

# King's College London Ordinances

(at 22 November 2022)



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## A. Preamble to the Ordinances

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 Principal and President and the College Secretary, shall be final.
2. All the words in the Ordinances bear the same meaning as in the Charter and Statutes unless specifically stated otherwise.
3. Except where stated otherwise, words imparting the singular shall include the plural.
4. Ordinances will be made, ratified, amended or revoked by Council in accordance with Ordinance B1, and reviewed at least once every five years in accordance with Ordinance B8.

### Glossary of Terms

‘Academic Board’ means the Academic Board established by Article 8 of the Charter;

‘The Chair of the Council’ means the person who holds the office of Chairman of the Council established by Article 5 of the Charter;

‘The Chair’ means the Chair of the Council or a Chair of a Standing Committee, as appropriate, unless specified otherwise;

‘The Charter’ means the Charter of King’s College London;

‘The College’ has the meaning assigned to it by Article 2 of the Charter;

‘The College Secretary’ means the person holding the office of College Secretary;

‘The Council’ means the Council of the College established by Article 5 of the Charter;

‘Fellow’ means a person holding a Fellowship conferred by the College under Ordinance C3.2;

‘Functions’ includes powers and duties;

‘Honorary Fellow’ means a person holding an Honorary Fellowship conferred by the College under Ordinance C3.3;

‘Honorary Treasurer’ means the person who holds the office of Honorary Treasurer under Ordinance B4.2.5;

‘Independent Member’ and ‘Other Independent Member’ means a person who is a lay member of Council under Statute 1(i) as interpreted by Ordinance B4.1, that is to say, a member of Council appointed by Council on the recommendation of Governance & Nominations Committee who is independent and not a member of staff of the College;

‘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 & Nominations Committee or by the parent standing committee in the case of a subcommittee, who is independent and not a member of staff of the College.

‘Major Strategic Decision’ means a decision which, in the judgement of the Principal 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 College, or similar considerations;

‘Member of the College’ means a person falling into one or more of the categories in Ordinance B2;

‘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;

‘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;

‘The Principal and President’ means the person who holds the office of Principal and President of the College established by Article 6 of the Charter;

‘Register of Interests’ means the Register established by Ordinance B5.2;

‘Reserved Item of Business’ means an Item of Business before the Council designated as a Reserved Item of Business under Ordinance B5.1.1;

‘Special Meeting’ means a special meeting of the Council or a Standing Committee convened in accordance with Ordinance B9.11;

‘Special Resolution’ means a resolution passed at one meeting of not less than two-thirds of the members of the Council and confirmed at a subsequent such meeting held not less than one calendar month nor more than three calendar months after the former meeting where written notice of each meeting and of the object of the meeting has 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;

‘Staff Member’ means a person who is a staff member of the College Council under Statute 1(i) as interpreted by Ordinance B4.1;

‘Standing Committee’ means a Standing Committee of the Council and any sub-committee of a Standing Committee listed in Ordinance B8;

‘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;

‘The Dean’ means the person who holds the office of Dean of King’s College London established under Ordinance E3;

‘The Statutes’ means the Statutes referred to in Article 11 of the Charter;

‘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-Chairman of the Council established by Article 5 of the Charter or the vice-chair of a standing committee or subcommittee of Council;

‘Vice-Principal’ means a person who holds the office of Vice-Principal established by Statute 12;

‘The Visitor’ means the person who holds the office of Visitor of the College established by Article 7 of the Charter.

## **B. Governance Ordinance**

### **B1 Procedures for the making of Ordinances**

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 B9). The College Secretary may make minor editorial amendments to the Ordinances without presentation to Council, with a report to the Governance & Nominations Committee.

### **B2 Membership of the College**

Membership of the College extends to the following persons:

The Visitor;  
The Chair of the Council and the Other Independent Members of the Council;  
The Fellows and the Honorary Fellows of the College;  
The full-time, part-time and honorary members of staff currently employed or appointed by the College; and  
The currently registered full-time and part-time students of the College.

The Principal and President may confer or revoke the status of student and thus their membership of the College and shall report any such actions to the Academic Board.

### **B3 Structure of the College**

The College 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.

The Principal 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.

The structure of the College currently comprises the following Faculties:

The Faculty of Arts and Humanities;  
The Faculty of Dentistry, Oral and Craniofacial Sciences;  
The Dickson Poon School of Law;  
The Florence Nightingale Faculty of Nursing, Midwifery and Palliative Care;  
The Faculty of Life Sciences and Medicine;  
The Faculty of Natural and Mathematical Sciences;  
The Institute of Psychiatry, Psychology and Neuroscience;  
The Faculty of Social Science and Public Policy; and  
The King's Business School.

### **B4 Membership and Officers of the Council<sup>1</sup>**

#### **B4.1 Membership**

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<sup>1</sup> See Appendix B for the membership and composition of the Council, Council Standing Committees and sub-committees reporting to Standing Committees as at November 2022.

1. The Governance & Nominations 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 & Nominations 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.
2. 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. 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. 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.
3. An Independent Member shall be defined as a person who shall be independent and not an employee of the College. A person holding a visiting or honorary appointment with the College or a person holding an emeritus title from the College may be appointed as an independent member, provided they do not receive a salary from the College 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 & Nominations Committee, they are truly independent and their connection with the College is not such that their independence would be compromised.
4. A Staff Member shall be defined as a person who is a full-time or part-time member of staff employed by the College. A Staff Member's membership of the Council shall cease if they cease to be employed by the College.

#### **B4.2 Officers of the Council**

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 & Nominations Committee who shall be chosen from among the Independent Members of Council, and not be an employee of the College. The Chair of the Council shall serve a three-year term which may be extended by Council, on the recommendation of Governance & Nominations 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 his/her membership of Council specified in Ordinance B4.1.
2. In accordance with Ordinance B6.10, Council shall elect one or more Vice-Chairs from among the Independent Members of Council after receiving any recommendation(s) from the Governance & Nominations Committee. A Vice-Chair shall serve a three-year term which may be extended by Council, on the recommendation of Governance & Nominations 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 B4.1.

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.
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.
5. From time to time, the Chair may appoint one or more Deputy Chairs for particular projects or tasks.
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. The Honorary Treasurer shall serve a three-year term which may be extended by Council, on the recommendation of Governance & Nominations 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 B4.1.

## **B5 Confidentiality and Declarations of the Interests of Members of the Council**

### **B5.1 Confidentiality**

- 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 College.
- Minutes of the Council will be made available to all the Members of the College 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 B9.3(iv).
- 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.
- Reserved Items of Business are not routinely published or released by the College, and must be treated by members of the Council at all times (during their membership and after its termination) as confidential.

### **B5.2 Declaration of Members' Interests**

1. Members of Council and its standing committees and subcommittees are required to comply with the [Council's Conflict of Interest Policy](#).

2. Annual Declarations

- a) Members of Council and members of Standing Committees (other than the Academic Board and its subcommittees), members of the Principal's senior executive team and other senior officers of the College specified by the Principal 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 College Secretary as soon as they occur.
- b) Annual Declarations of Interests will be compiled into a Register of Interests which will be held by the College 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 College Secretary in consultation with the Governance & Nominations Committee.

3. Declarations in the course of a meeting

- a) 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 College 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 College 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.
- b) 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.

4. 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.

**B6 The Council: Terms of Reference and Statement of Primary Responsibility**

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

1. To define and uphold the College's mission, vision and strategic direction, and monitor progress continuously against agreed goals.
2. To shape and review the College's vision, mission and values.
3. To appoint, dismiss and appraise the performance of the Principal and President as chief executive and to appoint, through a process including the Principal, the College Secretary.
4. To require and monitor management systems in place to ensure compliance with statutory and regulatory obligations.

5. To require and monitor management systems in place to deliver the effective and consistent operation of key policies.
6. To ensure delegated responsibilities and authorities are clearly defined for its Standing Committees and ad hoc committees, the Principal and President and other officers of the College.
7. To ensure that the appropriate risk management procedures and associated internal controls are established and effectively maintained.
8. To approve and monitor commercial undertakings.
9. To oversee the effective and prudential operation of the College and assess performance against key performance indicators agreed with management, including:
  - i. To approve and monitor the College's budget, financial plans and key risks to be managed by the senior management of the College;
  - ii. To ensure the College's assets and resources are properly managed; and
  - iii. To approve and monitor controlled entities.
10. 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.

## **B7 Meetings of the Council**

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.

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 B9.4.

Special Meetings may only deal with the business for which the meeting has been convened, in accordance with Ordinance B9.4. 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 B9.3(iii).

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.

## **B8 Statement of Primary Responsibilities of the Standing Committees of the Council**

### **B8.1 Powers Reserved to Council**

The following powers are reserved to Council:

- (i) Approve and amend the Charter and Statutes
- (ii) Amend, make and revoke College Ordinances and relevant Regulations not delegated to Standing Committees of the College
- (iii) Appointment/removal of Principal and President and the College Secretary
- (iv) Approval of the Principal and President's terms and conditions of appointment



- (v) Approve and monitor Major Strategic Decisions and strategic plans recommended to Council by the Principal and President
- (vi) Approval of Annual Accounts and financial statements
- (vii) Approval of Annual Budget
- (viii) Approve Council membership nominations
- (ix) Ensure the solvency of the College and safeguard its assets
- (x) Appoint the College Auditors
- (xi) Amend the Council's terms of reference

## **B8.2 Council Standing Committees**

The Council shall have the following standing committees:

### **B8.2.1 Academic Board**

Under delegated authority from Council, and in accordance with the College Charter, the Academic Board is the body with primary responsibility for maintaining and enhancing the academic quality of the College'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 College, as described in the Charter and the College's strategic plans, are fulfilled. This assurance also enables Council to meet its obligations in reporting to the Regulator on academic standards and quality.

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.

#### **B8.2.1.1 Academic Board Operations Committee**

The Academic Board shall have an Academic Board Operations Committee.

The primary responsibility of the Academic Board Operations Committee is to advise Academic Board on any matters pertaining to its governance structures for academic matters as directed by the Board, including: membership of the Board and its committees; elections processes for the Board and from the Board and its committees to other bodies including Council; policies and procedures related to the functioning of the Board.

Academic Board retains authority for approval of these matters but has the right to delegate that authority as it chooses.

#### **B8.2.1.2 College Education Committee**

The Academic Board shall have a College Education Committee.

The primary responsibility of the College Education Committees is to provide strategic leadership of education for the College. It will ensure that the College's academic taught provision aligns with national expectations for quality and academic standards and enhances students' learning experience. The Committee will promote:

- risk-management approaches in relation to quality assurance, providing oversight of the quality and academic standards of students' learning opportunities and learning experience, advising Academic Board of any issues and areas of good practice
- enhancement in learning, teaching, and assessment
- an ethos of students as co-creators of the education experience

#### **B8.2.1.3 College International Committee**

The Academic Board shall have a College International Committee.

The primary responsibilities of the College International Committee are:

- To ensure that internationalisation activities are embedded within King's structure
- To provide the necessary academic governance and oversight of international activities, including all international partnership agreements
- To enable wide ranging academic input into the strategy as it evolves and is implemented
- To be a key communications channel for the dissemination of information and getting feedback about our international affairs

The International Committee will monitor and approve exchange agreements and in principle agreements for new programmes with partner institutions, advise the VP International on international strategy by acting as a sounding board, checking feasibility, feeding-in ideas and sharing experience, and be informed about international strategy and take it into account in planning Faculties' strategies.

#### **B8.2.1.4 College London Committee**

The Academic Board shall have a College London Committee.

The primary responsibility of the College London Committee is to own, shape and support the delivery of a university-wide London strategy in line with objectives set out in Vision 2029 and the priorities articulated as part of the London consultation process.

Effective functioning of the committee will enhance the coordination, support and communication of London partnerships, maximising the impact of existing activity and enabling the university to more effectively identify and leverage new opportunities.

#### **B8.2.1.5 College Research Committee**

The Academic Board shall have a College Research Committee.

The primary responsibility of the College Research Committee is to advise the College through Academic Board on the development of College strategy and policy affecting research and on quality assurance and regulatory issues and on the sharing of good practice.

#### **B8.2.1.6 College Service Committee**

The Academic Board shall have a College Service Committee.

The primary responsibility of the College Service Committee is to provide robust oversight and accountability in delivering the Service strategic framework.

#### **B8.2.2 Audit, Risk and Compliance Committee**

The primary responsibilities of the Audit, Risk and Compliance Committee are to review and assure the effectiveness of the College's internal control systems and the risk management process, as well as ensure that satisfactory arrangements are in place to promote economy, efficiency and effectiveness. It also ensures the College's compliance with all relevant legislation and/or standards emanating from statutory, regulatory or funding agencies to include health, safety and environmental protection and equalities legislation.

#### **B8.2.3 Chairs' Committee**

The primary responsibility of the Chairs' Committee is to advise or decide on urgent or highly 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 B8 are excluded from the Committee's authority.

#### **B8.2.4 Estates Strategy Committee**

The primary responsibility of the Estates Strategy Committee is to assure Council of the strategic management of the College's estate.

#### **B8.2.5 Fellowships and Honorary Degrees Committee**

The primary responsibility of the Fellowships and Honorary Degrees Committee is to make recommendations to the Council on nominations for the award of fellowships, honorary fellowships and honorary degrees.

#### **B8.2.6 Finance Committee**

The primary responsibility of the Finance Committee is to provide effective assurance of the management and control of the financial affairs of the College and its subsidiary companies. The Committee may approve Financial Regulations under delegated authority from the Council in accordance with Ordinance D.

##### **B8.2.6.1 Investment Subcommittee**

The Finance Committee shall have an Investment Subcommittee.

The primary responsibility of the Investment Subcommittee is to oversee investment policy and process with authority delegated from Council for the proper investment and safekeeping of these funds. The Subcommittee is authorised by the Finance Committee to obtain outside legal or other independent professional advice and to secure the services and attendance of outsiders with relevant experience and expertise it considers necessary. It may incur expenditure in this respect with the delegated financial authority of the Finance Committee.

### **B8.2.7 Governance & Nominations Committee**

The primary responsibility of the Governance & Nominations Committee is to implement effective processes concerning the management of the membership of the Council and its Standing Committees. In particular, it has responsibility for identifying and recommending to the Council appropriate candidates for membership of the Council and to Standing Committees. The Governance & Nominations Committee shall also be responsible for reviewing the Register of Interests and overseeing the induction and training of new members.

### **B8.2.8 Remuneration Committee**

The primary responsibilities of the Remuneration Committee are to develop and apply rigorous senior remuneration policy and procedures and make recommendations to the College 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 Principal & President, and other Senior Post Holders under the Committee's remit at any time, who will be outlined in the Remuneration Policy.

### **B8.2.8 Staff Culture and Strategy Committee**

The primary responsibilities of the Staff Culture and Strategy Committee are to be responsible to the Council for 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. In carrying out its responsibilities the Committee will look at the holistic staff experience, recognising that a great staff experience is essential to a great student experience.

## **B8.3 Council Standing Committees Terms of Reference**

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 once every five years, on the recommendation of the Chairs of the Standing Committees.

From time to time as recommended by the Governance and Nominations Committee, and at least once every five years, the Council shall undertake a formal review of the effectiveness of the Council and the College'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 College. The College Secretary, and one or more Independent Members of the Council appointed by the Governance & Nominations 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 & Nominations Committee.

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

## **B9 Standing Orders for the Council and its Standing Committees**

### **B9.1 Quoracy**

- (i) 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.
- (ii) Unless otherwise stated in terms of reference, Ordinary Meetings and Special Meetings of Standing Committees shall require a quorum of a simple majority.
- (iii) Special Resolutions may only be passed by a two thirds majority at a meeting attended by no less than two thirds of members of Council.
- (iv) 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.

### **B9.2 Notification of meetings**

- (i) 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 College Secretary or relevant Committee Secretary to every member not fewer than seven 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.
- (ii) Any proposal for a Special Resolution, or a proposal to make or amend Ordinances or Regulations, must be notified in accordance with Ordinance B9.2(i), 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.

### **B9.3 Circulation of agendas**

- (i) 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 College Secretary or designate, in consultation with the Chair of the Council.
- (ii) 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.
- (iii) 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.
- (iv) 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.

#### **B9.4 Special meetings**

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 College 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 College Secretary/Committee Secretary (the Secretary). The Secretary shall notify all members of the date, time and venue of any special meeting. No business shall be transacted at a Special Meeting except that for which it has been convened.

#### **B9.5 Voting**

- (i) 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 B9.5(iii) and B9.5(iv). When equal numbers of votes are cast, the Chair shall have a casting vote.
- (ii) 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.
- (iii) Notwithstanding the terms of Ordinance B9.5(i), 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.
- (iv) 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.
- (v) The Council and its Standing Committees may conduct its 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 he or she was 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 College 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 College 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 B9.5(v)a) or B9.5(v)b) as appropriate, the College 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 B9; and
  - f) The date of a resolution shall be the date of the email from the College
- (vi) 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.

#### **B9.6 Attendance at meetings**

- (i) There are three categories of attendance at Ordinary Meetings and Special Meetings of Council and Standing Committees:
  - (a) Duly appointed members who are entitled to attend all meetings.
  - (b) Officers of the College 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.
  - (c) 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.
- (ii) Any member who is absent from Council or Standing Committee meetings for twelve consecutive calendar months shall cease to be a member of Council or that Committee unless the Council or that Committee decides otherwise.

#### **B9.7 Order and Conduct of Debate**

- (i) 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.
- (ii) 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.
- (iii) 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.
- (iv) 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.
- (v) 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.

**B9.8 Minutes**

- (i) Minutes of every meeting of the Council and its Standing Committees shall be kept by the College Secretary/Standing Committee Secretary, taking into account the need to maintain a separate record of Reserved Items of Business under Ordinance B9.3(iv). The College 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.
- (ii) The Secretary shall circulate the unconfirmed minutes to all members as soon as reasonably practical after each meeting, subject to the provisions of Ordinance B9.3(iv) relating to minutes of Reserved Items of Business.
- (iii) The minutes of each meeting shall, after confirmation, and subject to appropriate redactions, be published on the College Secretariat's web page as soon as practicable following the meeting at which they are confirmed.



## **C. Academic**

### **C1 Degrees, Diplomas and Certificates awarded by the College**

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 College 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 College will only be accepted from individuals who are Members of the College (in the sense of Ordinance B2).

#### **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 College 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 College 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 College in any one calendar year shall not normally exceed ten.

#### **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 College's finances and financial affairs, assets, monies and resources irrespective of source of funding. Such arrangements may be supplemented by Procedures issued by the College. The Regulations shall:

- reflect the College's Financial Memorandum with the Office for Students (OFS) and other Regulatory Bodies which may provide funding;
- be compliant with all established legal requirements as from time to time in force;
- support the continuation of the College's charitable status; and
- 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 Principal and President**

The Council shall establish a Procedure for the Appointment of the President & Principal.

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 B9.5(v).

The President & Principal 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 President & Principal 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 President & Principal's contract of employment, current employment legislation and other such dismissal procedures as defined and operating within the College.

In the event that the office of President & Principal is vacant or in the event of a prolonged absence or incapacity of the President & Principal, 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 College Secretary**

The College shall establish a Procedure for the Appointment of a College Secretary who shall be the Secretary to the Council, on the recommendation of the President & Principal.

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

The College Secretary shall resign by giving written notification to the Chair of the Council and the President & Principal.

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

### **E3 Appointment and Dismissal of the Dean**

The College shall establish a procedure for the appointment of a Dean on the recommendation of the President & Principal. 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 President & Principal.

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 President & Principal, 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 College from time to time.

### **E3.1 Role of the Dean**

The Dean shall be responsible for ensuring that the College 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 College's diverse community, especially through the work of the College Chaplaincy.

The functions of The Dean shall include the following:

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

In performing these duties, The Dean will be responsible to the President & Principal.

## **E4 Appointment, dismissal and promotion of other staff**

Except as provided for those staff specified in Ordinances E1-E3, the President & Principal and President and those authorised by them shall appoint, promote and dismiss staff as they consider necessary for the effective running of the College, and shall exercise all other powers of the Council over staffing matters, subject to the provisions of the Charter and Statutes, the Ordinances, the College'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 College 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 College's academic staff, the College 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 College (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 College 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 College 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 College 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 College 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:
  - the suspension, on full pay, of the member of academic staff by the Principal, Vice Principals, College Secretary and the Director of Human Resources or their nominees pending an investigation or hearing;
  - complaints to be investigated and to be dismissed where they are found to be without substance;
  - 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);
  - 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:

- (i) that a member of academic staff shall have the right to a hearing before any decision is taken to terminate his/her employment on the grounds of ill-health or medical incapacity;
- (ii) 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;
- (iii) 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 College 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 College 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 College will have in place a procedure 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 College, whether solely or in conjunction with the others in the College or any third party, including without limitation:
- (a) current and former employees of the College;
  - (b) visiting researchers of the College; and
  - (c) current and former students of the College.
- 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 College'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:
- fabrication
  - falsification
  - misrepresentation of data and/or interests and or involvement
  - plagiarism
  - failures to follow accepted procedures or to exercise due care in carrying out responsibilities for avoiding unreasonable risk or harm to:



humans; animals used in research; and the proper handling of privileged or private information on individuals collected during the research.

- 6.5.2 allocate overall responsibility for the integrity of the procedure to a named individual, currently the College Secretary;
  - 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 College**

Student membership of the College 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 College students undertake to abide by the College's Regulations. The President & Principal 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 College may through lack of academic progress, misconduct or debt have their status as a student of the College 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 College for a specified period or permanently.

### **F2. Code of Student Conduct**

Students of the College 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 College.

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

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

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

- general regulations
- academic progress
- fitness for registration and practise
- misconduct regulations
- President & Principal's emergency powers process
- 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 College 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 President & Principal, normally advised by the Principal's executive.*

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

*Regulations approved by the Academic Board*

- [Academic Regulations](#)
- [General Regulations](#)
- [Regulations Concerning Students](#)

*Regulations approved by Finance Committee*

- [Financial Regulations](#)

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **ACADEMIC BOARD**

#### **1. Authority**

Under delegated authority from Council, and in accordance with the College Charter, the Academic Board is the body with primary responsibility for maintaining and enhancing the academic quality of the College'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 College, as described in the Charter and the College's strategic plans, are fulfilled. This assurance also enables Council to meet its obligations in reporting to the Regulator on academic standards and quality.

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.

#### **2. Powers and Duties**

The powers and duties of the Academic Board include the following:

- 2.1 Assuring Council of the academic quality of the College's academic provision and the academic standards for all of its awards.
- 2.2 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.
- 2.3 Awarding degrees, diplomas, certificates and other academic distinctions in accordance with the prescriptions of the Charter, Statutes, Ordinances and Regulations.
- 2.4 Approving award titles, programmes of study, and research programmes leading to an award.
- 2.5 Promoting research and innovation within the College and monitoring the effective operation of key policies concerning research.
- 2.6 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.
- 2.7 Approving regulations for academic misconduct and student discipline and receiving annual reports on misconduct.
- 2.8 Approving, amending and revoking regulations concerning the academic work of the College in teaching and examining and in research.

- 2.9 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.

### **3. Composition**

#### *Chair*

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

#### *Ex-officio members*

- 3.3 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 Executive Director of PACE, 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 B3.

- 3.4 Three academic staff members on contracts which include teaching from each faculty (and four in the case of larger faculties) will be elected by and from the academic staff members on contracts which include teaching in that faculty. One Head of Department or equivalent will be elected from each faculty by the whole staff of the faculty. 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.
- 3.5 Three staff members on contracts which include teaching from Professional and Continuing Education (PACE) will be elected by and from the staff members on contracts which include teaching in PACE. One of the three seats will be held by a Head of Department or equivalent from the list of eligible nominees as determined by PACE.
- 3.6 Three members of professional staff, one each from education support, research support and service support will be elected by and from the professional staff.
- 3.7 One member of the academic staff on research-only contracts will be elected by and from the academic staff on research-only contracts of the health faculties and one of the academic staff on research only contracts will be elected by and from the academic staff on research-only contracts of the arts & sciences faculties.

#### *Elected Student members*

- 3.8 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.

### **4. Frequency of Meetings**

The Academic Board will normally meet at least five times a year and as necessary to consider the matters within the scope of its terms of reference.

### **5. Meeting Content and Style**

- 5.1 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.
- 5.2 The agenda shall be set by the Chair, supported by the College Secretary. 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:
- (i) It is supported by at least 10% of the membership of the Academic Board.
  - (ii) It is received by the Secretariat four weeks prior to the date of the meeting at which the members seek to have the item discussed.
  - (iii) 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.
  - (iv) 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.
  - (v) A decision regarding the pertinence of particular criteria to a proposed item lies with the Principal. If such a decision were challenged the Academic Board Operations Committee would be consulted for a resolution.
- 5.3 Papers will be succinct and items presented in a style that provides maximum time for debate and input from members.

## **6. Reporting Procedures**

- 6.1 Academic Board meeting papers will be made available to the College community prior to each meeting, excepting those items that may need to be dealt with in confidential session.
- 6.2 A report of each meeting of the Academic Board will be presented to the College Council.

## **7. Terms of Membership**

- 7.1 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.
- 7.2 Elected Student Members of Academic Board are eligible to be re-elected for a maximum of three consecutive one-year terms.

## **8. Attendance**

- 8.1 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.
- 8.2 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.

## **9. Subcommittees of Academic Board**

The Terms of Reference and composition of the subcommittees of the Academic Board are provided in these Ordinances.

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

- (iii) College Research Committee
- (iv) College International Committee
- (v) College London Committee
- (vi) College Service Committee

## Ordinance Appendix B Academic Board Terms of Reference 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	-	-	CIC
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	Principal	Academic Board	Council
Constitute or dissolve faculties	Principal	Academic Board	Council
Composition of faculties	-	Faculty	Principal
Education strategy implementation, policy	-	CEC	Academic Board
Research strategy implementation, policy	-	CRC	Academic Board
International strategy implementation, policy	-	CIC	Academic Board
London strategy implementation, policy	-	CLC	Academic Board
Service strategy implementation, policy	-	CSC	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

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **AUDIT, RISK AND COMPLIANCE COMMITTEE**

#### **1. Authority**

- 1.1 The Committee is authorised by College Council to investigate any activity within the Committee's terms of reference. It 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.
- 1.2 The Committee is authorised by College 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. Duties**

The duties of the Committee shall cover the following areas:

##### **2.1 Audit:**

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

##### **2.2 Risk:**

- To receive reports on the College's risk assessment prepared by management, and to comment on the effectiveness of the actual or proposed responses to dealing with risks identified;
- 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;
- To keep in view, on behalf of the College Council, the university's arrangements for managing the risks related to cyber-crime together with information storage and security.

##### **2.3 Compliance:**

- 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.

- 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.

#### 2.4 Appointment and Performance of the External Auditors

- To consider and recommend the appointment of the external auditors, and the relevant fee, and to annually review their performance;
- To consider and make appropriate recommendations concerning any question of resignation or dismissal of the external auditor;
- 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 College Officers where necessary);
- To review the external auditor's annual management letters and the responses by College management;
- 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 College
- To review and pre-approve all non-audit services which may be performed by the College's external auditors over the value of £50k or a figure the Council may decide.

#### 2.5 Appointment and Performance of the Internal Auditors

- To consider and advise on the appointment of the Director of Business Assurance in the context of that officer's responsibility for internal audit services;
- To review and approve the internal audit strategic and annual plans;
- To consider internal audit reports and management's response. To require, as necessary, the attendance of any College employee before the Committee when individual audit reports concerning the service or function relevant to that employee are being considered;
- To review and approve the internal auditor's annual report;
- To review annually the performance of the internal audit service.

#### 2.6 General

- To receive any relevant reports from the National Audit Office, OfS or UKRI and to consider the necessary College action;
- To meet by exception with the Vice President(Finance), the Director of Business Assurance and the external auditors in separate executive sessions, and with other College officers as required by circumstances and events;
- To produce an annual report for the OfS, College Council and the Principal;

#### 2.7 Performance of the Audit, Risk and Compliance Committee

- To carry out a self-assessment evaluation of the Committee and its performance every three years and report the results to the College Council.

### 3. Composition

- 3.1 The Audit, Risk and Compliance Committee and its Chair shall be appointed by College Council and must consist of members with no executive responsibility for the management of the Institution, unless specifically authorised by the Office for Students (OfS). There shall be not fewer than four members, which may include co-opted members. A quorum shall be two

members including either the Chair or the Deputy Chair. With the Chair's consent, virtual attendance by a member or members is permissible.

- 3.2 Members of the Committee are appointed by the Council on the recommendation of the Governance & Nominations Committee. The Chair of the Committee and the Vice-Chair shall be independent members of the College Council. At least one other member should have a background in finance, accounting or auditing. The Council may add further members drawn from the staff or students of the College or independent members from outside the College with particular expertise. No member of the Committee may also be a member of the Finance Committee unless specifically authorised by the OfS.
- 3.3 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.
- 3.4 The Honorary Treasurer shall normally attend meetings of the Audit, Risk and Compliance Committee.
- 3.5 The following College Officers shall normally attend meetings of the Audit, Risk and Compliance Committee:
  - The President & Principal
  - The Senior Vice President (Operations)
  - The College Secretary
  - The Vice President (Finance)/Chief Finance Officer
  - The Chief Accountant
  - The Director of Strategy, Planning and Analytics
  - The Deputy College Secretary & Chief Compliance Officer
  - The Assistant Director of Business Assurance (Audit)
- 3.6 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.
- 3.7 The Deputy College Secretary & Chief Compliance Officer shall act as Secretary to the Audit, Risk and Compliance Committee, on the delegated authority of the College Secretary.

#### **4. Frequency of Meetings**

- 4.1 Meetings shall normally be held at least three times a year (once a term).
- 4.2 The external auditors, any member of the Committee or the Director of Business Assurance may request a meeting if they consider one is necessary.

#### **5. Reporting Procedures**

A report of each meeting of the Committee will be circulated to all members of College Council.

## Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees

### CHAIRS' COMMITTEE

#### Terms of Reference

##### 1. Authority

The primary responsibility of the Chairs' Committee is to advise or decide on urgent or highly 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 B8 are excluded from the Committee's authority.

##### 2. Duties

To advise or decide on urgent or highly confidential matters in accordance with the statement of authority above.

##### 3. Composition

3.1 The Committee shall comprise:

- 3.1.1 The Chair of the Council (in the chair)
- 3.1.2 The Vice-Chair of the Council
- 3.1.3 The Principal & President
- 3.1.4 The Chairs of the following standing committees of the College Council
  - Audit, Risk and Compliance Committee
  - Estates Strategy Committee
  - Finance Committee
  - Governance & Nominations Committee
  - Staff & Culture Strategy Committee
  - Up to two additional independent members of the College Council

3.2 Independent members appointed to the Committee by the Council on the recommendation of the Governance & Nominations 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.

3.3 The College Secretary or designate shall act as Secretary to the Chairs' Committee.

##### 4. Frequency of meetings

The Committee meets at the call of the Chair.

##### 5. Reporting Procedures

5.1 A report of each meeting of the Committee will be circulated to all members of College Council.

5.2 Any decisions taken shall be reported to the Council at the earliest opportunity, and no later than the next regularly-scheduled meeting of Council.

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **ESTATES STRATEGY COMMITTEE**

#### **Terms of Reference**

##### **1. Authority**

The Estates Strategy Committee reports to the Council on the development and management of the College's property assets in support of the College's Strategic Plan. In conjunction with the Finance Committee, it makes recommendations to Council on any proposals for the acquisition or disposal of any part of the College'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. The Committee also has oversight of all major estates works exceeding £5 million in value.

##### **2. Duties**

In carrying out its responsibilities the Committee:

- 2.1 Leads in the formulation of, and keeps under review, the estates strategy for the development and maintenance of the property assets of the College, including receiving at agreed intervals:
  - Reports on the existing use and market value of the Estate;
  - Report on the condition of the Estate;
  - Reports on the performance and utilisation of the Estate against the College's Strategic Objectives;
- 2.2 Recommends to Council, in conjunction with the Finance Committee, the College's annual Capital Investment Plan and receives regular reports from the Director of Estates and Facilities on progress;
- 2.3 Causes the preparation and maintenance of appropriate asset records;
- 2.4 Receives reports as appropriate from the Senior Management Team; and
- 2.5 Other related matters.

##### **3. Composition**

- 3.1 The Committee shall comprise:
  - 3.1.1 An Independent Member of the Council (in the Chair)
  - 3.1.2 At least one other Independent Member of the Council or Independent Co-opted Member to be Vice-Chair.
  - 3.1.3 The Principal & President
  - 3.1.4 Other Independent Member(s) of the Council
  - 3.1.5 Other Independent Co-opted Members
  - 3.1.6 Senior Vice President (Academic)
  - 3.1.7 Senior Vice President (Health & Life Sciences)
  - 3.1.8 Senior Vice-President (Operations)
  - 3.1.9 Vice President (Finance/Chief Finance Officer)
  - 3.1.10 Executive Director of Estates and Facilities
  - 3.1.11 One Student Member
- 3.2 Independent and student members appointed to the Committee by the Council on the recommendation of the Governance & Nominations 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.

3.3 The following College Officers shall attend meetings of the Estates Strategy Committee as necessary:

3.1.1 Director of Operations, Estates & Facilities

3.4 The College Secretary or designate shall act as Secretary to the Estates Strategy Committee.

4. **Frequency of Meetings**

4.1 Meetings shall normally be held four times a year.

4.2 The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B9.

5. **Reporting Procedures**

A report of each meeting of the Committee will be circulated to all members of College Council.

## Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees

### FELLOWSHIPS AND HONORARY DEGREES COMMITTEE

#### Terms of Reference

#### 1. Authority

The primary responsibility of the Fellowships and Honorary Degrees Committee is to make recommendations to the Council on nominations for the award of fellowships and honorary degrees.

#### 2. Duties

- 2.1 To keep under review the following criteria governing the award of Fellowships and Honorary Degrees of the College, and to recommend changes as necessary to the College Council:
  - 2.1.1 Nominations will only be accepted from individuals who are Members of the College (in the sense of Ordinance B2).
  - 2.1.2 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 College. The number of awards will normally be limited to five in any one year.
  - 2.1.3 The Fellowship of King's College London (FKC) shall be awarded to those who have or have had a transformative impact on the College 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 College in any one calendar year shall not normally exceed ten.
  - 2.1.4 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.
- 2.2 To canvass nominations from Members of the College for the award of Fellowships and Honorary Degrees of the College.
- 2.3 To consider nominations for the award of the Honorary Degree and Fellowship of the College, and to make recommendations to the Council of the College in accordance with Ordinance C3.
- 2.4 To ensure that the arrangements for the canvassing of nominations, for the selection of nominees meeting the criteria for the award of Fellowships, Honorary Fellowships and Honorary Degrees of the College, and for the general conduct of the Committee's business, are efficient and fair.



- 2.5 To keep under review the arrangements for the conduct of the Committee's business and, as necessary, put before the Council of the College recommendations for change.
- 2.6 Any other business as may be referred to it by the Council of the College.

### **3. Composition**

- 3.1 The Committee shall comprise:
  - 3.1.1 Chair of the Council (in the Chair)
  - 3.1.2 The Principal & President
  - 3.1.3 At least two other Independent Members of the Council
  - 3.1.4 At least two Fellows (including Honorary Fellows), who are not employees of the College
  - 3.1.5 At least two staff members of the College
- 3.2 All members of the Committee other than the Principal and the Chair of the Council are to be appointed by the Council on the recommendation of Governance & Nominations Committee. All Members (other than the Chair and Principal) 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.
- 3.3 The College Secretary or designate shall act as Secretary to the Estates Strategy Committee.

### **4. Frequency of meetings**

- 4.1 The Committee shall meet as necessary and at least once per year.
- 4.2 The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B9.

### **5. Reporting Procedures**

A report of each meeting of the Committee will be circulated to all members of College Council.

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **FINANCE COMMITTEE**

#### **Terms of Reference**

##### **1. Authority**

To be responsible to the College Council for the effective assurance of the management and control of the financial affairs and assets of the College and its subsidiary companies, in accordance with the Financial Memorandum from OfS and similar obligations from other funding bodies.

##### **2. Duties**

- 2.1 To formulate, for the approval of the Council, strategies and policies for the effective management and control of the financial affairs of the College.
- 2.2 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 College.
- 2.3 On behalf of the Council, to make and regularly review Financial Regulations governing the arrangements for the proper management of the College's finances and financial affairs, assets, monies and resources, in accordance with Ordinance D. The Vice President (Finance) shall have delegated authority under the Regulations to issue financial procedures to clarify or supplement the Regulations.
- 2.4 To review the annual accounts having regard to any implications for College strategy and in conjunction with the Audit, Risk and Compliance Committee to approve the financial statements for recommendation to Council.
- 2.5 To approve, for recommendation to the Council, the College budget for the succeeding financial year.
- 2.6 To require and receive reports to enable it to carry out its functions.
- 2.7 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 College Council.
- 2.8 To undertake such other responsibilities as the Council may from time to time decide.

##### **3. Composition**

- 3.1 The Committee shall comprise:
  - 3.1.1 Honorary Treasurer (in the chair)
  - 3.1.2 At least four other Independent Members of the Council or Independent Co-opted Members.
  - 3.1.3 The Principal & President
  - 3.1.4 Vice President (Finance)/Chief Finance Officer
  - 3.1.5 Senior Vice-President (Operations)
  - 3.1.6 One staff member
  - 3.1.7 One student member

- 3.2 Independent, staff and student members appointed to the Committee by the Council on the recommendation of the Governance & Nominations 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.
- 3.3 The following shall have the right to attend meetings of the Committee, but are not members of the Committee:
  - 3.3.1 The Chair of Audit, Risk and Compliance Committee
  - 3.3.2 The Senior Vice President (Academic), the Vice President & Vice Principal (Education & Student Success), the Senior Vice President (Health & Life Sciences), the Senior Vice President (Operations)
  - 3.3.3 The Deputy College Secretary & Chief Compliance Officer
  - 3.3.4 The Chief Accountant; and
  - 3.3.5 The Director of Management Accounting Services
- 3.4 The College Secretary or designate shall act as Secretary to the Finance Committee.

#### **4. Frequency of meetings**

- 4.1 The Committee shall meet as necessary and at least once per term.
- 4.2 The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B9.

#### **5. Reporting Procedures**

A report of each meeting of the Committee will be circulated to all members of College Council.

## Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees

### GOVERNANCE AND NOMINATIONS COMMITTEE

#### Terms of Reference

##### 1. Authority

The Committee has responsibility for the effective operation of Council and its committees and for oversight of Council's performance. This includes:

- 1.1 Considering and recommending for Council's approval changes to the College Charter, Statutes, Ordinances, Council meeting processes, standing committee structure and committee terms of reference.
- 1.2 Oversight of member induction and on-going education processes
- 1.3 Development and implementation of Council policies (such as the Conflict of Interest Policy)
- 1.4 Development of programs and agendas for Away Days, special briefings and breakfast briefings
- 1.5 Development and implementation of performance assessment and review processes for Council
- 1.6 Oversight of compliance with members' obligations as charity Trustees
- 1.7 Developing and operating transparent and effective processes for the identification, selection and recommendation to the Council of appropriate candidates for appointment to membership of the Council and Council's Standing Committees
- 1.8 Keep under review the Register of Interests in accordance with Ordinances B5.2 and B8.7, ensuring that the Register is adequate, publicly accessible and properly administered
- 1.9 Keep under review the leadership needs of the College, with a view to ensuring the continued ability of the College to compete effectively in the marketplace
- 1.10 Recommend to Council the processes for selection of the Principal & President.

##### 2. Duties

- 2.1 In carrying out its responsibilities related to Council and committee nominations, the Committee shall:
  - 2.1.1 Subject to the provisions of the College's 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.
  - 2.1.2 Give full consideration to succession planning for Council membership and leadership, taking into account the challenges and opportunities facing the College, and what skills and expertise are therefore needed on the Council in the future.
  - 2.1.3 With due regard to the Council-approved statements on the *Role of Council, Responsibilities of Members and Criteria for Membership*, and in accordance with 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.

- 2.1.4 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 College extend beyond attendance at formal meetings of the Council.
- 2.1.5 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.
- 2.2 The Committee shall also make recommendations to the Council concerning:
  - 2.2.1 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.
  - 2.2.2 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.
  - 2.2.3 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 College's Charter, Statutes and Ordinances, and the law.

### **3. Composition**

- 3.1 All members of the Committee must be serving members of the Council and shall be appointed by the Council on the recommendation of the Chairs' Committee.
- 3.2 The membership will include: the Chair of Council; at least five independent members of the Council, one of whom shall be the Chair of the Committee; a staff member; and a student.
- 3.3 Only members of the Committee have the right to attend Committee meetings. However, other individuals and external advisers may be invited to attend for all or part of any meeting, as and when appropriate.
- 3.4 All Members (other than the Chair of Council) 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.
- 3.5 The College Secretary or designate shall act as Secretary to the Estates Strategy Committee.

### **4. Frequency of Meetings**

The Committee will normally meet three times per year and as necessary to consider proposals for Council appointments and other matters within the scope of its terms of reference.

### **5. Reporting Procedures**

A report of each meeting of the Committee will be circulated to all members of College Council.

## Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees

### REMUNERATION COMMITTEE

#### Terms of Reference

##### 1. Authority

The Remuneration Committee is responsible for the development and application of rigorous senior remuneration policy and procedures and making recommendations to the College 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 Principal & President, and other Senior Post Holders under the Committee's remit at any time, who will be outlined in the Remuneration Policy.

##### 2. Duties

2.1 The Committee shall exercise delegated authority on behalf of the Council to:

- 2.1.1 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 KCL.
- 2.1.2 Determine the terms and conditions of appointment of the Principal & President.
- 2.1.3 Determine and document the approach to remuneration and terms of service for all Senior Post Holders, being the Principal & 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.
- 2.1.4 Have oversight of the pay (including any severance arrangements) of other senior staff as may be defined by the Council, the OfS Accounts Direction or other relevant bodies.

2.2 The Committee shall determine and approve for all posts under its remit:

- 2.2.1 Annual salaries on appointment and any discretionary adjustments to salaries;
- 2.2.2 Office Responsibility allowances or any other honoraria;
- 2.2.3 Any performance related elements;
- 2.2.4 Provisions for any other benefits such as pensions, cars/car allowances, or access to any shared equity scheme (on appointment);
- 2.2.5 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
- 2.2.6 Have oversight of any other contractual terms in relation to remuneration.
- 2.2.7 In determining all the above, the Committee shall:

- 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.
- have regard to internal relativities, pay ratios and pay differentials that may exist between different groups of staff.
- 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 College, and any other relevant attributes.
- 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.
- ensure that there is appropriate governance and structures in place to allow the Principal & 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 Principal & President).

2.3 The Committee shall set annual performance objectives for the Principal & President which reflect the expected individual contribution to the long term strategic objectives of KCL based on pre-determined criteria at the beginning of the year. The Committee shall review the Principal & President's performance for the previous period in accordance with how they have contributed and delivered against these pre-determined criteria.

2.3.1 Where the Principal & 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 Principal & President's total remuneration and reach an appropriate decision.

2.4 The Principal & 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 Principal & 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 Principal & President will consider the views of the Committee before proceeding to implement any proposed change.

2.5 The Committee should also 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.

2.6 The Committee shall receive annual written assurance that the Expenses policy applicable to all staff is operating effectively.

2.7 The Committee shall agree, in respect of encompassing all of the above matters, an annual framework of work which will drive the agendas for Remuneration Committee meetings and on which the Committee will be expected to review and report on progress to the College Council on a timely basis and through an annual Remuneration Report to Council.

- 2.8 In support of these duties the Committee shall:
- 2.8.1 Arrange for periodic reviews of its own performance and, at least annually, review its Terms of Reference and procedure to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Council for approval.
  - 2.8.2 Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members.
  - 2.8.3 Give due consideration to laws, regulations and any published guidelines from the Charity Regulator or elsewhere as appropriate, or recommendations regarding the remuneration, including severance payments of the Principal & President and such other Senior Post Holders under its remit at any time.
  - 2.8.4 Be authorized by the Council to obtain, at the university's expense, outside legal or other professional advice on any matters within its terms of reference.

### **3. Composition**

- 3.1 The Committee shall be a standing committee of Council.
- 3.2 The Members of the Committee shall all be Independent Members of the College Council. At least one member should have some experience in the field of remuneration. An independent specialist may be co-opted to the Committee to fulfil this requirement if necessary.
- 3.3 The Chair of the Remuneration Committee shall normally be the Vice-Chair of Council. In the event the Vice-Chair is unable to serve, another independent member may be appointed by Council to chair the committee. The Chair of Council may not be the Chair of the Committee.
- 3.4 The other members of the Committee shall be the Chair of the Council, the Honorary Treasurer and at least two other independent members of the Council.
- 3.5 The Principal & President or other Senior Post Holders may not be members of the Remuneration Committee. They may attend its meetings by invitation, but must not be present, nor be involved in any discussions regarding their own remuneration or terms of employment. Where the remuneration of senior staff other than the Principal & President is being discussed, the Principal & President is permitted to attend and should be present, to ensure well-informed decisions are made.
- 3.6 Other individuals may be invited to attend a meeting by prior arrangement with the Chair of the Committee.
- 3.7 The Council on the recommendation of the Governance & Nominations Committee shall approve appointments to the Committee and these appointments shall be for a period of up to three years, which may be extended for a further three-year period, again subject to approval by the Council. Exceptionally, a member may be appointed to a third term up to a maximum of nine years' continuous service.
- 3.8 The College Secretary shall be the Secretary of the Committee. The Secretary of the Committee will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to the issues.

### **4. Frequency of Meetings**

- 4.1 The Committee shall meet at least twice per year and at such other times as the Chair of the Committee shall require.
- 4.2 Sufficient time should be allowed to enable the Committee to undertake as full a discussion



as may be required at its meetings. Supporting papers shall be sent to Committee members and to other attendees in advance where possible.

- 4.3 The quorum necessary for the transaction of business shall be three individuals and this may include one co-opted member.

## **5. Reporting Procedures**

- 5.1 Draft minutes of Committee meetings shall be circulated promptly to all members of the Committee. Once approved by the Chair, a summary report (which will not contain any confidential information in relation to any Senior Post Holder's remuneration) will be circulated to all other members of the Council, unless in the opinion of the Chair of the Committee it would be inappropriate to do so. This report will summarise the discussions held, any actions taken and, if relevant, will present any items determined by the Committee as requiring formal approval.
- 5.2 The Committee Chair shall report to the Council on its proceedings after each meeting on all matters within its duties and responsibilities.
- 5.3 The Committee shall make whatever recommendations to the Council it deems appropriate on any area within its remit where action or improvement is needed.
- 5.4 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.
- 5.5 The Committee shall ensure that it has fulfilled its obligations in respect of any disclosures of information about the university's policy and practices and ensure that provisions relating to full disclosure of remuneration, including pension and benefits are fulfilled.
- 5.6 The Committee shall ensure in its reporting that it has considered the views of staff and/or student governing body members in determining the Remuneration Policy for Senior Post Holders.

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **STAFF AND CULTURE STRATEGY COMMITTEE**

#### **Terms of Reference**

##### **1. Authority**

To be responsible to the Council for 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. In carrying out its responsibilities the Committee will look at the holistic staff experience, recognising that a great staff experience is essential to a great student experience.

The Committee's work is complemented by the work of Council's Remuneration Committee which focuses on remuneration, objectives, and performance of members of the senior executive team as well as succession planning and EDI issues for that group. The Committee also works in parallel with the Audit, Risk & Compliance Committee of Council which has oversight of statutory reporting on compliance with legislation and regulations concerning staff and employment matters.

##### **2. Duties**

- 2.1 To recommend to Council for approval strategies and transformational initiatives related to staff and culture.
- 2.2 To support the senior executive in the development, implementation and monitoring of strategies related to staff, 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.
  - College offerings for staff development, their uptake and outcomes.
- 2.3 To report to Council on the results, interventions and outcomes of a continuous staff experience improvement initiative.
- 2.4 To oversee the impact of the College's compliance with the 2010 Equality Act, the Health and Safety Act and other current or future legislation related to staff and employment matters.
- 2.5 To oversee the College's equality, diversity and inclusion strategies, including the establishment of key performance indicators and reporting annually to Council on their implementation and progress made.
- 2.6 On the basis of above, to make recommendations to Council on strategy, College Ordinances and regulations related to staff and to advise the Senior Executive on related policy and programmes.
- 2.7 To undertake such other staff and culture related issues as the Council or Chair shall from time to time decide.

### **3. Composition**

3.1 The Committee shall comprise:

*Appointed Members*

3.1.1 Four independent members (at least one to be a member of Council)

3.1.2 Four staff (senior academic, junior academic, professional – at least one to be a member of Council if possible, and a Head of Department).

3.1.3 Post Graduate Research Student

3.1.4 Post-Doctoral Early Career Researcher

*Ex Officio Members*

3.1.5 Chair of the Remuneration Committee of Council (or designate)

3.1.6 Vice-President (People & Talent)

3.1.7 President of KCLSU (or designate)

3.1.8 Director, Equality, Diversity & Inclusion

3.1.9 Director, Human Resources

3.2 Members, other than ex officio members, are appointed by Council on the recommendation of the Governance & Nominations Committee.

3.3 The College Secretary or designate shall act as Secretary to the Committee.

### **4. Frequency of meetings**

4.1 The Committee shall meet as necessary and at least once per term.

4.2 The business of the Committee may be conducted by electronic voting or email in accordance with Ordinance B9.

### **5. Reporting Procedures**

A report of each meeting of the Committee will be circulated to all members of College Council.

## Ordinance Appendix B:

# Terms of Reference of Council Standing Committees and Subcommittees

## INVESTMENT SUBCOMMITTEE, SUBCOMMITTEE OF FINANCE COMMITTEE

### 1. Authority

- 1.1 The Council of King's College London are the trustees of the College's endowment and are ultimately legally responsible for the proper investment and safekeeping of these funds. They have delegated this responsibility to the College's Finance Committee which has resolved to establish a Subcommittee to be known as the Investment Subcommittee to oversee investment policy and processes.
- 1.2 The Subcommittee is authorised by the Finance Committee to obtain outside legal or other independent professional advice and to secure the services and attendance of outsiders with relevant experience and expertise it considers necessary. It may incur expenditure in this respect with the delegated financial authority of the Finance Committee.

### 2. Duties

- 2.1 To consider and appoint external investment advisors and investment managers and to negotiate and agree their fees and charges.
- 2.2 To consider and take appropriate action concerning any question of resignation or dismissal of the external investment advisors and managers.
- 2.3 To manage investment strategy in accordance with the College's investment policy as follows:
  - 2.3.1 To maintain the real value of capital.
  - 2.3.2 To yield a sum of revenue annually as determined by the Director of Finance and the Sub-Committee.
  - 2.3.3 Not to make any direct investment in tobacco shares and to ensure that the investment managers have due regard to ethical and environmental issues and maintain a dialogue with companies in which they invest regarding these matters.
  - 2.3.4 Aim to divest from all fossil fuel investments by the end of 2022 subject to there being no significant impact upon financial risks and returns used to support academic activities.
  - 2.3.5 Increase the commitment to investments with socially responsible benefits from the present aim of 15% to an aspiration of at least 40% by 2025 subject to there being no significant impact upon financial risks and returns.
  - 2.3.6 That investment managers' performance be measured against a composite tailored benchmark index.
- 2.4 To review annually the performance of the College's investment portfolio and asset mix.
- 2.5 To regularly review the investment risk profile of the College's portfolio in conjunction with the investment policy.
- 2.6 To regularly meet and receive reports from the investment managers appointed by the Sub-Committee and review their performance and strategy.
- 2.7 To advise the Finance Committee on investment policy and to recommend changes.
- 2.8 To consider any other investment matters they deem necessary or which are brought to their attention by the Finance Committee or the Director of Finance.

### **3. Composition**

- 3.1 The Investment Subcommittee and its Chair shall be appointed by Finance Committee. At least two members should have a background in investment matters. There shall be not fewer than four members, as follows:
  - 3.1.1 An independent chair
  - 3.1.2 The President and Principal
  - 3.1.3 The Vice President (Finance)/Chief Finance Officer
  - 3.1.4 The Chief Accountant
  - 3.1.5 A minimum of three independent Members of Council or Independent Co-opted Members
  - 3.1.6 A student member
- 3.2 A quorum shall be two members excluding ex-officio members.
- 3.3 Members of the Investment Subcommittee shall hold office for a period of three years and will be eligible for reappointment for a further period of three years immediately following expiry of their first term of office. A third term of office is not excluded bearing in mind the long-term nature of the evolution of investment strategy.
- 3.4 The Honorary Treasurer may attend meetings of the Investment Subcommittee.
- 3.5 The Subcommittee may invite such others as it deems appropriate to attend meetings.
- 3.6 The Treasury & Tax Accountant shall be Secretary to the Subcommittee.

### **4. Frequency of Meetings**

Meetings shall normally be held at least four times a year. The external investment advisors may request a special meeting, if they consider one is necessary, through the Vice-President (Finance).

### **5. Reporting Procedures**

The minutes of meetings of the Subcommittee will be reported to the Finance Committee.

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **ACADEMIC BOARD OPERATIONS COMMITTEE**

#### **1. Authority**

The Academic Board Operations Committee will advise Academic Board on any matters pertaining to its governance structures for academic matters as directed by the Board, including: membership of the Board and its committees; elections processes for the Board and from the Board and its committees to other bodies including Council; policies and procedures related to the functioning of the Board.

Academic Board retains authority for approval of these matters but has the right to delegate that authority as it chooses.

#### **2. Duties**

The Academic Board Operations Committee will:

- 2.1 Recommend and oversee the election and appointment process for membership of the Academic Board and its committee.
- 2.2 Recommend and oversee the election process for the selection of Academic Board members for membership of Council.
- 2.3 Recommend amendments to the terms of reference and composition of Academic Board.
- 2.4 Recommend amendments to the Academic Board governance structure including committee structure, terms of reference and composition, and other delegations of authority.
- 2.5 Recommend policies and procedures related to the functioning of the Board and amendments to them.
- 2.6 Recommend and oversee processes for review of the Board's effectiveness.

#### **3. Composition**

- 3.1 The Chair of the Academic Board Operations and Nominations Committee shall be the Vice-Chair of Academic Board.
- 3.2 The Academic Board Operations and Nominations Committee shall be appointed by Academic Board and shall comprise:
  - 3.2.1 Three ex-officio members of Academic Board:
    - (i) Vice-Principal (Education & Student Success)
    - (ii) Vice-Principal (Research & Innovation)
    - (iii) One Executive Dean appointed by the Principal
  - 3.2.2 Five staff elected by the Academic Board from among the elected staff of the Academic Board
  - 3.2.3 Student Members:
    - (i) President of the KCLSU or designate
    - (ii) One student member elected by the Academic Board from among the elected students of the Academic Board

**4. Frequency of Meetings**

The Academic Board Operations Committee will meet as required and at least once in each year.

**5. Reporting Procedures**

The Academic Board Operations Committee will report to the Academic Board following each meeting.

## Ordinance Appendix B:

# Terms of Reference of Council Standing Committees and Subcommittees

## COLLEGE EDUCATION COMMITTEE, COMMITTEE OF ACADEMIC BOARD

### 1. Authority

The College Education Committee will provide strategic leadership of education for the College. It will ensure that the College's academic taught provision aligns with national expectations for quality and academic standards and enhances students' learning experience. The Committee will promote:

- risk-management approaches in relation to quality assurance, providing oversight of the quality and academic standards of students' learning opportunities and learning experience, advising Academic Board of any issues and areas of good practice
- enhancement in learning, teaching, and assessment
- an ethos of students as co-creators of the education experience

### 2. Duties

On behalf of Academic Board, the College Education Committee will:

- 2.1 Monitor and review the implementation of the College's Education Strategy 2017-2022
- 2.2 Oversee the implementation of Faculty education strategies and the monitoring of performance indicators
- 2.3 Develop and maintain oversight of the College's strategies and policies relating to the full life-cycle of students' education (recruitment, retention, progression, and degree outcomes) and ensuring institutional compliance with external requirements
- 2.4 Monitor and report on the quality assurance and quality enhancement framework, taking into account both the internal and external context as they apply to taught education provision, including collaborative, flexible and distributed and distance learning provision
- 2.5 Maintain oversight of the programme and module approval, amendment and withdrawal procedures, and receive reports on proposals for new programmes and/or withdrawal of existing programmes (and short courses) from the Programme Development and Approval Sub-Committee
- 2.6 Promote enhancement in learning, teaching, assessment, and the student experience through the identification and dissemination of good practice
- 2.7 Have oversight of the quality of students' learning opportunities and learning experiences, advising Academic Board of any rising issues or areas of good practice
- 2.8 Have oversight and responsibility for the College's approach to the Teaching Excellence and Student Outcomes Framework (TEF) and monitoring the on-going conditions of registration with the Office for Students.
- 2.9 Receive reports from the Academic Standards Sub-Committee on the:
  - monitoring and evaluation of processes to assure the Committee of the academic standards of taught programmes
  - analysis of relevant performance indicators in relation to student performance and achievement
- 2.10 Receive regular reports from the following areas:



- Collaborative Provision Sub Committee (CPSC) – to provide updates on the conduct of the College’s collaborative arrangements with partner institutions and for the strategic development of policies relating to collaborative provision
  - Education & Students Transformation Board – to provide updates on the status of transformation projects and their impact
  - King’s Academy Advisory Board – to provide updates on the work and activities of the King’s Academy
  - King’s College London Student Union (KCLSU) – to provide updates on the work and activities of the KCLSU Officers
- 2.11 Receive reports on projects and spend as part of the College Teaching Fund
- 2.12 Champion inclusive education and monitor the equality and diversity dimensions of learning and teaching provision
- 2.13 Oversee Faculty governance structures for education, receiving regular reports from Faculty Education Committee on their areas of business and any issues that need to be raised at CEC
- 2.14 Receive annual overview reports of:
- UG/PGT external examiners reports
  - Activities within the Education and Students Function
  - Faculty Education Committee governance
- 2.15 In support of these duties, the Committee will:
- 2.15.1 form subcommittees, working groups and task and finish groups as needed, including:
- Academic Standards Sub-Committee
  - Collaborative Provision Sub-Committee
  - Programme Development and Approval Sub-Committee
- 2.15.2 review the relevance and value of its work on an annual basis
- 2.15.3 review its terms of reference on an annual basis.

### **3 Composition**

- 3.1 The College Education Committee shall be appointed by Academic Board and shall comprise:
- 3.1.1 Vice President & Vice-Principal (Education & Student Success) (in the Chair)
- 3.1.2 One Faculty Member and one alternate per faculty.
- 3.1.3 One Member and one alternate from Professional & Continuing Education (PACE)
- 3.1.4 Senior Vice President (Academic)
- 3.1.5 Vice President & Vice-Principal (International, Engagement & Service)
- 3.1.6 Vice President and Vice-Principal (Research & Innovation)
- 3.1.7 Digital Education Academic Lead
- 3.1.8 Postgraduate Taught Lead
- 3.1.9 Associate Director, King’s Academy
- 3.1.10 Academic Lead: Assessment & Feedback
- 3.1.11 Chair of the Academic Standards Sub-Committee (ASSC)
- 3.1.12 Chair of the Collaborative Provision Sub-Committee (CPSC)
- 3.1.13 Chair of the Programme Development and Approval Sub-Committee (PDASC)
- 3.1.14 Executive Director of Students and Education
- 3.1.15 Director, Library and Collections
- 3.1.16 Strategic Programmes Director, Education & Students Directorate

- 3.1.17 Strategic Directors, Education & Students
- 3.1.18 KCLSU President or nominee (for unreserved business only)
- 3.1.19 KCLSU Vice-Presidents for Education (for unreserved business only)
- 3.1.20 KCLSU Vice-President for Postgraduate (for unreserved business only)
- 3.2 There shall be a Deputy Chair, nominated by the Vice President and Vice-Principal (Education & Student Success) from amongst the members of the Committee
- 3.3 The following shall have the right to attend meetings of the Committee, but are not members of the Committee:
  - 3.3.1 Associate Director, (Strategic Programmes)
  - 3.3.2 Associate Director, Education Transformation
  - 3.3.3 CTCL
  - 3.3.4 Director, King's Online
  - 3.3.5 Director of Brand and Marketing
  - 3.3.6 Director of Sustainability
  - 3.3.7 College Secretary
  - 3.3.8 Head of IT Communications & Engagement/Communications & Engagement Manager – Corporate Communications
  - 3.3.9 Dean of King's College London
  - 3.3.10 Three Associate Directors (Education) – one from the arts and sciences faculties, one from the health faculties and one from PACE
  - 3.3.11 Other officers of the College may also be permitted by the Chair to attend the College Education Committee either permanently or for particular meetings, along with those presenting papers to the Committee at specific meetings.
- 3.4 The College Secretary designate shall act as Secretary to the College Education Committee.

#### **4. Frequency of Meetings**

The College Education Committee will meet at least six times in each year.

#### **5. Reporting Procedures**

The College Education Committee will report to the Academic Board at least annually.

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **COLLEGE INTERNATIONAL COMMITTEE, COMMITTEE OF ACADEMIC BOARD**

#### **1. Authority**

- 1.1 The College International Committee will:
  - Ensure that internationalisation activities are embedded within King's structure
  - Provide the necessary academic governance and oversight of international activities, including all international partnership agreements
  - Enable wide ranging academic input into the strategy as it evolves and is implemented
  - Be a key communications channel for the dissemination of information and getting feedback about our international affairs
- 1.2 The International Committee will monitor and approve exchange agreements and in principle agreements for new programmes with partner institutions, advise the VP International on international strategy by acting as a sounding board, checking feasibility, feeding-in ideas and sharing experience, and be informed about international strategy and take it into account in planning Faculties' strategies.

#### **2. Duties**

- 2.1 To advise the Vice-Principal (International, Engagement & Service) on the academic and operational implications of the international strategy; to support an integrated approach to the delivery of the international strategy;
- 2.2 To monitor and approve international institutional Memoranda of Understanding, including exchange agreements and agreements in principle only for new programmes with partner institutions. This does not include Memoranda of Agreement that include details of collaborative provision leading to an award of the College. These are monitored and approved by the Programme Development and Approval Committee (PDAC).
- 2.3 To inform the Vice-Principal (International, Engagement & Service) of academic developments of relevance to the international strategy;
- 2.4 To discuss international developments which may have relevance to King's;
- 2.5 To share intelligence on international matters and opportunities;
- 2.6 To ensure that planning in Faculties, Institutes and Schools is informed by the international strategy;
- 2.7 To assist in building consensus across the College around the international strategy;
- 2.8 To distribute any funds which may from time to time fall within the purview of the Committee;
- 2.9 To set targets for the international strategy and to monitor their delivery;
- 2.10 In support of these duties, the Committee will:
  - 2.10.1 form subcommittees, working groups and task and finish groups as needed
  - 2.10.2 review the relevance and value of its work and the terms of reference on an annual basis
  - 2.10.3 review its terms of reference on an annual basis.

#### **3. Composition**

- 3.1 The College International Committee shall be appointed by Academic Board and shall comprise:
- 3.1.1 Vice President & Vice-Principal (International, Engagement & Service) (in the chair)
  - 3.1.2 Vice President & Vice-Principal (Education & Student Success)
  - 3.1.3 Vice-Deans (International) or equivalent from each faculty.
  - 3.1.4 Director, School of Global Affairs
  - 3.1.5 Director, King's India Institute
  - 3.1.6 Director, King's Brazil Institute
  - 3.1.7 Director, Lau China Institute & Chair, Community of Practice (Greater China)
  - 3.1.8 Director, King's Russia Institute
  - 3.1.9 Director of the Menzies Centre for Australian Studies
  - 3.1.10 Chair, Community of Practice (East and South East Asia)
  - 3.1.11 Chair, Community of Practice (Africa)
  - 3.1.12 Chair, Community of Practice (North America)
  - 3.1.13 Chair, Community of Practice (Europe)
  - 3.1.14 Chair, Community of Practice (Latin America)
  - 3.1.15 Chair, Community of Practice (India),
  - 3.1.16 Deputy Vice President (Global Business Development)
  - 3.1.17 Director, Global Engagement
  - 3.1.18 Director of Internal and UK External Relations
  - 3.1.19 Associate Director of Supporter Development
  - 3.1.20 Assistant Principal (Global Health),
  - 3.1.21 Executive Director, Culture
  - 3.1.22 Director of the English Language Centre
  - 3.1.23 Director of Research Talent
  - 3.1.24 Director, Modern Language Centre
  - 3.1.25 Director of Students & Education
  - 3.1.26 Associate Director (Global Mobility)
  - 3.1.27 KCLSU Vice-President, Activities & Development
  - 3.1.28 KCLSU Vice-President, Welfare & Community
- 3.2 The following shall have the right to attend meetings of the Committee, but are not members of the Committee:
- 3.2.1 Director of Brand & Marketing
  - 3.2.2 Head of International Marketing
  - 3.2.3 Senior Lecturer, Florence Nightingale Faculty of Nursing, Midwifery & Palliative Care
  - 3.2.4 Other officers of the College may also be permitted by the Chair to attend the College International Committee either permanently or for particular meetings.
- 3.3 The College Secretary or designate shall act as Secretary to the College International Committee.

#### **4. Frequency of Meetings**

The College International Committee will meet at least three times in each year and more often if required;

#### **5. Reporting Procedures**

The College International Committee will report to the Academic Board at least annually.

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **COLLEGE LONDON COMMITTEE, COMMITTEE OF ACADEMIC BOARD**

#### **Terms of Reference**

#### **1. Authority**

- 1.1 The College London Committee will own, shape and support the delivery of a university-wide London strategy in line with objectives set out in Vision 2029 and the priorities articulated as part of the London consultation process.
- 1.2 Effective functioning of the committee will enhance the coordination, support and communication of London partnerships, maximising the impact of existing activity and enabling the university to more effectively identify and leverage new opportunities.
- 1.3 The committee does not exist to centralise relationships with London, nor to impose priorities on faculties.

#### **2. Duties**

- 2.1 To own, shape and support the delivery of a university-wide London strategy in line with the objectives set out in Vision 2029 and priorities identified in the consultation process on London;
- 2.2 To share information on current collaborations with London across the university, with a view to maximising the impact of existing activity with London within faculties and directorates;
- 2.3 To connect different parts of the university to ensure the King's community of students and staff can take advantage of connections in other faculties or directorates from their own;
- 2.4 To identify and leverage new partnership opportunities with organisations in London and key London sectors (as defined at faculty-level), considering opportunities for inter- faculty/directorate collaboration;
- 2.5 To build King's College London's external profile and visibility in key London sectors, and in relation to issues of high importance to London;
- 2.6 To provide strategic advice and guidance on which centralised initiatives, events and support could support the university in achieving against the strategy;
- 2.7 To support effective communication of London-related activity externally;
- 2.8 To ensure the London priority is effectively communicated internally, and to work collaboratively with other key committees and structures (including but not limited to the Education, Research, Service and International committees).
- 2.9 In support of these duties, the Committee will:
  - 2.9.1 form subcommittees, working groups and task and finish groups as needed,
  - 2.9.2 review the relevance and value of its work and the terms of reference on an annual basis;
  - 2.9.3 review its terms of reference on an annual basis.

#### **3. Composition**

- 3.1 The College London Committee shall be appointed by Academic Board and shall comprise:
  - 3.1.1 Vice President & Vice-Principal (International, Engagement & Service) (in the chair)

3.1.2 One faculty-appointed academic occupying the role of ‘London champion’ for each of the faculties.

3.1.3 Representatives from the following parts of King’s already resourced to engage with different sectors in London, connecting them more effectively with faculties:

- Fundraising and Supporter Development - Alumni Relations
- Directorate of Estates and Facilities
- External affairs and Government relations
- Internal communications
- Research Management and Innovation Directorate
- Widening Participation
- Careers and Employability
- Service
- International
- Culture
- Policy Institute
- Entrepreneurship Institute
- Commercialisation Institute
- KCLSU

3.1.4 Representation from the student community

3.2 The College Secretary or designate shall act as Secretary to the College London Committee.

#### **4. Frequency of Meetings**

The College London Committee will meet at least once a term.

#### **5. Reporting Procedure.**

The College London Committee will report to the Academic Board at least annually.

## **Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees**

### **COLLEGE RESEARCH COMMITTEE, COMMITTEE OF ACADEMIC BOARD**

#### **1. Authority**

The primary responsibility of the College Research Committee is to advise the College through Academic Board on the development of College strategy and policy affecting research and on quality assurance and regulatory issues and on the sharing of good practice.

#### **2. Duties**

- 2.1 To advise the College through Academic Board on the development of College strategy and policy affecting research.
- 2.2 To advise the College through Academic Board on quality assurance and regulatory issues and on the sharing of good practice
- 2.3 To provide a forum for problem-solving and the sharing of best practice in research and research management.
- 2.4 To identify and facilitate opportunities for interdisciplinary research and inter-departmental, inter-School and inter-institutional co-operation.
- 2.5 To liaise with Faculty Research Committees (or their equivalent) and other bodies as appropriate.
- 2.6 To consider research policy initiatives from Research England, UKRI, and other external bodies and the College's response to them.
- 2.7 To allocate such resources in support of research as the College may from time to time make available to the Committee.
- 2.8 To monitor the implementation and effectiveness of the College's strategy and policies on research, including its submission for the Research Excellence Framework.
- 2.9 To oversee the College's strategy on research impact including IP and licensing and commercialisation of research.
- 2.10 To oversee the College's strategy and policies on postgraduate research students.
- 2.11 To keep under review the support structures in place for research.
- 2.12 In support of these duties, the Committee will:
  - 2.12.1 form subcommittees, working groups and task and finish groups as needed, including the following:
    - College Research Ethics Committee
    - Postgraduate Research Students Subcommittee
    - King's Open Research Group Initiative
    - Metric Tide Working Group.
  - 2.12.2 review the relevance and value of its work on an annual basis;
  - 2.12.3 review its terms of reference on an annual basis.

#### **3. Composition**

- 3.1 The College Research Committee shall be appointed by Academic Board and shall comprise:

- 3.1.1 Vice President & Vice-Principal (Research & Innovation) (in the chair)
- 3.1.2 Senior Vice President (Academic)
- 3.1.3 Faculty Vice-Deans for Research/Impact
- 3.1.4 Chairs of Faculty Research Committees (or equivalent)
- 3.1.5 Director of Research Strategy and Development
- 3.1.6 Director of Research Strategy Delivery
- 3.1.7 Director of Research Grants and Contracts
- 3.1.8 Director of IP and Licensing
- 3.1.9 Director of Research Development (Health)
- 3.1.10 Director of Research Development (Arts and Sciences)
- 3.1.11 Director of eResearch
- 3.1.12 Director of Research Talent
- 3.1.13 Operations Director (Research & Researchers)
- 3.1.14 Head of Research Operations
- 3.1.15 Head of Open Research
- 3.1.16 Director of Libraries and Collections
- 3.1.17 Director of Research Governance, Ethics and Integrity
- 3.1.18 REF/KEF Director
- 3.1.19 REF Delivery Director
- 3.1.20 Dean of Doctoral Studies
- 3.1.21 Chair of College Research Ethics Committee
- 3.1.22 Chair of Research Staff Representative Committee
- 3.1.23 Two research student members
- 3.1.24 Two postdoctoral researchers
- 3.2 The Committee may co-opt additional staff members as necessary.
- 3.3 Where members of the Committee are not able to attend a particular meeting, they are encouraged to send a replacement. In the case of members of the Committee from Faculties the replacement members should also be a member of academic staff. Permanent invitees may also send replacements when they are not able to attend.
- 3.4 Officers of the College may also be permitted by the Chair to attend the College Research Committee either permanently or for particular meetings.
- 3.5 The College Secretary or designate shall act as Secretary to the College International Committee.

#### **4. Frequency of Meetings**

The College Research Committee will meet at least four times in each year.

#### **5. Reporting Procedure**

- 5.1 The College Research Committee will report to the Academic Board at least annually.
- 5.2 Papers for meetings will be circulated electronically to members.



## Ordinance Appendix B: Terms of Reference of Council Standing Committees and Subcommittees

### COLLEGE SERVICE COMMITTEE, COMMITTEE OF ACADEMIC BOARD

#### 1. Authority

The purpose of the Service Committee is to provide robust oversight and accountability in delivering the Service strategic framework, including abiding by the eight guiding principles identified in King's Strategic Vision 2029, and as applied to Service:

- 1.1 exceptional institution in all that we do, focusing on excellence and making a distinctive contribution to society. This means ... going above and beyond what is expected or contracted of a world class university.
- 1.2 Create an inclusive environment where all individuals are valued and able to succeed. This means ... working to encourage everyone at King's to engage with Service activities no matter who they are.
- 1.3 Build on the accomplishments of our predecessors and improve the university for future generations by providing effective stewardship. This means ... developing approaches which encourage, engender and embed quality Service activities across King's.
- 1.4 Use the best evidence and critical enquiry, and learn from our successes and failures to prepare ourselves for the future. This means ... measuring, evaluating and listening to feedback and continually improving the impact of Service activities.
- 1.5 Enable meaningful connections between our students and staff to local, national and international communities, creating a porous boundary between what we do and those communities with which we engage. This means ... working in effective and empathetic partnerships with community organisations.
- 1.6 Take a holistic approach to Education, Research and Service to enable our students and staff to develop character and wisdom for the benefit of others. This means ... the benefits of Service are clear, actioned and articulated in all that we do at King's.
- 1.7 Demonstrate open mindedness and tolerance and expect to challenge and be challenged in protecting freedom of expression. This means ... inviting challenge from different perspectives and being accessible to different parts of the King's community.
- 1.8 Share an unrelenting ambition to deliver Strategic Vision to make the world a better place. This means ... redefining the public purpose of universities, in the UK and internationally.

#### 2. Duties

The College Service Committee will:

- 2.1. Foster King's intrinsic and unique ethos of Service, by ensuring that an inclusive environment conducive to enabling Service activities is established and maintained across the university.
- 2.2. Champion and support the implementation of the framework for delivering King's Service strategic priorities across all constituencies of the university, including students, staff and alumni.
- 2.3. Be accountable to students and staff for the implementation of the Service Strategic Framework.

- 2.4. Act as a 'sounding board' to feed back to the central service team, and for the central service team to feed into, to develop new ideas and resolve issues arising with the implementation of the framework for Service.
- 2.5. Monitor conditions nationally and internationally and ensure that the university is proactive in the changing public landscape in the context of Service.
- 2.6. Critically review and comment on the Annual Service Report, ensuring accountability back to King's communities in delivering on Vision 2029 in the context of Service.
- 2.7. In support of these duties, the Committee will:
  - 2.7.1 form subcommittees, working groups and task and finish groups as needed.
  - 2.7.2 review the relevance and value of its work and the terms of reference on an annual basis;
  - 2.7.3 review its terms of reference on an annual basis.

### **3. Composition**

- 3.1 The College Service Committee shall be appointed by Academic Board and shall comprise:
  - 3.1.1 Vice President & Vice-Principal (International, Engagement & Service) (in the chair)
  - 3.1.2 KCLSU Vice President Welfare & Community or nominated representative
  - 3.1.3 KCLSU Vice President Activities & Development or nominated representative
  - 3.1.4 Two student Service representatives
  - 3.1.5 A representative from each Faculty
  - 3.1.6 SERVE Priority Area Representatives
    - Social reform
    - Educational experience (Service -learning)
    - Research impact
    - Volunteering
    - Environmental sustainability
  - 3.1.7 Priority Areas
    - Sanctuary programme
    - Civic Leadership Academy
  - 3.1.8 Innovation
    - Culture
    - Policy Institute
    - Entrepreneurship Institute
    - Commercialisation Institute
  - 3.1.9 King's Health Partners Representative
  - 3.1.10 King's Maths School Representative

- 3.1.11 A representative for Equality, Diversity and Inclusion
- 3.1.12 An Independent member of the Council
- 3.1.13 Other officers of the College may also be permitted by the Chair to attend the College Service Committee either permanently or for particular meetings.
- 3.2 The following shall have the right to attend meetings of the Committee, but are not members of the Committee:
  - 3.2.1 Vice President & Vice-Principal (Education & Student Success)
  - 3.2.2 Vice President & Vice-Principal (Research & Innovation)
  - 3.2.3 Director, Service Strategy & Planning
  - 3.2.4 Director, London Strategy & Planning
  - 3.2.5 Chief Operating Officer, Arts & Sciences
  - 3.2.6 Chief Operating Officer, Health
- 3.3 The College Secretary or designate shall act as Secretary to the College Service Committee.

**4. Frequency of Meetings**

The College Service Committee will meet as required, at least once per academic term.

**5. Reporting Procedure**

- 5.1 The College Service Committee will regularly report to and advise the Academic Board and, through it, Council on all matters relating to Service.
- 5.2 Papers for meetings will be circulated electronically to members and permanent invitees.