum of two consecutive three-year terms, with the possibility of extension for a further single three-year term (up to a maximum of nine years) in exceptional circumstances.

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- 5.2 The Committee shall comprise:
 - 5.2.1 Honorary Treasurer (in the chair)
 - 5.2.2 At least two Independent Members of the Council
 - 5.2.3 The Vice-Chancellor & President
 - 5.2.4 Senior Vice-President (Operations)/ Chief Operating Officer
 - 5.2.5 Vice President (Finance)/Chief Finance Officer
 - 5.2.6 One staff member
 - 5.2.7 One student member drawn from Council
- 5.3 The following can attend meetings of the Committee, but are not members of the Committee:
 - 5.3.1 The Chair of Audit, Risk and Compliance Committee
 - 5.3.2 The Senior Vice President (Academic)
 - 5.3.3 The Senior Vice President (Health & Life Sciences)
 - 5.3.4 The Chief Accountant; and
 - 5.3.5 The Director of Financial Strategy
 - 5.3.6 External Auditors
- 5.4 The Committee may seek co-opted members as necessary to support its aims subject to approval by the Governance, Performance and Remuneration Committee.
- 5.5 A quorum shall be at least five members two of whom shall be either the Chair or the Deputy Chair of the Committee and one other Independent Member. Members who are participating in a meeting by means of audio-visual conferencing or other means enabling them to communicate with all members present at the meeting simultaneously shall be deemed to be present at the meeting and to count towards the quorum.
- 5.6 When the Committee is inquorate, the members present may wish to continue with the business of the meeting, noting the discussions and comments raised. Where items require formal approval, the absent member(s) must be invited to provide comments and approval by correspondence. An item will be deemed approved when a quorate number of members have confirmed approval.

6 Secretariat

The University Secretary or nominee shall act as Secretary to the Committee.

7 Frequency, conduct and proceedings of meetings

- 7.1 Meetings shall be held not less than three times a year at appropriate intervals in the financial reporting and audit cycle.
- 7.2 The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B4.
- 7.3 Meetings of the Committee shall be called by the Secretary to the Committee at the request of the Committee Chair or any of its members.

8 Conflict of Interests

- 8.1 Members and attendees will be invited to declare any interests they might have in relation to agenda items and any issue arising at the meeting which might conflict with the business of the University.
- 8.2 Where it is identified that a member of the Committee has a conflict of interest with respect to a matter, the Chair may, on the advice of the Secretary, request that the

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member in question withdraw from participation in relevant business. Depending on the nature of the business, this may allow for participation in discussions without taking part in decision making or may require complete non-participation and/or withdrawal from that part of the meeting.

8.3 All instances of identified conflicts of interest shall be recorded in the minutes.

9 Monitoring Effectiveness

The Committee will review its performance, evaluate any support or development needs, and review its effectiveness including its Terms of Reference and work programme annually. The results of the effectiveness review and Terms of Reference review will be reported to the Council.

10 Dates of Revision

Approved	Council on xxx
Review date	xxx 2026 (or earlier if required)



GOVERNANCE, PERFORMANCE AND REMUNERATION COMMITTEE TERMS OF REFERENCE

1. Constitution and Authority

- 1.1 The Governance, Performance and Remuneration Committee (the Committee) is established by the King's College London (the University) Council as a non-executive committee of the Council with powers and responsibilities delegated to it within the University's Ordinances and these Terms of Reference.
- 1.2 The Committee is authorised by the University Council to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

2. Purpose and Scope

- 2.1. The Committee has responsibility for the effective operation of Council and its committees and for oversight of Council's performance.
- 2.2. The Committee shall develop and apply rigorous senior remuneration policy and procedures and make recommendations to the Council where appropriate. The University follows the guidelines laid out in the Committee of University Chairs (CUC) HE Remuneration code in so far as is practicable. The policy and procedures, as approved by Council, apply to the remuneration and terms and conditions of employment (including severance arrangements) of the University's Senior Post holders, including the Vice-Chancellor & President, and other Senior Post Holders under the Committee's remit at any time, who will be outlined in the Remuneration Policy.
- 2.3. The Committee may meet to advise or decide on urgent or confidential matters on behalf of the Council, which in the judgment of the Chair of the Council cannot wait until the next regularly-scheduled meeting of Council and when it is not possible to call a special meeting of Council. Matters reserved to the Council under Statute 9 and Ordinance B3.8 are excluded from the Committee's authority.

3. Duties of the Committee

Governance and Nominations

- 3.1 In carrying out its responsibilities related to Council and committee nominations and members, the Committee shall:
 - 3.1.1 Subject to the provisions of the Charter, Statutes and Ordinances, regularly review the structure, size and composition (including the skills, knowledge and experience) required of the Council and make recommendations to the Council with regard to any changes.
 - 3.1.2 Give full consideration to succession planning for Council membership and leadership, taking into account the challenges and opportunities facing the University, and what skills and expertise are therefore needed on the Council in the future.

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Terms of Reference: Governance, Performance and Remuneration Committee

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- 3.1.3 With due regard to the Council-approved statements on the *Role of Council, Responsibilities of Members and Criteria for Membership* and the *Processes for Identifying and Appointing Members of Council and Committees*, nominate for the approval of the Council, candidates to fill Council and Standing Committee vacancies as and when they arise.
 - 3.1.4 Regularly review the time required from Independent members of the Council. Members' contribution to the Council in terms of time spent to fulfil their duties should be assessed, taking into account that members are not remunerated and their contributions to the Council and the University extend beyond attendance at formal meetings of the Council.
 - 3.1.5 Ensure that on appointment to the Council, members of the Council receive a formal letter of appointment setting out clearly what is expected of them in terms of time commitment and attendance at Council meetings, committee service and involvement outside Council meetings.
 - 3.1.6 Maintain oversight of member induction and on-going education processes.
 - 3.1.7 Keep under review the division of responsibilities between Council committees, and the effective coordinating of work between them.
- 3.2 In carrying out its responsibilities related to the governance of the University, the Committee shall:
- 3.2.1 Consider and recommend for Council's approval, changes to the Charter, Statutes, Ordinances, Council meeting processes, standing committee structure and committee terms of reference.
 - 3.2.2 Develop and implement policies and processes specifically related to Council including but not limited to the Council Conflict of Interest Policy, the Register of Interests, the Skills Matrix and compliance with members' obligations as charity Trustees.
 - 3.2.3 Develop and implement performance assessment and review processes for Council.
- 3.3 The Committee shall also make recommendations to the Council concerning:
- 3.3.1 Formulating plans for succession for the key Council roles of Chair of the Council, Vice-Chair of Council and Chairs of the Council's standing committees.
 - 3.3.2 The re-appointment of any independent member at the conclusion of their specified term of office having given due regard to their performance and ability to continue to contribute to the Council in the light of the knowledge, skills and experience required.
 - 3.3.3 Any matters relating to the continuation in office of any member at any time including the suspension or termination of a member's service subject to the provisions of the Charter, Statutes and Ordinances, and the law.
 - 3.3.4 The leadership needs of the University, with a view to ensuring the continued ability of the University to compete effectively.
 - 3.3.5 The processes for selection of the Vice-Chancellor & President.

Performance (to include Remuneration)

The Committee shall:

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- 3.4 Oversee the preparation of a senior Remuneration Policy to recruit, retain and motivate people of appropriately high ability, within levels of affordability that are publicly defensible and secure good value for money. The Policy shall be approved by Council and should be aligned to the University's long-term strategic goals to promote the long-term success of King's.
- 3.5 Determine the terms and conditions of appointment of the Vice-Chancellor & President.
- 3.6 Determine and document the approach to remuneration and terms of service for all Senior Post Holders, being the Vice-Chancellor & President, other Senior Post Holders as outlined in the Remuneration Policy, and such other senior staff as the Council shall determine meets the definition of a Senior Post Holder, and to keep those under the Remuneration Committee's remit under review.
- 3.7 Have oversight of the pay (including any severance arrangements) of other senior staff as may be defined by the Council, the Office for Students Accounts Direction or other relevant bodies.
- 3.8 The Committee shall determine and approve for all posts under its remit:
 - 3.8.1 Annual salaries on appointment and any discretionary adjustments to salaries;
 - 3.8.2 Office Responsibility allowances or any other honoraria;
 - 3.8.3 Any performance related elements;
 - 3.8.4 Provisions for any other benefits such as pensions, or access to any shared incentive scheme (on appointment);
 - 3.8.5 Arrangements for termination of employment, for any reason, including the appropriate length of any notice period (satisfying themselves that this is not excessive), and where appropriate determination of any severance or other ex-gratia payments, specifically ensuring that contractual obligations are met; and
 - 3.8.6 Have oversight of any other contractual terms in relation to remuneration.
- 3.9 In determining all the above, the Committee shall:
 - 3.9.1 seek reliable and up to date contextual information on salaries, benefits and conditions of service in other organisations of comparable scale and complexity and from within whichever geographic market is relevant to the role or roles.
 - 3.9.2 have regard to internal relativities, pay ratios and pay differentials that may exist between different groups of staff.
 - 3.9.3 ensure that it is sufficiently informed of all posts under its remit, including a statement of a clear link to the value delivered by an individual acting within a role such as the responsibilities and objectives of the individual posts, their accountabilities for meeting objectives of the University, and any other relevant attributes.
 - 3.9.4 ensure that it is sufficiently informed of the remuneration and conditions of all staff, so that attention may be paid to the impact on wider employee engagement and morale of any differential treatment for Senior Post Holders and other staff. In particular the Committee shall consider the rate of increase of the average remuneration of all other staff on an annual basis.
 - 3.9.5 ensure that there are appropriate governance and structures in place to allow the Vice-Chancellor and President to make decisions in exceptional

circumstances such as a salary change or recruitment decision through the policy for Senior Post Holders (other than for the Vice-Chancellor & President).

- 3.9.6 ensure that relevant issues of equality and diversity are given due consideration in respect of matters relating to the remuneration of Senior Post Holders and will consider remuneration policy and practice in the context of the University's wider strategic aims for diversity and inclusion.

3.10 The Committee shall set annual performance objectives for the Vice-Chancellor and President which reflect the expected individual contribution to the long-term strategic objectives of King's based on pre-determined criteria at the beginning of the year. The Committee shall review the Vice-Chancellor & President's performance for the previous period in accordance with how the Vice-Chancellor has contributed and delivered against these pre-determined criteria.

- 3.10.1 Where the Vice-Chancellor and President is eligible for performance pay, responsibility for assessment of individual performance against their personal objectives rests with the Chair of Council, usually after consultation with the Committee (and informed by the Council's view of the performance of the University against its strategic ambitions). The Committee will consider how the outcome impacts the Vice-Chancellor & President's total remuneration and reach an appropriate decision.

3.10.2 The Vice-Chancellor and President is responsible for the proper application and determination of the outcomes of any performance pay policy for other Senior Post Holders. The Committee will receive for comment and advice annual reports from the Vice-Chancellor and President as to the performance of the individuals concerned against previously agreed goals and objectives and any proposed changes to remuneration resulting from those changes. In particular, the Committee may consider consequences where performance or the required contributions has fallen short of expectations. The Vice-Chancellor and President will consider the views of the Committee before proceeding to implement any proposed change.

4 Reporting procedures

- 4.1 The minutes (or a report) of meetings of the Committee will be circulated to all members of the Council. The Chair of the Committee will draw to the attention of the Council any issues that require disclosure to the Council.
- 4.2 With regards to the committee's work on Remuneration, an annual Remuneration Report will be submitted to Council.
- 4.3 Where the Committee has obtained external advice (remuneration, or legal) the reports to Council should identify such consultants and state whether they have any other connection with the University.
- 4.4 The Committee shall ensure that it has fulfilled its obligations in respect of any disclosures of information about the University's policy and practices.

5 Composition, Membership, Attendance and Quorum

- 5.1 The membership of the Committee shall be the Chair of the Council, who shall Chair the Committee, and the Chair of the Committees of Council, excluding Academic Board. The Chair will appoint a deputy chair of the Committee in his absence.
- 5.2 The Vice-Chancellor and President shall be in attendance.

- 5.3 Members shall normally serve a maximum of two consecutive three-year terms, with the possibility of extension for a further single three-year term (up to a maximum of nine years) in exceptional circumstances.
- 5.4 A quorum shall be at least three members including either the Chair or the Deputy Chair of the Committee. Members who are participating in a meeting by means of audio-visual conferencing or other means enabling them to communicate with all members present at the meeting simultaneously shall be deemed to be present at the meeting and to count towards the quorum.
- 5.5 When the Committee is inquorate, the members present may wish to continue with the business of the meeting, noting the discussions and comments raised. Where items require formal approval, the absent member(s) must be invited to provide comments and approval by correspondence. An item will be deemed approved when a quorate number of members have confirmed approval.

6 Secretariat

The University Secretary or nominee shall act as Secretary to the Committee.

7 Frequency, conduct and proceedings of meetings

- 7.1. Meetings shall normally be held at least three times per year and as necessary to consider proposals for Council appointments and other matters within the scope of its terms of reference.
- 7.2. The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B4.
- 7.3. Meetings of the Committee shall be called by the Secretary to the Committee at the request of the Committee Chair or any of its members.

8. Conflict of Interest

- 8.1 Members and attendees will be invited to declare any interests they might have in relation to agenda items and any issue arising at the meeting which might conflict with the business of the University.
- 8.2 Where it is identified that a member of the Committee has a conflict of interest with respect to a matter, the Chair may, on the advice of the Secretary, request that the member in question withdraw from participation in relevant business. Depending on the nature of the business, this may allow for participation in discussions without taking part in decision making or may require complete non-participation and/or withdrawal from that part of the meeting.
- 8.3 All instances of identified conflicts of interest shall be recorded in the minutes.

9. Monitoring Effectiveness

The Committee will review its performance, evaluate any support or development needs, and review its effectiveness including its Terms of Reference and work programme annually. The results of the effectiveness review and Terms of Reference review will be reported to the Council.

10. Dates of Revision

Approved	Council on xxx
Review date	xxx 2026 (or earlier if required)

PEOPLE COMMITTEE TERMS OF REFERENCE

1. Constitution and Authority

- 1.1 The People Committee (the Committee) is established by the King's College London (the University) Council as a committee of the Council with powers and responsibilities delegated to it within the University's Ordinances and these Terms of Reference.
- 1.2 The Chair and Committee members shall be appointed by the Council as recommended by the Governance, Performance and Remuneration Committee.
- 1.3 The Committee is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee. Similarly, the Committee is authorised to seek any information it requires from members of the student body.
- 1.4 The Committee is authorised by the University Council to obtain outside legal or other independent professional advice.

2. Purpose and Scope

- 2.1 The purpose of the Committee is to support the Council in the provision of oversight of the people and culture strategy approved by Council, monitoring progress on achieving agreed objectives delegated to the executive for implementation, and providing advice and guidance to the senior executive as required.

3. Duties of the Committee

3.1 Oversight of the development and implementation of People related Strategies

- 3.1.1 Recommend to Council for approval, strategies and transformational initiatives related to people and culture.
- 3.1.2 Support the Senior Executive in the development, implementation and monitoring of strategies related to people, staff recruitment, retention and development. In so doing, the Committee will have access to data and information related to the following (as well as such other data as it may determine it needs from time to time):
 - Results of staff surveys and consultations, and reporting to Council on the results, interventions and outcomes of a continuous staff experience improvement initiative.
 - HR related data on workforce, including but not limited to, staff turnover, health and safety issues, complaints and disciplinary issues.
 - University offerings for staff development, their uptake and outcomes.
- 3.1.3 Recommend to Council for approval, University Ordinances and Regulations related to people and to advise the Senior Executive on related policy and programmes.

3.2 Equality, Diversity and Inclusion

- 3.2.1 Oversee the impact of the University's compliance with the 2010 Equality Act, the Health and Safety Act and other current or future legislation related to staff and employment matters.
- 3.2.2 To oversee the University's equality, diversity and inclusion strategies, including the establishment of key performance indicators and reporting annually to Council on their implementation and progress made.

3.3 Remuneration

- 3.3.1 Oversee the monitoring and effectiveness of reporting pay gaps and actions to address this across the university.

3.4 Assurance

- 3.4.1 Review the Board Assurance Framework risks delegated to the Committee for review and make recommendations to the Council for any required changes of risk score or content.

3.5 General

- 3.5.1 Escalate to Council any issues of more general interest or concern.
- 3.5.2 Undertake such other people and culture related responsibilities as the Council shall from time to time decide.

4. Reporting procedures

- 4.1 The minutes (or a report) of meetings of the Committee will be circulated to all members of the Council. The Chair of the Committee will draw to the attention of the Council any issues that require disclosure to the Council or require Executive action.

5. Composition, Membership, Attendance and Quorum

- 5.1 Independent, staff and student members, other than ex officio members, appointed to the Committee by the Council on the recommendation of the Governance, Performance and Remuneration Committee shall normally serve a maximum of two consecutive three-year terms, with the possibility of extension for a further single three-year term (up to a maximum of nine years) in exceptional circumstances.

- 5.2 The Committee shall comprise:

Appointed Members

- 5.2.1 At least two Independent Members of the Council, one of whom shall be the Chair
- 5.2.2 Four staff (senior academic, junior academic, professional - at least one to be a member of Council if possible, and a Head of Department).
- 5.2.3 Post Graduate Research Student
- 5.2.4 Post-Doctoral Early Career Researcher

Ex Officio Members

- 5.2.5 Vice-President (People & Talent)
- 5.2.6 President of KCLSU (or designate)
- 5.2.7 Director, Equality, Diversity & Inclusion

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- 5.3 The Committee may seek co-opted members as necessary to support its aims, subject to approval by the Governance, Performance and Remuneration Committee.
- 5.4 A quorum shall be at least five members including either the Chair or the Deputy Chair of the Committee and one Independent Member of the Council. Members who are participating in a meeting by means of audio-visual conferencing or other means enabling them to communicate with all members present at the meeting simultaneously shall be deemed to be present at the meeting and to count towards the quorum.
- 5.5 When the Committee is inquorate, the members present may wish to continue with the business of the meeting, noting the discussions and comments raised. Where items require formal approval, the absent member(s) must be invited to provide comments and approval by correspondence. An item will be deemed approved when a quorate number of members have confirmed approval.

6 Secretariat

The University Secretary or nominee shall act as Secretary to the Committee.

7 Frequency, conduct and proceedings of meetings

- 7.1 Meetings shall be held not less than three times a year at appropriate intervals in the financial reporting and audit cycle.
- 7.2 The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B4.

8 Conflict of Interests

- 8.1 Members and attendees will be invited to declare any interests they might have in relation to agenda items and any issue arising at the meeting which might conflict with the business of the University.
- 8.2 Where it is identified that a member of the Committee has a conflict of interest with respect to a matter, the Chair may, on the advice of the Secretary, request that the member in question withdraw from participation in relevant business. Depending on the nature of the business, this may allow for participation in discussions without taking part in decision making or may require complete non-participation and/or withdrawal from that part of the meeting.
- 8.3 All instances of identified conflicts of interest shall be recorded in the minutes.

9 Monitoring Effectiveness

The Committee will review its performance, evaluate any support or development needs, and review its effectiveness including its Terms of Reference and work programme annually. The results of the effectiveness review and Terms of Reference review will be reported to the Council.

10 Dates of Revision

Approved	Council on xxx
Review date	xxx 2026 (or earlier if required)

Draft Meeting Cycle proposed for 2024/2025

Following the decision of Council to adjust its standing committees from 1 April 2025, and to reflect the needs of business being brought to Council, some adjustments are required to the remaining meetings in this academic year.

To facilitate the review of the Full Business Case for Bush House South West Wing, the June meeting of the Estates Committee has been rescheduled from 23 June to 30 June, and an additional one hour joint meeting with Finance Committee arranged to precede the existing 30 June meeting of Finance Committee.

In recognition of the combining of the Remuneration Committee and the Governance and Nominations Committee, it is proposed to cancel the meetings of 9 and 16 June respectively, and to hold one meeting of the Governance, Performance and Remuneration Committee on 16 June.

The dates for the revised cycle of meetings for 2025/26 and the proposed dates for 2026/27 will be submitted to Council at its meeting on 12 May.

Council is asked to consider and approve the proposed meeting cycle for the remainder of the academic year 2024-2025.

April 2025	Wednesday 9 th	14:00-16:00	Academic Board
May 2025	Tuesday 6 th	16:00-18:00	Joint Finance and Estates Committee
	Monday 12 th	17:00-19:00	Council
June 2025	Tuesday 3 rd	16:00-18:00	Audit, Risk and Compliance Committee
	Monday 16 th	16:00-18:00	Governance, Performance and Remuneration Committee
	Wednesday 18 th	10:00-12:00	People Committee
	Monday 30 th	13:30-15:00	Estates Committee
	Monday 30 th	15:15-16:15	Joint Finance and Estates Committee
		16:30-18:00	Finance Committee
July 2025	Wednesday 2 nd	14:00-16:00	Academic Board
	Monday 21 st	17:00-19:00	Council

Appendix 1

E3: Procedures for the Appointment, Suspension, Discipline and/or Dismissal of the President and Principal

A. Appointment Procedure

1. At least 18 months but not more than 24 months prior to the end of an incumbent's term, the Chair shall ascertain whether the incumbent wishes to seek a further term. If so, a review process will be initiated. If not, a search process for a new President and Principal will begin.
2. A selection panel shall be established by Council on the recommendation of the Governance and Nominations Committee for the appointment of the President & Principal. The following principals shall guide the formation of the panel:
 - The panel shall be chaired by the Chair of Council.
 - A majority of panel members must be independent members of Council.
 - The size of the panel may vary, dependent on what is viewed as appropriate at the time.
 - It is expected that the panel will include a student member.
 - In addition to the approved membership, the Chair of Council may appoint other individuals from within or without the university as advisors to the panel as he/she deems warranted.
3. The Chair of Council shall engage professional expertise as he/she deems necessary to assist the panel with the search.
4. The panel shall consult with the university community as to the critical challenges and opportunities likely to face the incoming President & Principal and the desired skills, background and attributes of a successful candidate. The panel will determine how best to carry out this consultation, the results of which will inform the candidate brief.
5. The panel will carry out its search in confidence.
6. The panel will recommend one candidate to the Council for approval.
7. The terms and conditions of appointment will be negotiated by the Chair of Council in consultation with the Remuneration Committee.

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