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**REGULATIONS OF IMPERIAL COLLEGE OF  
SCIENCE, TECHNOLOGY AND MEDICINE**

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## **1. NOMINATION, ELECTION AND CO-OPTION OF MEMBERS OF THE COUNCIL**

### **1.1 Senior Staff Members**

- 1.1.1 The four members of the Council appointed from the senior staff of the University under the terms of Statute 3(1)(a) shall be the Faculty Deans and the Dean of the Imperial College Business School.
- 1.1.2 The Faculty Deans and the Dean of the Imperial College Business School will be appointed by the President on the recommendation of the Provost. The selection panels for these posts will normally include one independent member of the Council appointed by the President in consultation with the Chair.
- 1.1.3 The four members of the Council appointed from the senior staff of the University under the terms of Statute 3(1)(a) shall also be ex-officio members of the University Management Board, as set out in Regulation 5.

### **1.2 Casual Vacancies**

- 1.2.1 In the event of a vacancy occurring on the Council before the end of the period of co-option of an External Member, the Council will co-opt a person to fill that vacancy. Any person co-opted to fill such a casual vacancy shall commence his period of office immediately, but his appointment shall be deemed to have commenced on the following 1 October for the purposes of determining that member's eligibility for further periods of membership of the Council.

### **1.3 Elected Staff Member**

- 1.3.1 The elected staff member is an experienced Professor who, having been elected by the academic staff members of the University enjoys the confidence of his or her colleagues and may therefore be expected to act as a conduit for academic opinion which complements that coming through the normal management structure.
- 1.3.2 The persons eligible to stand for election to the Council are professors who are, or have been, elected College Consul for a minimum of two years or who have been (but are not currently) heads of academic departments or medical divisions for a minimum of two years.
- 1.3.3 The electorate for the elected staff member of the Council shall be the academic staff employees of the University with the status of Professor, Assistant Professor, Associate Professor, Reader, Senior Lecturer or Lecturer.
- 1.3.4 No later than the end of the Spring Term in the session preceding that in which a vacancy will occur, the Secretary to the Council shall invite nominations for election to the Council by notice in writing to all members of the academic staff eligible to stand for election. Each person nominated for election to the Council shall be nominated by two members of the academic staff of the University, and nominations must reach the Secretary to the Council in writing by the closing date given in the notice, which shall be not less than three weeks from the date of that notice. The person nominated must confirm in writing by the closing date that he or she is prepared to stand for election.
- 1.3.5 If only one nomination is received to fill the vacancy on the Council, that person will be declared elected without a ballot.

- 1.3.6 If more than one nomination is received, a ballot will be held. The ballot notice shall include in each case only the candidate's name and permanent appointment in the University (that is without civil honours, academic and professional qualifications or temporary University appointments), together with the names of the proposer and seconder. Included with the ballot notice will be a brief curriculum vitae in respect of each candidate. The ballot notice must state the closing date for the election, which shall be not less than three weeks from the date of that notice. The person to be elected shall be determined by the operation of the single transferable vote system.
- 1.3.7 As soon as possible after the closing date for the election, the Secretary to the Council shall inform the candidates, their proposers and seconders of the result which shall also be announced in a University Notice to be issued as soon as possible thereafter.

## **2. CONFIDENTIALITY AND THE DECLARATION OF MEMBERS' INTERESTS**

### **2.1 Confidentiality**

- 2.1.1 The Minutes of the Council will be made available to the Members of the University after they have been confirmed by the Council and signed by the Chair.
- 2.1.2 Papers presented at meetings of the Council remain confidential to members of the Council until the Minutes of the Meeting at which they were considered are published. Papers which contain information which is commercially sensitive or confidential, or which are concerned with reserved areas of business will remain confidential until such time as the Chair of the Council or the Secretary determine otherwise.
- 2.1.3 Subject to the above, members of the Council may discuss items on the agenda of a Council meeting with non-members in a general way and on a confidential basis prior to that meeting.

### **2.2 Declaration of Members' Interests**

- 2.2.1 Members of Council and/ or of Council Committees and senior officers of the University annual Declaration of Interests is in respect to their own financial and non-financial interests and those of their close family, spouse or partner.
- 2.2.2 The Register of Interests will be held in the Secretary's Office and may be consulted by prior arrangement.
- 2.2.3 Any member who believes that he or she may have a direct or indirect personal or financial interest in any matter under discussion at a meeting of the Council or of the Court or of a Council Committee shall state that interest at the earliest opportunity, normally to the Chair or to the Clerk or 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. Such declarations shall be recorded in the Minutes.
- 2.2.4 Members declaring an interest should withdraw from the meeting when the relevant business is reached unless the Chair invites them to stay. If members are invited to stay in the meeting, they may contribute to the discussion but are not entitled to vote unless the Chair indicates otherwise. A member shall not be precluded from participating in discussion of any item of business solely because he or she is an employee or student of the University; nor shall the restriction on involvement in matters of personal financial interest per se prevent any member from considering and voting on proposals to insure the Council and its members against any liabilities which it or they might incur.
- 2.2.5 Members should decline to participate in any committee or working party or other body where there is a possibility that a conflict of interest may arise on a regular basis.

### **3. APPOINTMENT AND ELECTION OF MEMBERS OF THE SENATE**

For the purposes of this Regulation, the following shall be the meaning of the terms used and procedures to be adopted for the appointment and election of members of the Senate.

#### **3.1 Ex Officio Staff Members.**

- 3.1.1 The definitions of offices used in this Regulation shall be as set out in the procedures governing the University's Staff.
- 3.1.2 Ex-officio staff members may appoint a deputy to attend meetings of the Senate on their behalf when they are unable to do so. Where an ex-officio staff member is to be represented at a meeting by a deputy, the Chair and Secretary to the Senate must be informed of the name of the deputy before that meeting.

#### **3.2 Appointed Members.**

- 3.2.1 Appointed members of the Senate shall be those nominated by the Appointing Bodies listed in paragraph 3.1.2 above.
- 3.2.2 No later than 1 June in any year that a Head of Department vacancy is due to occur the Secretary to the Senate shall invite nominations for appointment from the Heads of the Departments in the Faculties of Engineering, Natural Sciences and Medicine and in the Imperial College Business School. In the event that more nominations are received than the number of vacancies expected, an election will be held in accordance with the procedures outlined in paragraph 3.3 below.
- 3.2.3 In the list of Nominating Bodies in paragraph 3.1.2 above the "Three representatives appointed by the Imperial College Union" shall be the Deputy President (Education) of the Imperial College Union, the President of the Graduate Students' Union, and one other registered student appointed by the Imperial College Union Council in accordance with any such policy established for that purpose as determined by the Imperial College Union's Constitution.
- 3.2.4 In the event that an election is required to determine nominations for the appointment of the Head of Department to the Senate the Secretary shall hold a secret ballot. Voting must be completed by the closing date stated in the notice of ballot, which shall be not less than two weeks from the date of that notice. The persons to be elected shall be determined by a simple majority of those voting.

#### **3.3 Elected Members of Academic Staff**

- 3.3.1 For the purposes of this Regulation, the academic staff entitled to vote for representatives of their academic grouping shall be those academic staff who are employees of the University with the status of Professors, Readers, Senior Lecturers and Lecturers but excluding Probationary Lecturers. Eligible members of academic staff shall be those in post as at 1 April.
- 3.3.2 No later than 1 June in any year that a vacancy for an elected academic staff member is due to occur the Secretary to the Senate shall invite nominations for election to the Senate by notice in writing to members of the academic staff. Each person nominated for election to the Senate from the academic

staff shall be nominated by two members of the academic staff and nominations must reach the Secretary to the Senate in writing by the closing date given in the notice, which shall be not less than two weeks from the date of that notice. The person nominated must confirm in writing by the closing date that he or she is prepared to stand for election.

- 3.3.3 If only sufficient nominations are received to fill the expected vacant places on the Senate, those nominated will be declared elected without a ballot.
- 3.3.4 If insufficient nominations are received, those nominated will be declared elected without a ballot and the remaining place or places shall remain vacant for a further year, at which point the Secretary to the Senate will invite nominations in accordance with paragraph 3.3.2 of this Regulation.
- 3.3.5 If more nominations are received than there are vacancies, a ballot will be held for that group. The ballot notice shall include in each case only the candidate's name and permanent appointment in the University (that is without civil honours, academic and professional qualifications or temporary University appointments), together with the names of the proposer and seconder. Included with the ballot notice will be a brief curriculum vitae in respect of each candidate. The ballot notice must state the closing date for the election, which shall be not less than three weeks from the date of that notice. The persons to be elected shall be determined by the operation of the single transferable vote system.
- 3.3.6 As soon as possible after the closing date for the election, the Secretary to the Senate shall inform the candidates, their proposers and seconders of the result, which shall also be sent to Heads of Department for display locally, and shall be reported in the Reporter and on the University's website as soon as possible thereafter.

### **3.4 Casual Vacancies**

In the event of a vacancy occurring before the end of the appointed or elected period of a member of the Senate, the Secretary to the Senate shall arrange for an appointment or election forthwith to fill that vacancy for the remainder of the period of office outstanding in accordance with the procedures outlined above. Any such person appointed or elected to fill a casual vacancy shall be eligible for re-appointment or re-election for each of two periods of membership of the Senate following the completion of the period of membership for which he or she was first appointed or elected.

#### **4. TERMS OF REFERENCE FOR COMMITTEES OF THE COUNCIL**

##### **4.1 Audit & Risk Committee**

###### **Terms of Reference**

- 4.1.1 Review the effectiveness of internal control systems, risk management and corporate governance arrangements, and in particular the external auditors' management letter, the internal auditors' annual report, and management responses.
- 4.1.2 Consider the Annual Financial Statements in the presence of the external auditors, including the auditors' formal opinion, the statement of members' responsibilities and the statement of internal control, in accordance with the funding council's accounts direction.
- 4.1.3 Monitor the implementation of agreed recommendations arising from internal and external audit reports.
- 4.1.4 Consider and approve the appointment and terms of reference of the external auditors, the audit fee, the provision of any non-audit services by the external auditors and any questions of resignation or dismissal of the external auditors.
- 4.1.5 Discuss with the external auditors each year, sufficiently before the audit begins, the nature and scope of the audit.
- 4.1.6 Discuss with the external auditors problems and reservations arising from the interim and final audits, including a review of the management letter, incorporating management responses, and any other matters the external auditors may wish to discuss (in the absence of management where necessary).
- 4.1.7 Consider and approve the appointment and terms of engagement of the internal audit service (and the head of internal audit if applicable), the audit fee, the provision of any non-audit services by the internal auditors, and any questions of resignation or dismissal of the internal auditors.
- 4.1.8 Review the internal auditors' audit needs assessment, strategy and programme; consider major findings of internal audit investigations and management's response, and any other matters the external auditors may wish to discuss (in the absence of management where necessary); and promote co-ordination between the internal and external auditors. The Committee will ensure that the resources made available for internal audit are sufficient to meet the University's needs.
- 4.1.9 Ensure that all significant losses have been properly investigated and that the internal and external auditors, and where appropriate the funding council's accounting officer, have been informed.
- 4.1.10 Oversee the University's policy on fraud and irregularity, including being notified of any action taken under that policy.
- 4.1.11 Receive any relevant reports from the National Audit Office, the OfS, and other organisations.
- 4.1.12 Monitor annually the performance and effectiveness of external and internal auditors, including any matters affecting their independence and objectivity.



- 4.1.13 Report to the Council at least annually on its activity for the year, and after each meeting if necessary.
- 4.1.14 With regards to risk:-
- (a) review the University's overall approach to risk management;
  - (b) review and give annually its opinion to Council on the adequacy and effectiveness of the University's risk management control and governance arrangements, including the University's processes for identifying and assessing risks (in particular health and safety, animal care, security and IT risks) and its strategies and policies for managing them;
  - (c) receive and consider regular reports from the Finance Committee of their reviews of financial risks, including capital projects;
  - (d) review those risks (or opportunities) which have the potential to significantly impede (or advantage) the University in achieving its stated strategy
  - (e) discuss in depth the sub-set of risks with the highest likelihood of occurrence or highest potential impact and in particular understand the potential scenarios and outcomes if these risks were to occur and how these might be mitigated (or made more likely);
  - (f) work with management, legal and internal audit to ensure that ample attention is paid to the most serious or likely risks and opportunities; and
  - (g) recommend to Council the University's overall risk register and bring forward specific risks or opportunities to be discussed in more depth by Council.
- 4.1.15 Receive for information, annual reports in compliance matters, including safeguarding.
- 4.1.16 Advise Council on the University's arrangements for promoting economy, efficiency and effectiveness and on the University's arrangements for the management and quality assurance of data submitted to the Higher Education Statistics Agency (HESA), OfS, and other funding bodies.
- 4.1.17 In the event of the merger or dissolution of the University, ensure that the necessary actions are completed, including arranging for a final set of financial statements to be completed and signed.
- 4.1.18 The Committee shall have the authority to call for any information from University officers, external and internal auditors and others which it considers necessary to discharge its responsibilities effectively.

## **Constitution**

The Committee and its Chair shall be appointed by the Council from among its own members and must consist of members with no executive responsibility for the management of the University. One member of the Audit and Risk Committee (and not its Chair) may also serve on the University's Finance Committee.

## **Members**

- 4.1.19 A Chair to be appointed by the Council from among the external members of the Council.
- 4.1.20 At least two members, at least one of whom shall have recent and relevant expertise and experience in finance, accounting or auditing, to be appointed by the Council from among the external members of the Council. Member expertise in risk analysis and management is desirable.
- 4.1.21 The Committee shall have the power to co-opt up to two additional external members if it sees fit.

## **In Attendance (as appropriate)**

The President or Provost The

University Secretary The

Chief Operating Officer The

Chief Financial Officer The

Vice Provost Research The

Vice Provost Education

The Director of Risk Management The

Director of Safety

The Establishment Licence Holder<sup>1</sup>

The President of Imperial College Union

Internal Audit

Representatives of the external auditors

## **Secretary**

The Head of Central Secretariat and Assistant Clerk to the Court and Council.

## **Meetings and Reporting**

- 4.1.22 The Committee shall meet at least three times a year. The external auditors and internal auditors may request additional meetings be held if they consider it necessary.
- 4.1.23 The minutes of meetings of the Committee will be available to all members of the Council.
- 4.1.24 The Committee will prepare an annual Report for the Council and the President covering the University's financial year and any significant issues up to the date of signing the Report and its consideration of the financial

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<sup>1</sup> As required by the Animals (Scientific Procedures) Act 1986

statements for the year. The Report must include the Committee's opinion on the adequacy and effectiveness of the University's arrangements for:-

- (a) risk management, control, and governance arrangements;
- (b) economy, efficiency, and effectiveness (value for money);
- (c) the management and quality assurance of data submitted to the Higher Education Statistics Agency (HESA), the Student Loans Company, OfS and other bodies; and
- (d) this Report will be presented to the Council before the members' responsibility statement in the Annual Financial Statements is signed and must be shared with the OfS each year.

## **4.2 Finance Committee**

### **Terms of Reference**

- 4.2.1 Provide for University and Council strategic and expert oversight of long-term financial plan, operational issues and budgetary decisions.
- 4.2.2 Provide strategic overview of finances, with a focus on longer-term financial plan (cashflow, capital investment, debt) and the actions taken by the Executive to achieve it (performance targets, resource allocations)
- 4.2.3 Undertake regular review of financial risks including capital projects, and report findings to the Audit & Risk Committee
- 4.2.4 Provide oversight of our long-term financial plan and our financial operations, and risks related to liquidity, debt, resource allocation and financial contingencies, but not of financial controls which remains with the Audit & Risk Committee
- 4.2.5 Review at each meeting a scorecard of a range of financial measures (e.g. liquidity, profitability) undertake an annual review of TRAC results with consideration for financial sustainability.
- 4.2.6 Escalate to Council any issues of more general interest or concern.

### **Constitution**

The Committee and its Chair shall be appointed by the Council from among its own members. Only one member of Council can be a member of both the Audit and the Finance Committee; and this person cannot be Chair of either committee; and the dual role has to be supported by a specific Council resolution.

### **Members**

- 4.2.7 A Chair to be appointed by the Council from among the external members of the Council.
- 4.2.8 At least one additional members to be appointed by the Council from among the external members of the Council.
- 4.2.9 President, Provost and Chief Operating Officer.
- 4.2.10 The Committee shall have the power to co-opt up to two additional external members, if it sees fit.

### **In Attendance**

Chair of Audit & Risk Committee in attendance from time to time to ensure clear allocation of responsibilities between Audit and Finance Committees.

Director of Financial Management.

Director of Financial Strategy.

Secretary. Secretariat from the Finance team

### **Meetings and Reporting**

- 4.2.11 Meet once a term phased with Council meetings in February, July and November. The meetings are structured to help University senior management team with longer term financial plan to capture opportunities and mitigate risks
- 4.2.12 The Chair provides a brief oral summary and a short written report to Council at the February, July and November meetings. The Committee confirms to Council alignment of annual submission of capital plan and next year budget with longer-term financial plan
- 4.2.13 The Finance Committee reviews and makes recommendations on all requests for capital investments and can approve requests up to £30m. All requests exceeding £30m will be escalated to Council by the Finance Committee and with its recommendation.
- 4.2.14 The Finance Committee will review all financial policies prior to being submitted to Council for approval.
- 4.2.15 Management will provide access to internal and external experts and advisors as appropriate.

## **4.3 Nominations Committee**

### **Terms of Reference**

- 4.3.1 To keep under review the membership of the Council, the Court and of the Council's Committees.
- 4.3.2 To recommend to the Council external members for co-option to the Council.
- 4.3.3 To recommend to the Council persons for co-option to the Court.
- 4.3.4 To recommend to the Council persons for nomination by those Appointing Bodies requesting nominations to be made for them.
- 4.3.5 To make recommendations to the Council for the membership and terms of reference of a separate Search Committee for the identification of a new President or Provost in good time before the termination of the President's or Provost's term of office, or on notification of the President's or Provost's resignation.
- 4.3.6 To make recommendations to the Council for the membership and terms of reference of a separate Search Committee for the identification of a new Chair in good time before the termination of the Chair's final term of office, or on notification of the Chair's resignation, and to make recommendations to the Council for the role description and person specification for the Chair before the Search Committee begins its search.
- 4.3.7 To recommend to the Council such additional definition of terms as may be necessary to facilitate the procedures for the appointment, election and co-option of persons to the Court and Council.
- 4.3.8 To recommend to the Council the appointment of persons to other external bodies in cases where the Council is the Appointing Body.
- 4.3.9 The Committee's recommendations for appointments to the Court and Council and to other bodies shall be made to the Council as and when required.

### **Constitution**

#### **Members**

The Chair of the Council (Chair)

Three external members of the Council, appointed by the Council

Three senior staff and/ or ex-officio members of the Council, not including the elected member of the staff or the Imperial College Union President, appointed by the Council.

#### **Secretary**

The University Secretary

Meetings and Reporting

The Committee shall meet as required.

## **4.4 Remuneration Committee**

### **Terms of Reference**

- 4.4.1 These terms of reference are set in accordance with the Committee of University Chairs – Higher Education Senior Staff Remuneration Code.
- 4.4.2 To review and approve the application of the University's pay review criteria for the President and the Provost, their senior staff direct reports and members of the University Management Board. These criteria apply to the total remuneration paid by the University to these staff.

**Pay Review Criteria:** Pay is set at mid to upper quartile against appropriate external benchmarks and only adjusted:-

- to address a significant misalignment of a member of staff's salary when compared to others within the organisation who have a similar size role and profile;
  - to address equal pay differentials;
  - to recognise substantial and sustained exceptional ongoing individual contribution achievement beyond the expectations of excellent performance in the role; and
  - to recognise substantial and exceptional one-off individual achievement beyond the usual expectations of the role.
- 4.4.3 To agree, in advance, remuneration packages outside the norm and to consider and decide any severance payments proposed for the staff specified above.
- 4.4.4 To review the application of the University's total remuneration strategy on an annual basis to ensure that remuneration practices are being managed in a fair and equitable way. This review is to be informed by the following supporting data:-
- details of the across the board local pay award and any variation to benefits for all staff;
  - summary information on the application of discretionary pay review exercise for all staff;
  - the annual equal pay audit;
  - the annual gender pay audit (and other specific protected pay audits as published);
  - pay ratios and relevant comparator information;
  - information on numbers of staff earning a salary of more than £100,000, with trend data on average increases for the previous five years compared to average increases for all staff over five years;
  - detail of the individuals earning over £150,000 and the justification for any variation to pay (above the University across the board

increase) reported on an individual basis and with reference to the University's pay relativity review applied to all staff;

- details of the expenses of senior staff and confirmation from a senior finance office that they have been claimed in accordance with the standard, published, expenses policy; and
- details of any benefits not available to all staff and the monetary value.

Constitution

### **Members**

The Deputy Chair of the Council (Chair) The

Chair of Council

Two other external members of the Council, appointed by the Council

### **In Attendance**

The Provost and the President are invited to participate in discussions on specified agenda items and to present recommendations for adjustments to the pay of their direct reports.

The Provost and the President are not present for the full meeting. No one participates in a discussion about their own salary.

### **Secretary and Support**

The Chief People Officer

The Deputy HR Director (HR Partnering and Reward)

### **Meetings and Reporting**

The Committee shall meet at least two times per annum.

The Committee will make an annual report on remuneration to the Council. This report will be made available on the University's webpages after the Council meeting. The report will contain:-

- A list of post holders within the remit of Remuneration Committee.
- The policy on the remuneration for post holders within the remit of the Committee.
- The choice of comparator institutions and organisations against which the University benchmarks pay.
- The policy on income derived from external activities.
- The pay multiple of the Head of Institution and the median earnings of the University's whole workforce explaining how the multiple has changed over time and any significant changes in the last year.



## **4.5 Property Committee**

### **Purpose**

The Property Committee will provide strategic oversight to the University's property portfolio, encompassing academic, residential, science innovation and investment (other than those held in the Endowment) properties.

### **Property Strategy & Oversight**

- 4.5.1 To develop and recommend a long-term real estate strategy for the development, improvement and maintenance for the University's consolidated estate for the next decade or such period, as agreed from time to time.
- 4.5.2 To provide strategic oversight to the University's Property Portfolio.
- 4.5.3 To review and update the strategy on an annual basis as necessary.
- 4.5.4 To report on the existing use and market value of the Estate.
- 4.5.5 To report on the performance and utilisation of the Estate against the strategic objectives and Capital Plan approved by the Council, from time to time.
- 4.5.6 To recommend to Council in conjunction with Finance Committee, the annual capital investment plan and receive regular reports from the Chief Property Officer on progress and budget.
- 4.5.7 To evaluate and recommend new property opportunities, developments, joint ventures and disposals to Finance Committee and Council (as appropriate) on any part of the portfolio with a value exceeding £10m.

### **Monitoring**

- 4.5.8 To receive a regular report on all material capital projects across the Portfolio.
- 4.5.9 To receive a regular report on the performance of the University's Science Innovation, Residential and Investment (other than those properties held in the Endowment) property portfolio detailing revenue, occupancy, and cash from operations against business plans.
- 4.5.10 To receive a regular report on proactive and planned maintenance.
- 4.5.11 To have oversight of all material works exceeding £10m in value.

### **Constitution**

- 4.5.12 The Chair and members of the Committee shall be appointed by the Council on the recommendation of the Nominations Committee.
- 4.5.12 A Chair to be appointed from amongst the independent members of Council.
- 4.5.13 The members will include:
  - a) Up to four external members to be appointed for up to a two year term, who are not members of the Council or persons holding honorary status in the University, or students of the University, or employees of the University and who shall have recent and relevant expertise to assist the Committee in fulfilling its obligations to the

Council.

At least one, and up to three independent members of the Council.

- b) An appointed staff member of the Council
- c) The President, the Provost, the Chief Operating Officer, the Chief Finance Officer and the Associate Provost (Estates Planning)

The Chair will have the power to invite such other persons to attend meetings as they see fit from time to time.

### **Meetings**

The Committee shall meet quarterly and may meet more often as it sees fit.

#### **4.6 The Endowment Board**

- 4.6.1 Pursuant to Clause 5(f) of the Charter, the University, subject to the Charter and Statutes, has the power to invest any monies in the hands of the University and available for investment in accordance with the relevant law and the Statutes.
- 4.6.2 Furthermore, pursuant to Statute 9, subject to the Charter and Statutes the Council shall exercise all the powers of the University and may delegate any of its functions, powers and duties to committees appointed by it, its officers, other entities or individuals and such committees, entities or individuals may further delegate unless the Council has provided to the contrary.
- 4.6.3 In Regulation 10, the Council has approved a process for the identification of assets and monies that are available for investment ("**Non-Core Assets**") and for their transfer to the Endowment.
- 4.6.4 Pursuant to Statute 11 and subject to this Regulation 4.6, the Council hereby delegates authority to the Endowment Board to:-
- (a) manage the Non-Core Assets that have been transferred to the Endowment as it sees fit, including placing monies on deposit with any bank or licensed deposit taker or by investing in such stocks, funds, shares, securities and other investments (including land and any tenure or any interest therein) of whatsoever nature and wheresoever and whether involving liability or not, as the Endowment Board shall, in its absolute discretion, think fit;
  - (b) appoint (and in a like manner revoke or vary the terms of such appointment) any person or persons including a company or firm to act as investment advisers or investment managers and to permit any monies, investments or other property belonging to or in the hands of the University to be registered or held in the name of any nominee or nominees within the United Kingdom on behalf of the University without being liable for any loss occasioned thereby in each case subject to such conditions and upon such terms (including the payment of remuneration) as shall from time to time be agreed in writing between the Endowment Board and such person or persons as aforesaid;
  - (c) establish sub-committees and advisory committees and to receive reports from such of these committees as it sees fit; and
  - (d) further delegate its authority to individuals, organisations or committees as it sees fit.

#### **Terms of Reference of the Endowment Board**

##### **Investment and Distribution**

- 4.6.5 To manage the Non-Core Assets within the terms of the investment policy as determined by the Endowment Board and approved by Council from time to time (the "**Investment Policy**");
- 4.6.6 Subject to paragraph 4.6.5 above, to manage the Non-Core Assets in a manner that is appropriate to achieve the investment and distribution objective

determined by the Endowment Board and approved by the Council from time to time (the “**Investment Objective**”);

- 4.6.7 To manage the Non-Core Assets within the terms of the Socially Responsible Investment policy approved by Council;
- 4.6.8 To make a regular distribution from the Non-Core Assets to the University in line with the Investment Objective;

**Unit Structure.** To establish, operate and maintain a unit structure within the Endowment;

**Monitoring and Reporting.**

- 4.6.9 To monitor the performance of the Endowment and to provide an annual report on its activities (including a report on the implementation of the Socially Responsible Investment policy, financial report and a list of all the newly identified Non-Core Assets) to the Council;
- 4.6.10 To review the Investment Objective set by the Council and to make recommendations for variations to the Council as required but at least once every three years;
- 4.6.11 To submit an Endowment three year plan (including a Strategic Plan) and budget to the Council at the same meeting at which the University’s three year plan and budget are submitted by the President.
- 4.6.12 To support the consolidation of the Endowment’s three year plan and budget into the University’s three year plan for submission to the Council by the President.
- 4.6.13 Other. To review the assets of the University on a regular basis in order to identify additional assets that could potentially be designated as Non-Core Assets.

**Constitution**

The Members of the Endowment Board shall be appointed by the Council in consultation with the Endowment Board. The Council shall ensure that the Endowment Board never has a minority of external members who are not persons holding honorary status in the University, or students of the University, or employees of the University.

**Members.**

A Chair to be appointed by the Council.

Up to two external members to be appointed by the Council, who are not members of the Council or persons holding honorary status in the University, or students of the University, or employees of the University and who shall have recent and relevant expertise and experience to assist the Endowment Board in fulfilling its obligations to the Council.

At least one, and up to three, external members of the Council, appointed by the Council.

Up to two senior staff or ex-officio staff members of the Council other than the President, appointed by the Council.

The President of the University *ex officio*;

The Endowment Board shall have the power to co-opt additional members, if it sees fit.

**In Attendance.** The Endowment Board shall have the power to invite such others persons to attend its meetings as it sees fit from time to time.

**Secretary.** The Secretary of the Endowment Board shall be appointed by the University Secretary.

### **Meetings**

The Endowment Board shall meet quarterly and may meet more often as it sees fit.

5. **UNIVERSITY MANAGEMENT BOARD**

The University Management Board (UMB) is the University's senior management committee and its role is to advise and assist the President in discharging the duties delegated to them by the Council. It considers strategic, financial, policy, governance, risk and operational issues of significance to the organisation as well as major projects and initiatives, prioritisation of resources and regulatory matters. It oversees the development and delivery of the University's purpose, long term sustainability and academic mission. The operations, terms of reference and membership of the UMB are as defined by the President who acts as Chair of the UMB, supported by Provost as Deputy Chair.

## 6. FINANCIAL MATTERS

### 6.1 Definitions and Interpretation

- 6.1.1 The following terms shall, save where the context requires otherwise, have the meanings indicated below wherever they occur in this Regulation:
- 6.1.2 **“Non-Core Asset”** means any asset that is not required for the core academic mission of the University and which could be sold or otherwise disposed of solely for investment purposes without detriment to the academic mission of the University, as set out in Regulation 10. Non-Core Assets may be held within the Endowment and managed for investment purposes, or be retained and managed by the University (excluding the Endowment Board);
- 6.1.3 **“Department”** shall encompass faculties, divisions, departments, institutes, centres, operating units providing support and any other subordinate organisational units within the University, by whatever name they are known;
- 6.1.4 **“Director of Finance”** refers to the University’s Director of Finance (as opposed to any Departmental officers with a similar designation, or any such officer of a Subsidiary Company or of the Imperial College Union);
- 6.1.5 **“Head of Department”** means any person who is so designated by the President;
- 6.1.6 **“Budget Holder”** means anyone who has been given delegated budgetary responsibility. In every case, a ‘budget holder’ is answerable to his or her line manager for financial control of their budget, in accordance with directions given to them from time to time;

### 6.2 Financial Responsibility within the University

- 6.2.1 **The Endowment.** The Endowment is an operational entity, legally an integral part of the University, whose defined purpose is to undertake the stewardship of University’s Endowment and its investment assets and to deliver a regular flow of unfettered funds back to the University (excluding the Endowment Board). The Council has delegated authority for the stewardship of assets held within the Endowment (subject always to this Regulation and Regulation 4.6) to a separately constituted Endowment Board.
- 6.2.2 **Resource Allocation Board.** The University’s Resource Allocation Board comprises the President, Provost and Chief Operating Officer, and is responsible for the consideration, and final approval, of all capital projects and asset disposals with a total value of less than £10M.
- 6.2.3 The functions required to be performed by the Chief Operating Officer may, in his or her absence, be fulfilled by the Director of Finance, or such other University Officer as the President may from time to time determine.
- 6.2.4 **The Director of Finance.** The Director of Finance reports to the Chief Operating Officer, and has delegated authority and responsibility from the Chief Operating Officer for the setting of all accounting standards and the establishment of all financial controls.
- 6.2.5 The functions required to be performed by the Director of Finance may, in his or her absence, be fulfilled by the Chief Operating Officer, or such other University Officer as the President may from time to time determine.

### **6.3 Delegation of Powers and Responsibilities**

6.3.1 The following principles apply to all delegated authorities within the University:

- (a) In specific instances, which are clearly indicated in this Regulation, the person designated to fulfil a particular function is required to fulfil the responsibility personally. In such cases, further delegation is not permitted. Where he or she is unavailable, authority must pass up the line rather than down it;
- (b) In all other cases, authority may be delegated downwards, but only on the understanding that adequate controls are to be put in place by the delegator to ensure that the delegatee fully understands his or her obligations. The main elements of the matters delegated should be recorded in writing, for the avoidance of doubt between delegator and delegatee. Although the responsibility for carrying out certain duties may be delegated, together with the authority and resources to carry them out, the person making the delegation is not absolved by this from his or her overarching responsibility and the delegator continues to bear managerial responsibility;
- (c) Where Members of the University delegate their powers to third parties, it is the duty of the delegator to ensure continuing compliance with this Regulation.

### **6.4 Financial Reporting, Accounting Records and Information**

- 6.4.1 The Chief Operating Officer shall produce, within six months after the end of the University's financial year, group accounts for that year, which shall be presented to the Council after review by the Audit and Risk Committee.
- 6.4.2 The Chief Operating Officer shall also provide the Finance Committee with management accounts, trading accounts and such other information relating to the financial affairs of the University as it may from time to time require.
- 6.4.3 The Director of Finance shall establish and document accounting regulations, policies and procedures for the University. All accounting systems and records within the University shall be maintained in accordance with the requirements of the Director of Finance. The Accounting Policies shall comply with, and will be amended as required, in line with changes in generally accepted accounting principles for the UK and the Statements of Recommended Practice ("SORP"). The Director of Finance will make arrangements for the accounting policies to be reviewed at least once every three years, and modified if necessary.

### **6.5 Budgets and Allocation of Resources**

- 6.5.1 The Council shall agree the Budget for the University once a year, before the commencement of the financial year in the context of the University's Strategic Plan. It is the duty of the President, the Chair of the Endowment Board and the President of the Imperial College Union to report to the Council any material variations to the expected outcome which come to their notice during the course of the year, and if necessary seek sanction for any additional expenditure.
- 6.5.2 The Council delegates details of the budgetary allocations to the President, the Chair of the Endowment Board and the President of the Imperial College



Union, each for their respective areas of responsibility within the University.  
Further delegations are set out in the University's Financial Regulations.

## **6.6 Expenditure Control**

- 6.6.1 The Chief Operating Officer is required to ensure that proper procedures exist for the control of expenditure against approved budgets throughout the University.
- 6.6.2 Budget Holders must ensure that expenditure incurred within their budgets complies with these procedures. Budget Holders may, subject to the term of the Finance Ordinance (Ordinance 5) and of any Financial Regulations or procedures issued by the Chief Operating Officer, delegate authority to incur expenditure within their budgets, but they will at all times retain ultimate responsibility for the control of such expenditure.
- 6.6.3 Budget Holders are required to make themselves aware of, and abide by, any budgetary constraints imposed on particular accounts by the University, OfS, research sponsors or other agencies. The Director of Finance will from time to time issue directions concerning use and nature of the various types of account.

## **6.7 Income Control**

- 6.7.1 The Chief Operating Officer is responsible for ensuring that appropriate procedures exist to enable the University to receive all income to which it is entitled, and for the prompt collection, security and banking of all funds received. The Chief Operating Officer shall make arrangements for these financial procedures to be reviewed at least once every three years, and modified where necessary.
- 6.7.2 The President is responsible for ensuring that authorisation processes exist for all University income streams, except that this obligation will be fulfilled by the Chair of the Endowment Board in respect of income of the Endowment, and by the President of the Imperial College Union in respect of Students Union income.

## **6.8 Taxation**

- 6.8.1 The Chief Operating Officer is responsible for ensuring compliance with tax obligations, as required, throughout the University.

## **6.9 Banking and Treasury Management**

- 6.9.1 The Treasury Management Policy for the University shall be agreed at least once every three years by the Finance Committee.
- 6.9.2 The Chief Operating Officer shall be responsible for ensuring that proper procedures exist for the efficient management of cash resources belonging to the University, including the operation of bank accounts, investment of short-term deposits, signing of cheques and other financial instruments, electronic funds transfers, etc. The Chief Operating Officer shall make arrangements for these financial procedures to be reviewed at least once every three years, and modified where necessary.
- 6.9.3 No Member of the University is empowered to open or operate bank accounts or establish investment funds for sums belonging to the University and/or

which bear the name of the University or any department, section or campus of the University, other than in accordance with the foregoing paragraphs.

**6.10 Purchase of Goods and Services**

- 6.10.1 The Chief Operating Officer shall be responsible for ensuring that proper procedures exist for University purchasing. The Chief Operating Officer shall make arrangements for these financial procedures to be reviewed at least once every three years, and modified where necessary.
- 6.10.2 The University's Policy on Gifts and Hospitality sets out the standards of behaviour the University expects from its employees, members of the Court and Council and members of University Advisory Boards when they are offered gifts and hospitality by external organisations or have personal, financial or other beneficial interests in any transaction between the University and a third party.
- 6.10.3 Private purchases through University channels shall not be permitted, except with the express written approval of the Chief Operating Officer, or through a scheme that has been approved by the Chief Operating Officer.

**6.11 Travel and Subsistence Expenses**

- 6.11.1 The Chief Operating Officer shall be responsible for devising and publishing rules relating to expenses for University employees, students and visitors travelling on University business.

**6.12 Capital Expenditure**

- 6.12.1 The University's capital investment plan is approved by the Council within the context of the Strategic Plan and annual budget (see 6.5 of this Regulation). The Chief Operating Officer is responsible for presenting the capital investment plan to Council on an annual basis, and for providing interim updates whenever necessary.
- 6.12.2 The Chief Operating Officer is responsible for ensuring that procedures are in place for the authorisation of all capital expenditure throughout the University.

**6.13 Project Approvals**

**6.13.1 The Endowment's Non-Core Assets**

- (a) Subject to paragraph (b) below final approval for those projects dealing exclusively with Non-Core Assets held within the Endowment as defined in Regulation 4.6 shall be delegated to the Endowment Board.
- (b) Where a project involves both Non-Core Assets held within the Endowment and other University assets, the project will be subject to the project approval requirements set out in paragraphs [6.13.2 below] [Ordinance on Project Approvals] in respect of other University assets.

**6.13.2 All Other Project Approvals**

- (a) Final approval for all capital expenditure with a total value exceeding £1M but less than £10M shall be delegated to the University's

Resource Allocation Board. The Chief Operating Officer shall provide the Finance Committee with a report of the capital projects approved by the Resource Allocation Board at the next scheduled meeting of the Finance Committee. Approval for expenditure of less than £1M shall be subject to normal purchasing and expenditure controls as set out in the Financial Regulations.]

#### 6.14 **Purchase and Disposal of Assets**

- 6.14.1 Final approval for the purchase or disposal of assets, land or buildings with a value of less than £10M shall be subject to normal financial controls as set out in the Financial Regulations. The Chief Operating Officer shall provide the Finance Committee with a report of any asset disposals approved by the Resource Allocation Board at the next scheduled meeting of the Finance Committee. =

#### 6.15 **Investments**

- 6.15.1 The Endowment Board is responsible to the Council for the management of the University's investment assets that have been formally transferred to it in accordance with Regulation 4.6, in line with the University's Investment Strategy as approved by the Council. In the case of any investment asset which is not vested in the Endowment Board the Chief Operating Officer is responsible to the Council for its management.

#### 6.16 **Subsidiary Companies**

- 6.16.1 **In** accordance with its statutory powers, the University has the power to establish Subsidiary Companies as vehicles for carrying out commercial activities or for other purposes. Subsidiary Companies may be established, and the injection of investment or loan capital authorised by both the President and Chief Operating Officer. In addition, subject to the agreement of the Chief Operating Officer, the Endowment Board shall have the authority to establish Subsidiary Companies in order to undertake commercial activities in relation to assets within the Endowment (the "**Endowment Subsidiaries**").
- 6.16.2 This Regulation shall apply to the financial affairs of the Subsidiary Companies, except in so far that their Memoranda and Articles of Association require otherwise, or where special arrangements have been agreed by the University's Audit and Risk Committee. Any proposed amendments to the Memorandum or Articles of Association of any Subsidiary Company must be referred to the University's Chief Operating Officer for approval prior to adoption by the company in general meeting.
- 6.16.3 All Subsidiary Company accounts are consolidated into the University's published accounts and Subsidiary Companies are required to maintain their financial records in accordance with the University's Financial Regulations and accounting policies.
- 6.16.4 Where the University has the power to appoint:
- (a) directors to the board of a company; and/or
  - (b) representative(s) at shareholder meetings such directors or shareholder representatives shall be appointed and removed by the President; except that the Chair of the Endowment Board shall have

the power to appoint and remove such persons in respect of Subsidiaries established by the Endowment Board.

- 6.16.5 The Auditors of Subsidiary Companies shall be nominated by the University's Audit and Risk Committee.
- 6.16.6 The financial year-end of subsidiaries shall coincide with that of the University unless otherwise agreed by the University Audit and Risk Committee. The Chief Operating Officer shall be responsible for ensuring procedures are in place to ensure compliance by Subsidiary Companies of their statutory filing obligations.
- 6.16.7 Subsidiary Companies must (save where precluded by external regulatory prohibition) provide the University's Chief Operating Officer with such budgetary and other financial information concerning the conduct of their business as he or she may from time to time require.

#### 6.17 **Donations and Trust Funds**

- 6.17.1 The Council is responsible for ensuring that all of the University's Trust funds are operated in accordance with any relevant law and the specific requirements for each Trust. This obligation is delegated to the Chief Operating Officer in accordance with the Finance Ordinance (Ordinance 5)..
- 6.17.2 The President is responsible for ensuring that appropriate procedures exist for the consideration and acceptance of donations.

#### 6.18 **Insurance**

- 6.18.1 The Council shall be responsible for determining the University's overall strategy for insurance, risk management and risk transfer. Subject to this, the Chief Operating Officer is responsible for insurance matters.
- 6.18.2 The Chief Operating Officer must be informed by the relevant Head of Department at once if any new activity is commenced which materially affects the University's overall exposure to an insurable risk, or if substantial additional property is acquired, requiring to be insured. The Chief Operating Officer shall maintain a register of insurance policies.

#### 6.19 **Signing of Legal Documents**

- 6.19.1 The President shall be responsible for ensuring that arrangements for authorising and signing legal documents in the University's name are devised and published.
- 6.19.2 Documents that are required to be signed under the Common Seal of the University shall be authorised, signed and sealed in accordance with the terms of Ordinance 12 (The Execution of Documents by the University).

#### 6.20 **Asset Registers**

- 6.20.1 The Chief Operating Officer is responsible for maintaining an inventory of all land and buildings owned or leased by the University.
- 6.20.2 The Chief Operating Officer is responsible for devising and publishing policies and procedures for the maintenance of asset registers for University

equipment and other capital items. These will include arrangements for the sale or disposal of obsolete or surplus University equipment.

**6.21 Private Work**

- 6.21.1 Rules governing private work undertaken by University employees in their own time are set out in their conditions of service. Private work must not impair the performance of employees' University duties nor conflict with the interests of the University.
- 6.21.2 Registers of Interests shall be maintained, showing details of external consultancies, directorships and membership of external committees held by employees of the University, members of the Council and University Officers. Responsibility for maintaining such registers rests with:
  - (a) The University Secretary in respect of members of Council and University Officers; and
  - (b) The Director of Human Resources in respect of all other employees of the University.
- 6.21.3 Under no circumstances shall stationery (printed or otherwise) bearing the University's name, letter heading, crest or logo be used in connection with private work.
- 6.21.4 Companies and other business entities are permitted to trade from University premises only if written authority has been given by the President, the Chair of the Endowment Board or those to whom they have explicitly delegated this power.

**6.22 Confidentiality, Security and Access to Financial Information**

- 6.22.1 Except as provided hereunder (see paragraph 6.23 below on Audit), and by statutory enactment, access to the University's financial records will be accorded only on a "need to know" basis to persons approved by or under the authority of the Chief Operating Officer.
- 6.22.2 Heads of Department and Budget Holders must ensure that financial records are held securely and that access to such information via computer terminals is controlled in accordance with procedures issued by the University Secretary and Chief Information Officer.
- 6.22.3 The Freedom of Information Act 2000 imposes a number of obligations on public authorities, which for these purposes only include the University. The University is committed to complying fully with the Freedom of Information Act. Financial information will only be withheld from disclosure in accordance with the exemptions laid down in the Act.

**6.23 Audit**

- 6.23.1 The University's External Auditor is appointed by the Audit and Risk Committee. The External Auditor audits the Financial Statements of the University in accordance with auditing standards, having regard to relevant auditing guidelines and auditing standards issued by the Auditing Standards Board. The External Auditor is responsible for providing the Audit and Risk Committee with an opinion on whether the financial statements give a true and fair view of the state of the financial affairs of the University at the balance

sheet date, and of their income and expenditure for the year then ended. (See also paragraph 6.16 above concerning Subsidiary Companies.) The External Auditor's Report should also provide an opinion on whether, in all material respects recurrent and specific grants from OfS and other funding bodies and from restricted funds have been properly applied for the purposes provided.

- 6.23.2 The University's Internal Auditor is appointed by the Audit and Risk Committee. The prime responsibility of the Internal Auditor is to provide the Council with an annual opinion on the adequacy and effectiveness of the University's arrangements for risk management, control and governance and for economy, efficiency and effectiveness (value for money) and the extent to which the Council can rely on these. In order to do so, the Internal Auditor will carry out, in accordance with relevant regulatory and ethical standards, an independent and objective appraisal of all of the University's internal control systems covering all of its activities, financial and otherwise. The Internal Auditor also provides a service to all levels of management by evaluating and reporting on the effectiveness of the University's control systems.
- 6.23.3 For day-to-day administrative purposes only, the Internal Auditor reports to the University Secretary. However, to ensure his or her independence from the University's management structures, the Internal Auditor must be independent of the Chief Operating Officer, and cannot report to him or her, and must at all times have the right of direct and unfettered access to the President, Chair of the Audit and Risk Committee, and the Chair of the Court and Council.
- 6.23.4 The University may be audited by the OfS Audit Service and may be visited by the National Audit Office.
- 6.23.5 The External and Internal Auditors, OfS and the National Audit Office all have unrestricted right of access to all University premises, assets, minutes, books of account, vouchers, documents, computer data, and any other relevant information. They have the right to verify assets and to have direct access to any employee or person responsible for the administration or management of University funds with whom it is felt necessary to raise and discuss such matters.
- 6.23.6 The University's audit arrangements are required to comply with the OfS Audit Code of Practice.

## 6.24 **Financial Ethics and Conflict of Interest**

- 6.24.1 University employees and others with responsibility for the administration or management of University funds should never use their authority or office for personal gain and should always seek to uphold and enhance the standing of the University.
- 6.24.2 No one may authorise any payment or other form of benefit (goods or services) from University funds (including re-imbursement of out-of-pocket expenses) to himself or to a member of his or her family, or to any person with whom they have a similarly close personal relationship (a "Connected Person") without prior written ratification by a higher authority.
- 6.24.3 Anyone having a personal interest in any transaction between the University or any Subsidiary Company and third parties (including partnerships and companies in which he or she or a Connected Person has a material stake) shall immediately disclose the nature and extent of their interest in writing to all University personnel involved in conducting the negotiation, and thereafter

must not take any part in determining the price or conditions associated with it. This duty of disclosure applies equally to any renewal or extension of such contract.

- 6.24.4 No person employed by a third-party organisation may, when acting on the University's behalf under power delegated in accordance with paragraph 6.3 of this Regulation, participate in any contractual negotiations undertaken between the University and their main employer.

6.25 **Fraudulent Irregularities, Bribery and Corruption and Whistleblowing**

- 6.25.1 Anyone who has reason to believe that a fraudulent or other irregularity with financial implications for any part of the University has or is about to take place (including those involving cash, stores, equipment, facilities, information, staff time, physical or intellectual property, non-disclosure of any personal, financial or beneficial interest as required under the University's Registers of Interests policy, etc.) is required to inform his or her Head of Department immediately, who must in turn notify the University Secretary or Chief Operating Officer. Matters concerning members of the Court or of the Council should in the first instance be referred to the University Secretary.
- 6.25.2 The University has a zero-tolerance approach to bribery and corruption. All staff are expected to comply with the University's anti-bribery and corruption policies and with related internal controls and procedures. Anyone who has reason to believe that a member of the University has either directly or through a third party offered, promised or given a bribe; requested, agreed to receive, or accepted a bribe; or offered, promised or given a bribe to a foreign public official in order to obtain, or retain, business, or an advantage in the conduct of business is required to inform his or her Head of Department immediately, who must in turn notify the University Secretary or Chief Operating Officer. Concerns or reports regarding money laundering should be made to the Money Laundering Reporting Officer in accordance with the University's Anti-Money Laundering Policy
- 6.25.3 Regulation 8 sets out the University's Policy and Response Plan for the Treatment of Fraud, Bribery, Corruption and Irregularities, and Regulation 9 sets out the Investigation of Public Interest Disclosures (whistle-blowing policy).

## 7. **LEGAL STATUS AND STATUTORY AND LEGAL RIGHTS**

This Regulation contains material derived from other sources which have a direct bearing on the Finance Ordinance (Ordinance 5) and Financial Matters Regulation (Regulation 6). Its text will be amended without formality whenever any of the underlying material is revised.

### **7.1 Incorporation, Legal Name and Address, Use of the University's Name, Crest, Logo and Trade Marks**

- 7.1.1 The University is an independent corporation whose legal status derives from a Royal Charter, originally granted under Letters Patent in 1907. A Supplementary Charter was granted in 2007. The Imperial College Acts 1997 and 1999 also provide primary legislative material. The full text of the University's Charter and Statutes may be viewed on the University website or obtained from the Secretary to the Council and Court.
- 7.1.2 The University's legal name is "the Imperial College of Science, Technology and Medicine." The constituent colleges, faculties, academic departments, centres and units have no independent existence as legal entities, though it is acceptable to use their names on letter headings etc., providing that the University's full legal name appears somewhere on any document which seeks to establish a contractual relationship with an outside party.
- 7.1.3 The words "Imperial College", "Imperial College of Science, Technology and Medicine" and "Imperial College London" are registered trademarks. The University's preferred brand identity is "Imperial College London".
- 7.1.4 The University crest is granted by the University of Heralds and is also a registered trade mark.
- 7.1.5 The trademarks may be used only with the University's prior written consent. The name and logo may be used routinely and without formality in connection with the academic work of University Departments. Use of the crest is reserved for uses that promote the heritage and history of the University, official sports team apparel and merchandise reflecting the University's heritage and history. All uses of the crest must be approved by the Communications and Public Affairs Division, and advice on its use should be sought from the Vice-President (Communications & Public Affairs).
- 7.1.6 The University's prior written consent to the use of the words must be obtained whenever it is proposed to use the words "Imperial College", "Imperial College London", or "the Imperial College of Science, Technology and Medicine" (either alone or as part of a longer name), and/ or the crest and/ or the logo, for any commercial purpose where the income does not accrue to the University, or for any social purpose. Applications should be addressed to the University Secretary.
- 7.1.7 By virtue of Section 10 of the Imperial College Act 1997, and Section 10 of the Imperial College Act 1999, the following names may not be used without the University's prior written consent:-
  - (a) National Heart and Lung Institute.
  - (b) Charing Cross and Westminster Medical School.
  - (c) Royal Postgraduate Medical School.



- (d) Wye College.
- (e) The College of St. Gregory and St. Martin at Wye.

## **7.2 Official Addresses**

- 7.2.1 The University has no registered office as such. The address for the delivery of legal documents is:-

The Faculty Building

Imperial College London

Exhibition Road

South Kensington

London SW7 2AZ

- 7.2.2 Such documents should be marked for the attention of the University Secretary or the Chief Operating Officer.
- 7.2.3 All Subsidiary Companies shall have the Faculty Building as their registered office, except where otherwise agreed by the Chief Operating Officer.
- 7.2.4 Neither the University's official address, nor that of any of its constituent faculties, divisions, departments, etc., may be used for the conduct of private business or as an office for social organisations, except with the University's written consent. It must not be used as the Registered Office for limited companies, or as the registration address for VAT or income tax matters, without the written consent of the Chief Operating Officer.

## **7.3 Charitable Status**

- 7.3.1 The University is an exempt charity (not a registered charity) by virtue of the Exempt Charities Order 1962, and Schedule 3 of the Charities Act 2011. This means that the University enjoys all the privileges of charitable status (including exemption from income and corporation tax on its activities to the extent that they are in support of its primary purposes) without the obligation to register with, or submit accounts and annual returns to, the Charity Commissioners. Although the University is an exempt charity it must still comply with the principles of charity law. Under the Charities Act 2006, the Office for Students (OfS) is responsible for ensuring compliance.
- 7.3.2 As an Exempt Charity, the University has no charity registration number.

## **7.4 Company Registration**

- 7.4.1 As a Chartered Corporation, the University is not required to register under the companies acts, or to file returns to Companies House. For information purposes only, however, it has been provided with the following reference number for company house searches, etc.: RC000231.

## **7.5 University Acting as an Agent**

Any work undertaken by the University acting as agent on behalf of others is also subject to this Regulation. Where an outside body wishes to impose requirements which would

lead to a contravention of this Ordinance the approval of the Chief Operating Officer must be obtained before any contract is signed or undertaking given. The Chief Operating Officer may, if he or she judges it necessary, require the proposal to be reported to the Audit and Risk Committee or to the Council before it is put into effect.

## 8. **POLICY AND RESPONSE PLAN FOR THE TREATMENT OF FRAUD, BRIBERY, CORRUPTION & IRREGULARITIES**

### 8.1 **Introduction**

- 8.1.1 The objective of this Policy is to safeguard the proper use of the University's finances and resources, including the finances and resources of its subsidiary companies. The University derives much of its income from public funds, benefactions and charitable organisations, and so has a particular responsibility to ensure that income and resources are used solely for the purposes intended.
- 8.1.2 As the aftermath of fraud is costly, time-consuming, disruptive and unpleasant, and may lead to unwelcome adverse publicity, a major thrust of this fraud policy is prevention.
- 8.1.3 The first line of defence for an organisation against fraudulent acts is the establishment and maintenance of carefully designed and consistently operated management procedures, which deny opportunities for fraud. In particular, management<sup>1</sup> has the prime responsibility for establishing internal control arrangements to minimise the risk of fraud and other irregularity within their areas of responsibility, and for providing staff with appropriate training.

### 8.2 **Definitions**

- 8.2.1 **Fraud** - For the purposes of this Policy, the definition of "fraud" is as covered in the Fraud Act 2006<sup>2</sup> and is characterised by dishonest acts, whereby the individual knowingly makes a false representation, or similar, with the intention of acquiring a gain for themselves and/ or others, or where the University is at the risk of a loss. It is important to note that the Fraud Act 2006 focuses on the 'intention' of the act, so Management in this context refers equally to both academic and administrative managers.

Many of the offences referred to as fraud were previously covered by the Theft Acts of 1968 and 1978 with fraud for practical purposes defined as the use of deception with the intention to obtain an advantage, avoid an obligation, or cause loss to another party. This definition implied deliberate intent and thus could exclude negligence. The Fraud Act 2006 makes it no longer necessary to prove a person has been deceived. The focus is now on the dishonest behaviour of the subject and their intent to make a gain or loss. Section 1 of the Fraud Act 2006 includes the following offences of fraud:-

- dishonestly making a false representation (i.e. untrue or misleading) with a view to gain for himself or with the intent to cause loss or to expose another to a risk of loss (Section 2);
- dishonestly (and with a view to gain or with intent to cause loss etc.) failing to disclose information when under a legal duty to disclose it (Section 3); and
- dishonest abuse of a position (and with a view to gain or with intent to cause loss etc.) (Section 4);

Section 11 of the Fraud Act also provides that obtaining services dishonestly can also constitute fraud.

whether there has been an actual gain or loss is immaterial to whether a fraud has been committed.

Additionally, for the purposes of this Policy, fraud includes acts such as forgery, theft, extortion, embezzlement, misappropriation, false representation, concealment of material facts and collusion.

8.2.2 **Corruption** - For the purposes of this Policy, “corruption” is defined as the “offering, giving, soliciting or acceptance of an inducement or reward, which may influence a person to act against the interest of the organisation”. Corruption relates to rewards or inducements, such as bribes.

8.2.3 **Bribery** – For the purposes of this Policy “Bribery” is defined as offering, promising or giving anything of value to influence a person to improperly perform a function or activity; or requesting or accepting anything of value as a reward for, or as an inducement to, act improperly. Bribes do not always involve cash and can also be gifts, hospitality and entertainment. Under the Bribery Act 2010 it is an offence to either directly or through a third party bribe another person; request, agree to receive, or accept a bribe; bribe a foreign public official in order to obtain, or retain, business, or an advantage in the conduct of business. The Act also includes a corporate offence of failing to prevent bribery. Offences under the Bribery Act are punishable with a custodial sentence and/or an unlimited fine. Further details on how to identify bribery and corruption, what preventative actions to take, and high-risk areas are set out in the annex to this Policy.

Fraud can be perpetrated by persons outside as well as inside an organisation.

Offences covered by the Proceeds of Crime Act 2002 and the Terrorism Act 2000 will usually be considered and investigated in accordance with the University’s Anti-Money Laundering Policy but, if appropriate, may also be considered and investigated in accordance with the procedures set out in this Policy.

### 8.3 University Policy

8.3.1 Fraud, bribery and corruption are a serious matter, and the University is committed to investigating all cases of suspected fraud, bribery or corruption. Any member of staff, regardless of their position or seniority, against whom prima facie evidence of fraud, bribery or corruption is found, will be subject to disciplinary procedures that may result in dismissal. The University will normally involve the police and may seek redress via civil proceedings, and in cases of money laundering the Anti-Money Laundering Policy will prescribe the necessary course of action. This Policy will apply to all members of the University, including those granted honorary staff status.

8.3.2 Any member of the University, staff or person of honorary status within the University who has reason to believe that a fraudulent, or any other irregularity has taken, or is about to take, place (including those involving cash, stores, equipment, facilities, information, staff time, physical or intellectual property, non-disclosure of any personal, financial or beneficial interest as required under the University Registers of Interests, etc.) is required to inform the University Secretary immediately. Reports of money laundering should be made to the Money Laundering Reporting Officer (MLRO) in accordance with the University’s Anti-Money Laundering Policy.

- 8.3.3 Similarly, anyone who has reason to believe that a member of the University has either directly or through a third party offered, promised or given a bribe; requested, agreed to receive, or accepted a bribe; or offered, promised or given a bribe to a foreign public official for any reason is required to inform the University Secretary immediately. Failure to report suspected fraud, bribery, corruption or money laundering to the MLRO or to the University Secretary, as appropriate, will itself constitute a breach of this Policy, which could result in disciplinary action, up to and including dismissal for gross misconduct.
- 8.3.4 On being notified, the University Secretary will inform the members of the Fraud Project Group immediately. Internal Audit may then be commissioned to undertake such investigations as are considered appropriate in line with the University's Fraud Response Plan. This may involve liaising with the University's Internal Security Department or (with the approval of the University Secretary) the police where necessary.

#### **8.4 Public Interest Disclosure Policy**

Anyone suspecting fraud may also make use the University's Public Interest Disclosure Policy, at Regulation 9 which provides protection against reprisal for any such disclosure.

#### **8.5 Fraud Response Plan**

##### **Purpose**

The purpose of this Fraud Response Plan is to define authority levels, responsibilities for action and reporting lines in the event of suspected fraud, bribery, corruption or irregularity. Those investigating a suspected fraud should:-

- aim to prevent further loss;
- establish and secure evidence necessary for criminal and disciplinary action;
- notify the Police and the HEFCE, where necessary;
- endeavour to recover any losses;
- take appropriate action against those responsible;
- deal with requests for references for employees who have been disciplined and/ or prosecuted for fraud;
- review the reasons for the incident, the measures taken to prevent a recurrence, and any action needed to strengthen future responses to fraud; and
- keep all personnel with a need to know suitably informed about the incident and the University's response.

##### **Initiating Action**

- 8.5.1 Any member of the University, staff or person of honorary status within the University who has reason to believe that a bribe, fraudulent, or any other irregularity has taken, or is about to take, place should report it as soon as possible to the University Secretary. This includes instances where you are offered a bribe by a third party, are asked to make one or suspect that this

may happen in the future, or if you believe that you are a victim of another form of unlawful bribery, fraud or corruption activity. The University aims to encourage openness and will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken.

- 8.5.2 No investigation shall commence without the authority of the University Secretary. Reports of money laundering should be made to the MLRO in accordance with the Anti-Money Laundering Policy. If the suspected incident involves the University Secretary, the incident should be reported to the MLRO or the Chief Operating Officer.
- 8.5.3 The University Secretary should, as soon as possible (and with the aim of acting within two working days), convene a meeting of the fraud project group to decide on the initial response. The Fraud Project Group will consist of the following individuals, using properly appointed deputies where necessary, and may be augmented by other members, such as the Vice-Provost (Education), the Director of ICT or the Head of Security as appropriate:
- (a) University Secretary (Chair)
  - (b) Director of Finance
  - (c) Director of Financial Services & Procurement
  - (d) Money Laundering Reporting Officer, where appropriate
  - (e) Internal Audit Manager
  - (f) Director of HR
- 8.5.4 If the actual or suspected incident concerns or implicates the Chief Operating Officer or a member of the University Management Board, it should be reported without delay to the President, Chair of Council and Chair of the Audit & Risk Committee. Should the incident concern or implicate any other member of the project group, the University Secretary will appoint a suitable substitute. If the incident concerns or implicates the University Secretary, the Chief Operating Officer will be responsible for implementing this Fraud Response Plan.
- 8.5.5 The project group will decide on the action to be taken. This will normally be an investigation led by the Internal Auditors or another qualified investigator appointed by the Internal Audit Manager for this purpose. A decision by the project group to initiate an investigation will constitute authority to the Internal Audit Manager to use time provided in the Internal Audit Plan for investigations, or contingency time, or to switch internal audit resources from planned audits. The report of the investigation and review of the circumstances surrounding the incident shall include those items listed in paragraph 9.3.

### **Investigation**

- 8.5.6 On the decision being made that an investigation will be undertaken, the Internal Audit Manager will either undertake, or nominate an appropriately qualified investigator to undertake, the investigation. The investigation will consist of, but not be limited to, the interviewing of all necessary witnesses by the investigator, and the collection and analysis of all relevant records available.

- 8.5.7 In the early stages of any fraud investigation the Internal Audit Manager, in conjunction with the investigator, will make an assessment on the appropriateness of referring the matter to the police.
- 8.5.8 Where necessary, the Internal Audit Manager and investigator will liaise with the Director of HR on matters that may concern or influence any disciplinary proceedings.
- 8.5.9 On conclusion of the fraud investigation an investigation report will be provided to the University Secretary and where necessary the Director of HR.

#### **Prevention Of Further Loss**

- 8.5.10 Where initial investigation provides reasonable grounds for suspecting a member or members of staff or others of fraud, the project group will decide how to prevent further loss. This may require the suspension of the suspect or suspects, under the appropriate disciplinary procedure. It may be necessary to plan the timing of suspension to prevent suspects from destroying or removing evidence that may be needed to support disciplinary or criminal action.
- 8.5.11 In these circumstances, the suspect or suspects will be approached unannounced and will be supervised at all times before leaving the University's premises. They should be allowed to collect personal property under supervision but should not be able to remove any property belonging to the University. Any security passes and keys to premises, offices and furniture will be returned. The Head of Security may be asked to advise on the best means of denying access to the University while suspects remain suspended, for example by changing locks, deactivating swipe cards and informing security staff not to admit the individuals to any part of the premises. Similarly, the Director of ICT may be instructed to withdraw without delay access permissions to the University's networks and computer systems.
- 8.5.12 The project group will consider whether it is necessary to investigate systems other than that which has given rise to suspicion, through which the suspect may have had opportunities to misappropriate the University's assets.

#### **Establishing and Securing Evidence**

- 8.5.13 Any member of staff or student alleged to have committed fraud will be subject to the University's disciplinary procedures. In addition, the University will normally refer such an individual to the police for possible prosecution through the criminal courts.
- 8.5.14 To ensure that disciplinary and/ or criminal proceedings may be pursued, The Internal Audit Manager will:
  - (a) take reasonable care to preserve evidence during any fraud investigation.
  - (b) ensure that staff involved in fraud investigations are familiar with and follow rules on the admissibility of documentary and other evidence in criminal proceedings.
- 8.5.15 The University's Head of Security will be responsible for establishing and maintaining contact with the police and will liaise with the Internal Audit

Manager and/ or the nominated fraud investigator prior to making any contact with the police on fraud related matters.

### **Recovery of Losses**

- 8.5.16 Recovering losses is a major objective of any fraud investigation. The Internal Audit Manager will ensure that in all fraud investigations the amount of any loss is quantified. Repayment of losses will be sought in all cases.
- 8.5.17 Where the loss is substantial, legal advice may be obtained about the need to freeze the suspect's assets through the court, pending conclusion of the investigation. Legal advice may also be obtained about prospects for recovering losses through the civil court, where the perpetrator refuses repayment. The University will normally seek to recover its costs in addition to any losses as a result of the fraud.

### **Reporting**

- 8.5.18 Any attempted, suspected or actual fraud or irregularity where the value of the loss, fraud or theft is in excess of £25,000 should be reported without delay to the Chair of the Council, the Chair of the Audit & Risk Committee and the External Audit Partner.
- 8.5.19 During the course of an investigation, the project group will provide a confidential report to the President, Chair of the Council, Chair of the Audit & Risk Committee and External Audit Partner on a monthly basis, unless the report recipients agree to less frequent reports. This report will include:-
- (a) a quantification of the likely losses.
  - (b) progress with recovery action.
  - (c) progress with disciplinary action.
  - (d) progress with criminal action.
  - (e) an estimate of the resources required to conclude the investigation.
  - (f) actions taken to prevent and detect similar incidents.
- 8.5.20 On completion of a special investigation, a written report, normally prepared by the Internal Audit Manager, shall be submitted to the Audit & Risk Committee containing.
- (a) a description of the incident, including the value of any loss, the people involved, and the means of perpetrating the fraud.
  - (b) measures proposed to reduce the likelihood of a recurrence with a follow-up report on whether the actions have been taken.
  - (c) any action needed to strengthen future responses to fraud.
- 8.5.21 The Vice-President (Communications & Public Affairs), in consultation with the University Secretary, will be responsible for dealing with any enquiries from the press and other media.



## **References for Employees or Students Disciplined or Prosecuted for Fraud**

- 8.5.22 Any request for a reference for a member of staff or a student who has been disciplined or prosecuted for fraud must be referred to the University Secretary for advice.

## **Review of Fraud Response Plan**

- 8.5.23 This Fraud Response Plan will be reviewed annually for fitness of purpose. Any recommended change will be reported to the Audit & Risk Committee for consideration and to the Council for approval.

## **Identifying Bribery and Corruption**

- 8.5.24 Bribes can take a number of forms, but typically they involve corrupt intent. Usually, both parties will benefit from the bribe. Common examples of bribery are:-

- suppliers offering 'incentives' or 'extras' to staff involved in the award of contracts;
- agents working for the University acting improperly;
- staff being asked for payments when travelling overseas such as to facilitate the shipping of equipment, or the arranging of visas and licences for overseas research; and
- students or staff working with sensitive subject matter or data being tempted to supply information or access for a fee.

- 8.5.25 Ingenious methods of making the payments are sometimes used by those involved, including moving the money through a number of offshore companies (that on the face of it have nothing to do with the intended recipient) registered in various jurisdictions. The secret nature of the agreement means that it is difficult for anyone other than those involved to know what is going on.

- 8.5.26 There are a number of indicators which may suggest that someone is involved in bribery or a corrupt activity. Examples of these indicators are:-

- pressure exerted for payments to be made urgently or ahead of schedule;
- unusual cash payments;
- private meetings with contractors or companies hoping to tender for contracts;
- lavish gifts being received;
- an official never takes or holidays or time off (even if ill), or insists on dealing with specific contractors him/herself;
- making unexpected or illogical decisions accepting projects or contracts;

- abusing decision process or delegated powers in specific cases;
- agreeing contracts not favourable to the University either in respect of terms or time period;
- unexplained preference for certain contractors;
- avoidance of independent checks on processes;
- raising barriers around specific roles or departments which are key in the tendering/contracting process;
- bypassing normal tendering/contractors' procedure;
- invoices being agreed in excess of contract without reasonable cause;
- missing documents or records regarding meetings or decisions; and
- college guidelines not being followed.

## **8.6 What steps should University employees and other members of the University take to prevent bribery and corruption?**

### **8.6.1 Risk Assessment**

- (a) All staff and other members of University should regularly assess the vulnerability of their activities, particularly overseas activities on an ongoing basis and discuss potential vulnerabilities with their line manager, or if appropriate, the Chief Operating Officer or University Secretary.
- (b) Bribery and fraud risk should be regularly assessed by individual Faculties, departments and committees as well as by the Risk Committee.
- (c) Significant transactions – those that are of high value, or assessed to be high risk, or high profile – should always be subject to a specific bribery and fraud risk assessment.
- (d) Proportionate preventative and detective controls should be identified and implemented, together with regular reviews to determine their efficacy.
- (e) Where risk assessments indicate a significant risk that bribery or fraud might occur appropriate due diligence must be conducted prior to proceeding with the relevant transaction.

### **8.6.2 Accurate books and record keeping**

Many serious bribery and corruption offences have been found to involve some degree of inaccurate record-keeping. Accurate records and financial reporting must be maintained for all activities and for all third party representatives acting on behalf of the University. False, misleading or inaccurate records of any kind could potentially damage the reputation of the University.

#### **8.6.3 Effective monitoring and internal control**

It is essential to ensure that where any risks of bribery or corruption are identified and highlighted that procedures are reviewed and amended as necessary to help mitigate these risks.

#### **8.6.4 Third parties**

Third parties acting for, or providing services on behalf of, the University are expected not to commit bribery or fraud and should be advised to familiarise themselves with the provisions of this Policy.

### **8.7 What are the areas of high risk?**

#### **8.7.1 Gifts, entertainment and hospitality**

University employees should be familiar with the University's policy on the acceptance of gifts and hospitality by staff, which sets out the process required to record gifts and hospitality and the circumstances under which gifts and hospitality should be refused.

#### **8.7.2 Facilitation payments**

In many countries, it is customary business practice to make payments or gifts of small value to junior government officials in order to facilitate or speed up a routine action or process. Such payments are not permitted under this Policy and if any such payment is made (whether under duress or otherwise) it should be reported. Where such a payment is made under genuine duress or fear for safety, it may form a legal defence – however, this is a complex area and should not be relied on lightly.

#### **8.7.3 Use of third-party representatives**

The University is responsible for ensuring that any third parties (such as agents) are familiar with this Policy. When a third party is engaged by the University, staff should carry out an evaluation to determine if the activity that the third party is involved with carries any risk of bribery.

## 9. PUBLIC INTEREST DISCLOSURE (WHISTLEBLOWING) POLICY

### Preamble

- 9.1 The University is committed to the highest standards of openness, probity and accountability. It seeks to conduct its affairs in a responsible manner, taking into account the requirements of the funding bodies and the standards in public life set out in the reports of the Committee on Standards in Public Life. This Policy constitutes the University's policy on, and procedures for, dealing with instances of Public Interest Disclosure and is intended to satisfy the recommendation made by the Nolan Committee that local public spending bodies, such as the University, should institute codes of practice on "whistle blowing", that is, allegations made by individuals relating to the running of the institution or the activities of colleagues within the institution.
- 9.2 It is a University requirement that an employee will not disclose confidential information about the University's affairs. However, where an individual discovers information which he or she believes shows malpractice or wrongdoing within the University, then that information should be disclosed without fear of reprisal, and may be made independently of line management. Under the Public Interest Disclosure Act 1998 an employee making a qualifying disclosure is protected against being dismissed or penalised by their employers as a result of disclosing such concerns publicly, while a worker (1) is protected from suffering any detriment as a result of making a protected disclosure. This means that, where a disclosure is made to the University, the person making the disclosure ("**the whistleblower**") will be protected if he or she has a reasonable belief that malpractice has occurred, is occurring or is likely to occur and that disclosure is in the public interest.
- 9.3 The Public Interest Disclosure Act also protects disclosures made to certain prescribed regulatory bodies such as the Health and Safety Executive, the Inland Revenue and the Financial Services Authority, where the whistleblower reasonably believes that the information and any allegations in it are substantially true and that disclosure is in the public interest. Wider disclosures (e.g. to the police, the media, MPs, and non-prescribed regulators) may be protected if, in addition, they are reasonable in all the circumstances and they are not made for personal gain, the whistleblower reasonably believed he or she would be victimised if the matter was raised internally or with a prescribed regulator, reasonably believed a cover-up was likely and there was no prescribed regulator; or had already raised the matter internally or with a prescribed regulator.
- 9.4 This Policy is intended to assist individuals who believe they have discovered malpractice or impropriety in Imperial College London. It is not designed to allow them to question financial, strategic or business decisions taken by the University; nor may it be used to enable them to require reconsideration of any matters which should have already been addressed under the University's grievance or disciplinary procedures. Where an employee making a qualifying disclosure is seeking personal redress as a result of the disclosure, the complaint should be considered under the University's grievance procedures. There is an expectation that workers and other members of the University will follow the provisions of this Policy rather than make their disclosures outside the University.
- 9.5 Although the protections provided by the Public Interest Disclosure Act only apply to workers, as defined in the Act, it is expected that other members of the University, such as Governors and students as well as volunteers and self-employed persons providing services for the University will use the

procedures set out in this Policy to disclose to the University any information which they believe shows malpractice or impropriety in the University.

- 9.6 A worker who has discovered information which he or she believes shows malpractice or wrongdoing has a duty to bring this to the attention of the University. Normally this will be achieved by raising the matter with the appropriate University Officer, usually the worker's Head of the Faculty/ Department/ Division, concerned in the matter. The University recognises that the majority of such cases will be dealt with by this means. There will, however, be instances when the nature of the alleged malpractice or wrongdoing is such that the employee considers it necessary to make use of these Procedures. The University Officer receiving a disclosure should consider whether it falls within the criteria set out in paragraph 9.9 below. If so, the University Officer should inform the University Secretary about the disclosure and, in consultation with the University Secretary, consider whether it should be investigated in accordance with the procedures set out in paragraphs 9.18 – 9.33 below.
- 9.7 If a worker believes that he or she has discovered information which may show evidence of malpractice or wrongdoing, he or she may discuss their concerns in confidence with the University Secretary or the Director of HR before making a disclosure under this Policy. In certain circumstances, a worker may also wish to discuss his or her concerns with employees' representatives in the University (i.e. UCU, UNISON or UNITE) or with the organisation Public Concern at Work, before making a disclosure. (2)

### **Scope of Policy**

- 9.8 This Policy is designed to enable workers and other members of the University to raise, at a high level, concerns or to disclose information which the whistleblower believes shows malpractice or impropriety.
- 9.9 The University has a number of related policies and procedures already in place, including those for grievance and discipline, scientific misconduct and the treatment of fraud, corruption and irregularities. Allegations which fall within the scope of those procedures should normally be made and considered in accordance with them. This Policy is intended to cover concerns which are in the public interest and may (at least initially) be investigated separately, but might then revert to such other existing procedures. Examples of these types of concern include instances where the whistleblower has a reasonable belief that tends to show one or more of the following:-
- 9.9.1 That a criminal offence has been committed, is being committed, or is likely to be committed;
- 9.9.2 That a person has failed, is failing, or is likely to fail to comply with any legal obligation or with any obligation under the University's Statutes, Ordinances and/ or Regulations to which he or she is subject;
- 9.9.3 That a miscarriage of justice has occurred or is likely to occur;
- 9.9.4 That the health and safety of an individual or individuals has been or is likely to be endangered.
- 9.9.5 That the environment has been or is likely to be endangered;

- 9.9.6 That financial or non-financial maladministration and/ or malpractice has been committed, is being committed or is likely to be committed;
- 9.9.7 That information tending to show any matter set out above has been, is being or is likely to be deliberately concealed.
- 9.9.8 That disclosure is in the public interest.

### **Principles**

- 9.10 No detrimental action of any kind will be taken against a person making a disclosure of the nature described above, provided that the disclosure is:-
  - 9.10.1 Made in the reasonable belief of the whistleblower that it is "substantially true" and tends to show malpractice;
  - 9.10.2 Not made for personal gain;
  - 9.10.3 Made in the public interest; and
  - 9.10.4 Made to an appropriate person or body as defined in paragraphs 9.15 to 9.17 of this Policy.
- 9.11 The University will treat all disclosures made in accordance with these procedures in a confidential and sensitive manner. The identity of the whistleblower will be kept confidential, if so requested, for as long as possible provided that this does not hinder or frustrate a proper investigation. However, the investigation process may reveal the source of the information, and the whistleblower may need to provide a statement as part of the evidence required. If further action is taken under the University's disciplinary or other procedures as a result of the disclosure, the whistleblower may also be required to provide a statement or give evidence as part of that process.
- 9.12 The University expects the whistleblower and all others involved in the consideration of the disclosure to act sensibly and appropriately and to keep the nature of the disclosure and the identity of those involved confidential. A worker who makes a qualifying disclosure under the Act has the right not to suffer any detriment; victimisation of a genuine whistleblower will therefore be treated as a disciplinary offence. Similarly, it will also be a disciplinary offence for someone to maliciously make false or vexatious allegations.
- 9.13 Where a disclosure concerns another or other members of staff of the University, the person or persons identified in the disclosure will be informed of the allegation and of the evidence supporting it and will be allowed to comment before any investigation, or further action, is concluded - except in cases of alleged fraud or where there is a criminal investigation where this could provide the individual(s) concerned with an opportunity to destroy or conceal evidence.
- 9.14 Individuals are encouraged to put their name to any disclosure they make. Anonymous disclosures may be reported, investigated and acted upon or may be set aside at the discretion of the University, having regard to the seriousness of the issues raised, the credibility of the disclosure, the prospect of being able to conduct a proper investigation, and fairness to any individual mentioned in the disclosure.

- 9.15 Investigations should not be carried out by the person who will have to reach a decision on the matter. Any investigations are to be conducted as sensitively and as speedily as possible, having regard to the nature and complexity of the disclosure.
- 9.16 An official written record will be kept of each stage of the procedure.
- 9.17 The University Secretary may review this Policy following the conclusion of an investigation if any procedural or other problems were experienced during the course of the investigation, or if there is a change to best practice or national guidance in respect of public interest disclosures. The University 's trades unions will normally be consulted on any substantive changes proposed to this Policy.

## **The Procedure**

### **STEP 1**

- 9.18 A person who believes that they have discovered evidence of malpractice within the University should make a disclosure in writing to the University Secretary and as the Designated Person under this Policy. The University Secretary will, as soon as is practicable, inform the President and the Chair of the Council of the disclosure except where:-
- 9.18.1 The allegation of misconduct concerns the President or the Chair; or
- 9.18.2 The President or the Chair is likely to be involved at any subsequent hearing or appeal.
- 9.19 In cases where financial malpractice is alleged, the University Secretary shall act throughout in close consultation with the President, as the Accounting Officer for the University's public funding, and with the University 's Internal Auditors.
- 9.20 If the allegation concerns the actions of the University Secretary, or the whistleblower otherwise considers it inappropriate to refer the matter to the University Secretary, the disclosure should be made directly to the President. The President will then act as the Designated Person and inform the Chair of the Council of the disclosure, except where the provisions noted under paragraph 9.18 above apply. The President will normally consult with the University 's Internal Auditors in the event of a matter arising under the provisions of the University's Financial Ordinance, Regulations and Procedures or the University Policy and Response Plan for the Treatment of Fraud, Bribery, Corruption & Irregularities.
- 9.21 If the allegation concerns the actions of the President, or the whistleblower has grounds to consider it inappropriate to refer the matter to the University Secretary or the President, the disclosure should be made to either the Chair of the Audit & Risk Committee, where the allegation falls within the terms of reference of that Committee, or directly to the Chair of the Council. Whichever Chair receives a disclosure will then become the Designated Person for the purpose of these procedures.

### **STEP 2**

- 9.22 The Designated Person to whom the disclosure has been addressed will decide, after conducting a risk assessment and after appropriate consultation,

whether the matter is to be investigated further and will determine the form such an investigation will take. This would normally be:-

9.22.1 To investigate the matter internally; or,

9.22.2 To refer the matter directly to the police or other outside body;

9.23 Although a preliminary internal investigation will usually be necessary first, some disclosures may require immediate referral to an outside body for consideration and investigation (for example, the Police, the General Medical Council, the Health and Safety Executive, the Disclosure & Barring Service (DBS), children's social services, the Local Authority Designated Officer (LADO) the National Audit Office, or the Office for Students).

9.24 Where the matter is to be the subject of an internal investigation, the Designated Person will then consider how best to determine whether there is a prima facie case to answer. In doing so, the Designated Person should decide:

9.24.1 Who should be appointed as the "Investigating Officer" to undertake the investigation; (3)

9.24.2 The procedure to be followed for the investigation; and,

9.24.3 The scope and nature of the concluding report.

9.25 Where the allegation concerns a breach of the University 's Financial Ordinance, Regulations and/ or Procedures, the University's Internal Auditor will normally undertake this investigation as the Investigating Officer.

9.26 Where the allegation does not involve a breach of the University's Financial Ordinances, Regulations and/ or Procedures, the investigation may be undertaken by another member of staff of the University appointed as the Investigating Officer by the Designated Person for this purpose.

9.27 Where a decision is taken not to investigate or take any further action, the whistleblower and the Audit & Risk Committee should be so informed.

### **STEP 3**

9.28 The Investigating Officer will report his or her findings in writing to the Designated Person who will, as a result of this report, determine whether there is a prima facie case to answer and, if so, what further action may be required. This may include:

9.28.1 Appropriate management action to correct the error;

9.28.2 Further action under the University 's Disciplinary Procedures;

9.28.3 Further action under the University's Policy and Procedures for the Investigation of Allegations of Research Misconduct; or,

9.28.4 Referral to an outside body such as the police, the General Medical Council, the Health and Safety Executive, the Disclosure and Barring Service (DBS), children's social services, the Local Authority Designated Officer (LADO), the National Audit Office, the Office for Students;



- 9.29 The Designated Person will inform the whistleblower in writing of what action, if any, is to be taken. Where the Designated Person's decision is that no action is to be taken the whistleblower shall be informed of the reasons for this.

#### **STEP 4**

- 9.30 Where the decision is to confirm that no further action is to be taken the whistleblower has the right to raise their concern in good faith with an external body, such as the Office for Students, or the University's external auditors, provided they have sufficient evidence to support their concern.
- 9.31 However, the University would strongly advise that, before reporting a concern externally, the complainant seeks advice from one of the following:-
- 9.31.1 Employees' representatives in the University: i.e. UCU, UNISON or UNITE.
- 9.31.2 Public Concern at Work (see Annex B below).

#### **Reporting the Outcomes**

- 9.32 A report of all disclosures and any subsequent action taken will be made by the Designated Person who will retain such reports for a period of 6 years. A report of all disclosures and of the outcomes of any investigation will be made to the Audit & Risk Committee in confidence. Where the issue falls within its terms of reference or within the scope of the University Fraud Policy the Committee will receive a detailed report. In all other cases the Committee will receive a summary report so as to monitor the effectiveness of these procedures.
- 9.33 The University Secretary will maintain a register of all confirmed Public Interest Disclosure cases which are investigated within the University. This Register will be available for external inspection and should include the following information:-
- 9.33.1 the date the disclosure was made;
- 9.33.2 the file reference number;
- 9.33.3 the type of allegation made;
- 9.33.4 the potential risks to the University; and
- 9.33.5 the status of the investigation.

#### **Complaints of Retaliation as a Result of a Disclosure**

- 9.34 Under the Public Interest Disclosure Act 1998, a worker who makes a qualifying disclosure under the Act has the right not to suffer any detriment as a result of that disclosure. In addition, an employee who makes a qualifying disclosure also has the right not to be dismissed as a result of that disclosure.
- 9.35 If a worker who has made a qualifying disclosure feels that, as a result of that disclosure, he or she has suffered adverse treatment should submit a complaint under the University's grievance procedure, which will then be investigated under that procedure. A worker who has suffered a detriment as a result of a disclosure also has the right to submit a complaint to an

employment tribunal. It will be for the Tribunal to determine the facts of the case including whether a "qualifying disclosure" as defined under the Act, had been made, and any appropriate remedy for the worker.

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Revisions approved by the Council, 14 September 2018

See Annex A - Key University Contacts Under the Policy

See Annex B - Public Concern at Work

### **Notes**

The Public Interest Disclosure Act 1998 provides protection for "workers" rather than just "employees". This means that, in addition to all University employees, the protections provided by the Act apply to any contractors, trainees or agency staff working at the University who make a qualifying disclosure. However, these protections do not include the genuinely self-employed or volunteers.

Public Concern at Work (PCaW) is an independent authority on public interest whistleblowing, which was established as a charity in 1993. PCaW promotes compliance with the law and good practice in organisations across all sectors. PCaW offers free advice to people concerned about danger or malpractice in the workplace but who are unsure whether or how to raise the matter.

Where the Designated Person is either the Chair of the Council or the Chair of the Audit & Risk Committee and the allegation concerns senior members of the University, the Investigating Officer may be an independent person.

10. **PROCEDURE FOR THE IDENTIFICATION AND TRANSFER OF NON-CORE ASSETS**

10.1. Non-Core Assets are:

10.1.1. assets required to support specific donations and gifts where the Council acts in the capacity of trustee, and

10.1.2. any asset that is legally and beneficially owned by the University where: -

10.1.2.1. the asset is not required for the core academic mission of the University; and

10.1.2.2. the asset is not required to provide services ancillary to the core academic mission; and

10.1.2.3. *in extremis*, the asset could be sold or otherwise disposed of solely for investment purposes without detriment to the academic mission of the University; and

10.1.2.4. there is no restriction by the University on the use of the asset; and

10.1.2.5. there is no other reason that the asset should not be considered to be a Non-Core Asset.

10.2. Responsibility for the management of Non-Core Assets may be retained by the University or transferred to the Endowment.

10.3. The Endowment Board shall set quarterly dates (the "Transfer Date") on which additional Non-Core Assets can be transferred into the Endowment.

10.4. Where an asset has been identified as a potential Non-Core Asset, the Endowment Board and the President will take steps to agree: -

10.4.1. whether the asset falls within the definition of a Non-Core Asset; and

10.4.2. whether the Non-Core Asset should be transferred to the Endowment or retained by the University; and

10.4.3. the value of the asset on transfer; and

10.4.4. the University Department/ Division that will be nominated as the Unit holder on transfer.

10.5. Where the Endowment Board and the President agree that a Non-Core Asset should be transferred to the Endowment in accordance with the process set out in paragraph 10.4 above, the asset shall be formally transferred into the Endowment at the next available Transfer Date.

10.6. A schedule of all the assets which have been designated, and those which it is proposed be designated, as Non-Core Assets held in the Endowment will be maintained by the University, and submitted annually to the Council as part of the Endowment Board's Annual Report to the Council, or when it is proposed to transfer a non-core asset to the Endowment. The Council shall be asked to ratify the decision to class the assets as Non-Core Assets held in the Endowment.

10.7. Where the Council does not ratify the decision to class the assets as Non-Core Assets held in the Endowment, the transfer will be reversed with effect from the relevant Transfer Date.

- 10.8. Non-Core Assets that are retained and managed by the University, will be subject to the same financial controls and approval processes and limits as other University assets as set out in the Finance Ordinance (Ordinance 5), and in the Financial Matters Regulation (Regulation 6).

#### **Withdrawal of Equity held in the President's Fund**

- 10.9 The President's Fund is an unrestricted fund held as a Non-Core asset within the Endowment. Withdrawals from the President's Fund shall be executed as cash transfers unless otherwise agreed between the Endowment Board and the President.
- 10.10 The Council shall approve all withdrawals from the President's Fund, with the following exception:
- 10.10.1 That Finance Committee approve withdrawals from the President's Fund up to £30 million for any single withdrawal event, or up to 15% of the average value of the President's Fund's assets over any rolling five-year period.
- 10.11 In cases where the President's Fund is required to act as an equity provider of last resort, final approval shall rest solely with the Council. In such instances, the responsibility for escalating the proposal to Council shall be jointly held by the President and a Chair of a Council Committee (normally the Chair of the Finance Committee).
- 10.12 For material withdrawals, the Endowment Board and the President shall be responsible for agreeing on an implementation and phasing plan. This plan shall:
- 10.12.1 Meet the redemption requirement.
- 10.12.2 Mitigate any negative impacts on the remainder of the Unitised Scheme.
- 10.13 The agreed plan shall be submitted to the Finance Committee for oversight and monitoring.

#### **Non-Core Property Assets**

- 10.14 Subject to final approval by the Council, the Endowment may acquire material capital (property) assets which have been designated as Non-Core Assets. Where the capital receipts from the disposal are required to meet the funding needs of the University's approved Capital Plan, or for the University to maintain its agreed assets to liabilities ratio, the Endowment will be given the option to acquire the asset for cash at an independently agreed market value. If the Endowment declines the opportunity to acquire the asset for cash, the University may then realise the value of the asset by sale or by other means of disposal.
- 10.15 No interest in any material property asset may be disposed of by the Endowment prior to the formal ratification of the transfer by the Council.

11. **APPOINTMENT OF THE PRESIDENT**

- 11.1 The Secretary to the Council shall be Secretary to the Committee. If the Secretary is unable to act, the Secretary shall be another University Officer, not being a member of the Council.
- 11.2 Neither the President nor any candidate for the office of President shall be a member of the Search Committee for the President. Notwithstanding other provisions in the Regulations, only members of the Committee and its Secretary may be present at meetings of the Committee. A member of the Committee becoming a candidate for the office of President shall cease to be a member.
- 11.3 A meeting of the Committee may be held provided the Chair and two other members are present. The Committee shall not normally meet if the Chair cannot be present. If, in the opinion of the Secretary, it is urgent that the Committee should meet even though the Chair cannot be present, the Deputy Chair of the Council shall serve as chair until the Chair is able to act and shall have the powers of the Chair in respect of the Committee.
- 11.4 Decisions of the Committee shall be taken by a simple majority of those present and voting, except that the Chair shall have a second and casting vote. All decisions shall be presented as decisions of the Committee without reference to any division of opinion.
- 11.5 The proceedings of the Committee, except its recommendation, shall be confidential.
- 11.6 If the Committee is informed that the President is eligible for a further period of office and the President has indicated his or her willingness to serve for a further period, the Committee may decide without considering other candidates to recommend to the Council the reappointment of the President for a defined period. If the President is not eligible or does not wish to serve for a further term or if the Committee at that stage does not wish to recommend the reappointment of the President, the Committee shall invite members of the Council to submit to the Secretary within a reasonable time the names of any persons whom they wish to be considered by the Committee. The Committee may also, at its discretion, invite applications or nominations from elsewhere within and outside the University.
- 11.7 Before the Committee recommends to the Council the appointment of a President the Chair shall obtain the candidate's agreement to serve if the appointment is confirmed.
- 11.8 The Council shall consider the recommendation of the Committee and shall appoint the President for such a period of office as it shall determine.
- 11.9 If the Council does not accept the Committee's recommendation, the Secretary shall arrange for further applications or nominations and shall continue to do so until the Committee is able to make a further recommendation to the Council for the appointment of a President.

12. **OFFICERS OF THE UNIVERSITY**

- 12.1 Statute 5 designates the President, the Provost, the Chief Operating Officer (or, if unappointed, the Chief Financial Officer), and the University Secretary (or University Secretary and Registrar) as Officers of the University. It also grants the Council the authority to designate additional University posts as Officers, responsible for discharging duties assigned by the President.
- 12.2 Accordingly, in addition to the above, the members of the University Management Board (as established in Regulation 5) shall be University Officers.
- 12.3 A person designated as a University Officer by the Council shall retain that title only for as long as they hold their designated post on the University Management Board.

Associated documents

Ordinance 12	Use of the Common Seal
Council Regulation 2	Declaration of Members' Interests
Council Regulation 6.21	Private work

### **13. COMPLAINTS AGAINST THE PRESIDENT AND PROVOST (POLICY AND PROCEDURE)**

#### **13.1 Introduction**

- 13.1.1 At the heart of our institutional culture is the principle that all members of our community regardless of seniority or professional status should treat each other and third parties with dignity, respect, and honesty. These principles are underwritten by the University's Ethics Code. The University's Whistleblowing Policy encourages individuals to raise serious concerns about wrongdoing or malpractice internally without fear of victimisation, discrimination, or dismissal.
- 13.1.2 This policy recognises that trust in our leadership is paramount, and senior leaders should be held accountable to the highest standards of conduct given their significant influence on the university's community and culture, and on our reputation in the world. It has been designed following internal consultation with our community and incorporates the advice of an independent governance review conducted in 2022.

#### **13.2 Objective**

- 13.2.1 The objective of this policy is to uphold the University's integrity, accountability, and transparency at the highest level.
- 13.2.2 The procedure below provides guidance on how complaints against the President or Provost should be handled and aims to do this effectively and promptly, maintaining a culture of openness, honesty, integrity, and accountability within our community. The complaints procedure will ensure confidentiality, impartiality, fair treatment and due process for all parties involved.

#### **13.3 Procedure**

- 13.3.1 The President's or Provost's office (as applicable) will not participate in the communication or administration of the following procedure. Complaints against the President or Provost should be managed by the University Secretary's Office, reporting to the Chair and, through the Chair, to Council.
- A complaint against the President or Provost should be addressed to the University Secretary and General Counsel: [college.secretary@imperial.ac.uk](mailto:college.secretary@imperial.ac.uk)
  - The University Secretary's Office will notify the Chair of Council and assess the details of the allegations
  - Where it is identified that a complaint is serious and requires investigation, the University Secretary's Office will support the Chair of Council in holding a special meeting of the Council to brief all members, excluding any members with a conflict of interest in the matter. Such a meeting should include discussion of the following:-
    - Suspension on full pay should be considered for the President or Provost (as applicable) during the investigation process to maintain neutrality
    - Council should agree, with legal and communications advice, a communications strategy to keep the Council,

the community and, where appropriate, the public informed. As part of this communications strategy, the Council should be visible to the community through regular communication

- Early consideration on advice as to whether an Office for Students (OfS) notifiable event has occurred
- Council needs to bear fit and proper person OfS requirements in mind where a Council member(s) is the subject of a serious complaint, although generally only at the conclusion of due process
- Any regulatory intervention such as from the OfS or Information Commissioner's Office (ICO) in relation to a complaint about the President should be communicated to the whole Council (including any members who have declared an interest) in full as soon as reasonably possible. Unless the President has been relieved of Accounting Officer responsibilities, this would have, to include the President, but the Chair should oversee the response
- At this point, the Council will decide whether it is appropriate and expedient to establish a committee to manage the investigation and oversee preparation of regular communications. In the event the Council decides to form such a committee, this will be a diverse group of members, including student, academic, and professional services staff representatives, and the Council should agree its Terms of Reference
- The Council (and, if applicable, its committee) will take legal, communications and other professional advice as appropriate in investigating the allegations. This will include access, subject to emergency procurement procedures, to external counsel and other appropriate advisors if not available in the University or compromised because of the matter under investigation
- The risk of disclosure of confidential information should be managed using appropriate ways and means including non-disclosure agreements, numbered papers collected in, or an invitation to read sensitive documents in a designated room with a trusted third party present
- Where a committee has been established to manage the investigation, this will meet regularly and report promptly on all of its proceedings to the Council
- Regular communications should be reviewed and approved by Council (excluding any conflicted members) or its committee, so that the University community is kept informed to the fullest extent possible of the progress of the investigation in a clear and timely manner



- All communications will respect confidentiality requirements and include a clear explanation as to any legal constraints on what information can and cannot be communicated

## 14. **PROFESSORS, READERS AND TEACHERS**

### 14.1 **Professors and Readers**

- 14.1.1 The University may establish Chairs and Readerships and may disestablish, rename or otherwise modify Chairs and Readerships, subject to the terms of any relevant Trust Deeds.
- 14.1.2 A person may be appointed as a Professor or Reader of Imperial College London who is, or will become on a specified date, an employee of the University.
- 14.1.3 The title of Professor or Reader of Imperial College London may be conferred on:-
- (a) an employee of the University who is already a member of the academic staff;
  - (b) a consultant in the National Health Service who is not employed by the University and who meets the additional criteria set out in the University's Academic Staff Appointments and Promotions Procedures; and
  - (c) an employee of a research council or similar organisation who meets the additional criteria set out in the University's Academic Staff Appointments and Promotions Procedures.

### 14.2 **Criteria for Professors and Readers**

- 14.2.1 The following criteria shall apply to all appointments and conferral of title:-
- (a) **Professors.** In appointing a person as a Professor or conferring the title of Professor, regard shall be had to the person's national and international standing in the relevant subject or profession as established by outstanding contributions to its advancement through publications, creative work or other
- Exceptionally, at the discretion of the Provost and following receipt of a reasoned application, 'research
- council or similar organisation' may be deemed to include an appropriate other organisation not strictly
- embraced within that description.
- appropriate forms of scholarship or performance, the advancement of learning and through teaching and administration.
- (b) **Readers.** In appointing a person as a Reader or conferring the title of Reader, regard shall be had to the person's standing and promise in the relevant subject or profession as established by important contributions to its advancement through publications, creative work or other appropriate forms of scholarship or performance, and through the advancement of learning and teaching. Other contributions to the work of the University, learned societies and other relevant bodies may also be taken into account.

#### **14.3 Procedures for Appointing and Promoting Professors and Readers**

Procedures for appointing and promoting persons as Professors and Readers shall be set out in the University's Academic Appointments and Promotions Procedures.

#### **14.4 Professorial Title for the President and Provost**

14.4.1 The title of Professor of Imperial College London may be conferred on the President or Provost provided that the President or Provost:-

- (a) Has previously held a professorial title at a university;
- (b) Satisfies the criteria for Professors laid down in University procedures; and
- (c) Plans to continue his or her academic work and has the necessary facilities for his or her research.

#### **14.5 Emeritus Titles**

The University's Honorary Titles Procedures shall set out the procedures and criteria for:-

14.5.1 the conferral of the title of Emeritus Professor or Emeritus Reader of Imperial University London upon retiring Professors or Readers respectively; and

14.5.2 the withdrawal of Emeritus titles.

#### **14.6 Visiting Professors and Visiting Readers and Honorary Professors and Honorary Readers**

The University's Honorary Titles Procedures shall set out the procedures and criteria for:-

14.6.1 the conferral of the title of Visiting Professor, Visiting Reader, Honorary Professor and Honorary Reader for defined but renewable periods on persons who are judged to be of appropriate distinction and whose connection with the University is appropriate to such titles; and

14.6.2 the withdrawal of the above titles.

15. **THE DEFINITION, ELECTION AND RESPONSIBILITIES OF COLLEGE CONSULS AND PROCONSULS**

This Regulation applies to the College Consuls of the Faculties of Engineering and the Business School; Natural Sciences and cross University; and Medicine.

**15.1 Introduction**

- 15.1.1 College Consuls are Professors of the University who, having been elected by the senior academic members of their constituency, enjoy the confidence of their colleagues, and may therefore be expected to act as a conduit for academic opinion which complements that coming through the management structure.
- 15.1.2 College Consuls are not members of 'line management' and do not, for example, stand between the Provost, the Deans of the Faculties and Heads of Department or Heads of Division.
- 15.1.3 Consuls serve a non-executive role as spokesmen or spokeswomanes and advisors, although several administrative responsibilities are also assigned to them. The work of Consuls normally occupies half their time (0.5 FTE).
- 15.1.4 There shall be two College Consuls for each of the Faculties of Engineering and the Business School; Natural Sciences and cross University; and Medicine. At least one of the Consuls for Medicine will be clinically qualified.
- 15.1.5 In addition to the six elected College Consuls, a Senior College Consul is chosen by the Consuls to coordinate their work and to represent them. In addition, there are up to five Proconsuls, former Consuls with a lighter workload able to support the Consuls.
- 15.1.6 The Senior College Consul and the Proconsuls are elected solely by the College Consuls.

**15.2 Constituencies**

- 15.2.1 The Constituency for the election of the College Consuls for the Faculty of Engineering shall comprise the Faculty of Engineering and the Imperial College Business School.
- 15.2.2 The Constituency for the election of the College Consuls for the Faculty of Natural Sciences shall comprise the Faculty of Natural Sciences and cross University organisations, such as those which form part of the Education Office.
- 15.2.3 The Constituency for the election of the College Consuls for the Faculty of Medicine shall comprise the Faculty of Medicine.

**15.3 Election of College Consuls**

- 15.3.1 College Consuls shall be elected by the Professors, Readers and Senior Lecturers (Professors and Associate Professors in the Business School) in the Academic job family, and the 6 and 7 level roles, Principal Teaching Fellows, Senior Teaching Fellows in the Teaching and Learning job family, and Professors of Education and Readers/Associate Professors of Education in the Educational Research pathway, of their respective constituencies.

- 15.3.2 Those who agree to stand for election as a Consul (from this Electorate) are established Professors who are prepared to commit half of their time to serving the broader academic community across Imperial College.
- 15.3.3 College Consuls shall normally serve for a term of office of three years commencing on 1st September. A former College Consul is eligible for re-election after one year out of office except that, where an outgoing College Consul has served for less than two years having been elected to complete a term of office relinquished early by another College Consul, he or she is eligible to stand for election for the ensuing period of office. Exceptionally, a Consul may be asked by the Provost to remain in post for an additional year (e.g., if no replacement can be found, duties have been interrupted or to regularize the cycle of appointments).
- 15.3.4 A College Consul or Proconsul may not hold office concurrently as Provost, Dean, Vice Dean, Head of Department, Vice-President, Vice-Provost, Associate Provost, Assistant Provost or any other appointment with substantial line management responsibilities.
- 15.3.5 The election for a College Consul shall be conducted by the Director of Human Resources during the final year of office of the retiring College Consul. Notice of election shall be given to the Senate in the Autumn Term, and the date by which nominations are required shall be announced. Following this the Director of Human Resources shall give notice of the election and the date by which nominations must be received to the relevant constituency.
- 15.3.6 Each candidate shall be proposed and seconded by members of the relevant constituency who must first obtain the consent of the nominee. If there is more than one nomination, voting shall be by secret ballot conducted by the Director of Human Resources. Each elector is allowed to vote for one candidate only. The Director of Human Resources shall declare the result on the basis of the number of votes cast and announce it on the first working day following the closing date.
- 15.3.7 In the event of a tie, the Director of Human Resources shall:-
- (a) ascertain whether one or other of the candidates wishes to withdraw; and
  - (b) if not, conduct a second election amongst the same constituency, with only those who have tied being included as candidates;
- 15.3.8 In the event of a second tie, the Director of Human Resources shall conduct a second ballot amongst the Vice-Presidents, Vice-Provosts, the Associate-Provost and the existing College Consuls only.
- 15.3.9 If a casual vacancy occurs, the Director of Human Resources shall proceed to hold an election as soon as practicable; except that:
- 15.3.10 If the vacancy occurs within the first two years of the term of office of the retiring College Consul, the incoming College Consul shall complete the term of office of the retiring College Consul and, if the incoming College Consul has served for less than two years may be subsequently eligible for election for a further term of three years (see paragraph 15.3.2 above).
- 15.3.11 If there are less than twelve months remaining in the term of office of the retiring College Consul, the incoming College Consul shall be deemed to have

been elected for the next full term of office. The incoming College Consul shall complete the term of office of the retiring College Consul and shall then serve a further full term of office of three years.

#### **15.4 Election of the Senior College Consul**

The Senior College Consul is a current or former College Consul who has served at least two years as a College Consul. The Senior Consul is elected by the College Consuls and serves for one year in the first instance; he/she may be re-elected for up to two further years. This election is to be made by 31 March in the academic year preceding that in which the Senior College Consul is to serve.

#### **15.5 Proconsuls**

To support and assist the Consuls, former Consuls may be offered the role of Proconsul within three years of standing down as a Consul. This role may extend to a maximum of three years from the completion of their term as a Consul. Proconsuls are expected to be available to contribute up to 20 working days per year to undertake specific work in addition to their full-time Departmental work. There may be up to five Proconsuls at any time. Each new Proconsul will be appointed after election by a vote taken among the seven full Consuls.

#### **15.6 Specific Duties of College Consuls and Proconsuls**

- 15.6.1 The Consuls and Proconsuls work out of the Office of the Provost, but may be called upon by the President, the Provost, the University Secretary, the Director of Human Resources, the Head of Employment Relations, Registry, or Faculty Deans to perform specific cross-University tasks.
- 15.6.2 College Consuls have specific roles as recorded in University policy documents. These include serving on appointment and promotion committees across the University to facilitate alignment of standards.
- 15.6.3 In addition, the Consuls serve as Chairs of disciplinary, grievance, appeals or other panels.
- 15.6.4 Clinical Consuls serve as Chair of Fitness to Practice panels for medical students who face disciplinary procedures according to the rules and guidelines of the General Medical Council.

#### **15.7 Committee Membership**

The College Consuls are *ex officio* members of the Senate and the Academic Promotions Committee and attend Heads of Department/Division meetings. Individual College Consuls may also be co-opted on to other committees at the request of the Provost.

#### **15.8 Other Matters**

College Consuls or Proconsuls may be asked by the Provost from time-to-time to sit on, or chair, committees or working parties and to undertake other *ad hoc* tasks.

16. **DEGREES AND OTHER AWARDS GRANTED BY THE UNIVERSITY**

**16.1 The Degrees**

16.1.1 The following degrees, listed in alphabetical order with their abbreviated titles, are those which may be granted by the University:-

(a) **First Degrees**

Bachelor of Engineering (BEng)

Bachelor of Medicine and Bachelor of Surgery (MB,BS) Bachelor  
of Science (BSc)

Master in Science (MSci) Master  
of Engineering (MEng)

(b) **Postgraduate Taught Degrees**

Master of Business Administration (MBA) Master  
of Education (MEd)

Master of Public Health (MPH)

Master of Research (MRes)

Master of Science (MSc)

(c) **Specialist Doctorates**

Doctor in Engineering (EngD)

(d) **Research Degrees**

Doctor of Medicine (Research) (MD(Res)) Doctor  
of Philosophy (PhD)

Master of Philosophy (MPhil)

(e) **Higher Doctorates**

Doctor of Literature (DLit)

Doctor of Literature (Education) (DLit(Ed))

Doctor of Science (DSc)

Doctor of Science (Economics) (DSc(Econ))

Doctor of Science (Engineering) (DSc(Eng))

Doctor of Science (Medicine) (DSc(Med))

## **16.2 Diplomas and Certificates**

The diplomas and certificates listed in the Academic Regulations may be granted by the University.

## **16.3 Citation and Designation of Awards**

16.3.1 Citation of a degree shall be by the title or abbreviation given in paragraph 16.2 above with, in parenthesis, the name of the University.

16.3.2 The titles of the first and postgraduate taught degrees listed in paragraph 16.2 above may be augmented by the addition of the names of one or more disciplinary specialisms as provided in the relevant Academic Regulations under which the degree is awarded.

## **16.4 Additions to the List of Degree Titles**

The Council may, on the recommendation of the Senate, approve additions to the list of degrees which the University may grant.

## **16.5 Criteria for Degrees**

The following criteria are specified for University degrees:-

### **16.5.1 First Degrees**

#### **(a) All First Degrees**

(i) An academically coherent programme of study, followed over a period of time equivalent to three years full-time,(1) or longer where appropriate to the degree and/or subject concerned, which is designed to ensure:-

(1) academic progress in terms of depth of study; and

(2) ability to study at an advanced level, to assimilate, assess, interpret and apply information and to communicate effectively;

Includes the degrees of Intercolated Bachelor of Science and Bachelor of Medical Science where a one-year course of study builds on a two-year course of basic medical sciences at the University or another university in the UK, EU or EFTA.

(ii) The achievement of a satisfactory overall standard in a scheme of assessment which tests the Student's:-

(1) command of an appropriate body of knowledge and skills;

(2) familiarity and ability to deal with the methodologies appropriate to the discipline(s) concerned; and

(3) capacity for independent and critical thought.



- (iii) the achievement of learning outcomes appropriate to a qualification at the relevant level (Honours or Master's) of the Framework for Higher Education Qualifications in England, Wales and Northern Ireland.

(b) **Additional Criteria.** Additional criteria are specified for some first degrees as follows:-

- (i) **Bachelor of Medicine, Bachelor of Surgery;.** These degrees shall be taught in accordance with curricula that meet the requirements of the General Medical Council. MBBS degree programmes shall involve not less than 56 months of full-time study, at least the final 33 months of which shall have been undertaken while registered at the University except in the case of the Accelerated Graduate Entry Programme for the MBBS degrees, when the overall length of the programme shall be not less than 45 months, of which the final 33 months must be spent at the University.

- (ii) **Bachelor of Engineering.** The programme of study shall give emphasis to preparation for professional practice. It shall provide the necessary understanding of the scientific basis of engineering and include a substantial engineering applications component as an integrated part of the course, together with some appreciation of the industrial and business environment (*i.e.* enhanced courses in Engineering Council terms).

(iii) **Master in Science**

- (1) The programme of study shall be followed over a period of time equivalent to four years full-time. It shall include a major project and provide a sound basis for a subsequent scientific or technically-based career or research.

- (2) It shall provide for study of scientific disciplines in greater depth than BSc so as to demand a level of attainment which is comparable to that required for a taught Master's degree at a UK university. Not less than three academic years and two terms shall be full-time University-based study, of which up to one year may be spent studying at an approved academic institution abroad, and of which not less than one academic year of study shall be at Level 4 (Master's) of the Framework for Higher Education Qualifications in England, Wales and Northern Ireland.

- (iv) **Master of Engineering.** The programme of study shall be followed over a period of time equivalent to four years full-time, of which not less than three academic years and two terms shall be full-time University-based study of which up to one year may be spent studying at an approved academic institution abroad and of which not less than one academic year of study shall be at Level 4 (Master's) of the Framework for Higher Education Qualifications in

England, Wales and Northern Ireland. It shall satisfy one or more of the following criteria:-

- (1) provide for study of a particular engineering discipline in greater depth than the Bachelor of Engineering;
- (2) provide for multi-disciplinary study of a range of engineering disciplines; and
- (3) Provide for study of a particular engineering discipline in depth and incorporate a significant proportion of industrial and business studies as an integral part of the curriculum; together with all the following criteria:-
  - (A) include the teaching of design through the use of project work and case studies, preferably in an industrial context;
  - (B) include a major project; and
  - (C) demand a level of study and attainment which is equivalent to that required for a Postgraduate Taught Degree in this University.

#### 16.5.2 **Postgraduate Taught Degrees**

- (a) **Certificate of Advanced Study [no longer awarded].** The Certificate of Advanced Study is intended for award on the satisfactory completion, including formal examinations, of a prescribed programme of full-time study on an advanced course beyond the Bachelor's degree level over a period not less than three months full-time study or its part-time equivalent, or as prescribed by the Senate.
- (b) **Postgraduate Certificate.** The Postgraduate Certificate is intended for award on the satisfactory completion, including formal examinations, of a prescribed programme of full-time study on an advanced course beyond the Bachelor's degree level over a period not less than three months full-time study or its part-time equivalent, or as prescribed by the Senate.
- (c) **Postgraduate Diploma.** The Postgraduate Diploma is intended for award on the satisfactory completion, including formal examinations, of a prescribed programme of full-time study on an advanced course beyond the Bachelor's degree level over a period not less than six months full-time study or its part-time equivalent, or as prescribed by the Senate.
- (d) **All Postgraduate Taught Degrees**
  - (i) A prescribed programme of study (2) beyond the standard first degree level which assumes the general level of educational competence implicit in the award of a first

degree and which extends over a period equivalent to a minimum of one calendar year full-time.

- (ii) A satisfactory overall standard in a scheme of assessment appropriate to the Master's course concerned.
- (iii) Achievement of learning outcomes appropriate to a qualification at Master's level of the Framework for Higher Education Qualifications in England, Wales and Northern Ireland.

(e) **Additional Criteria.** Additional criteria are specified for some postgraduate taught degrees as follows:

- (i) **Master of Science (MSc).** The programme of study shall require an element of independent research and/or scholarship as evidenced by a substantial independent written report.

- (ii) **Master of Business Administration (MBA)**

- (1) A prescribed programme of study lasting between one and two years depending on delivery format. A minimum of two years post graduate experience is required for entry.
- (2) The programme involves theoretical and analytical perspectives on business and management combined with their applications in real and case study situations.

- (iii) **Master of Education (MEd)**

- (1) This may include programmes of study which are 'conversion courses' where graduates in one discipline acquire knowledge and develop a set of skills in another discipline.
  - (A) A prescribed programme of study with students studying full-time over one calendar year or part-time over two or three academic years.
  - (B) The programme will be firmly founded in research and shall be within all or some of the areas of theory, pedagogy, learning, policy or organisation in relation to a defined educational stage or area of professional practice.
  - (C) Assessment is by a combination of at least two of the following, with the last, the dissertation, being a compulsory element: continuous assessment coursework of any appropriate type (including oral presentations and assessed teaching sessions);

summatively marked essays, reports or portfolios; written examinations (*eg* unseen open and pre-disclosed); dissertations.

- (d) **Master of Public Health (MPH).** During the programme of study a student must work as a public health professional in an international, national or local government agency, in a non-governmental or charitable organisation concerned with public health, or in a community or public health environment, or in a university department concerned with community or public health.
- (f) **Master of Research (MRes).** The programme of study shall:-
  - (i) be a free-standing and formally examined prescribed course of full-time study beyond the bachelor's degree level of at least one calendar year or its equivalent in part-time study;
  - (ii) provide a structured and progressive research training programme which is an adequate foundation for doctoral study or a research career in industry or the public sector; and include;
  - (iii) a grounding in research techniques relevant to the broad disciplinary area;
  - (iv) a significant research component, which enables the student to demonstrate initiative and creativity and is assessed by means of a written report; and
  - (v) elements designed to broaden students' experiences by equipping them with a range of transferable skills.

#### 16.5.3 **Specialist Doctorate**

- (a) **Doctor in Engineering.** A programme of study and examination for the degree shall satisfy the following criteria:-
  - (i) the aims and objectives of the programme shall be such that it will provide an education at an intellectual level equivalent to that required for the PhD;
  - (ii) the programme of study shall extend over a period of at least three years' full-time study or the part time equivalent;
  - (iii) the programme shall include a substantial research component which is of a nature appropriate to the discipline concerned on which the final examination contributing to the award of the degree will be based (see also paragraph iv and vii below);
  - (iv) the results of the research shall be presented in the form of a thesis or portfolio which makes a distinct contribution to the knowledge of the subject and affords evidence of originality shown by the discovery of new facts and/or the exercise of independent critical power. The minimum

length of the thesis shall be not less than 25,000 words and be appropriate to the subject concerned, having regard to the other formally assessed elements for the degree;

- (v) the programme shall include elements of a practical/ work-related/ professional nature and formally taught elements appropriate to support its academic objectives;
- (vi) the elements listed at paragraph v above shall be assessed by methods and at an intellectual level and at a time appropriate to the programme. Such assessment shall involve at least one examiner external to the University; and
- (vii) the final examination contributing to the award of the degree shall be designed to:-
  - (1) Test the thesis against the stated criteria (see iv above); and
  - (2) Test the candidate's conceptual understanding of the integration of all elements of the course and their related assessment;
- (viii) The final examination shall include an oral examination of each candidate conducted by at least two examiners, one of whom shall be external to the University.

#### 16.5.4 **Research Degrees**

##### (i) **Master of Philosophy**

- (1) The minimum period of study shall be two calendar years' full-time study or the part-time equivalent.
- (2) Assessment for the award shall in all cases be by submission of a thesis and an oral examination, which shall be conducted in English. The scope of the thesis shall be what might reasonably be expected after two or at most three years of full-time study, and the length shall not, other than in the most exceptional circumstances, exceed 60,000 words.
- (3) The thesis shall:-
  - (A) consist of the candidate's own account of his or her investigations;
  - (B) be either a record of original work or an ordered and critical exposition of existing knowledge and shall provide evidence that the field has been surveyed thoroughly;
  - (C) be an integrated whole and present a coherent argument;

- (D) give a critical assessment of the relevant literature, describe the method of research and its findings and include a discussion on those findings; and
- (E) be written in English and the literary presentation shall be satisfactory.

The part played by the candidate in any work done jointly with the supervisor(s) and/or fellow research workers must be clearly stated by the candidate and certified by the supervisor.

A series of papers, whether published or otherwise, is not acceptable for submission as a thesis. Research work already published, or submitted for publication, at the time of submission of the thesis, either by the candidate alone or jointly with others, may be included in the thesis. The published papers themselves may not be included in the body of the thesis, but may be adapted to form an integral part of the thesis and thereby make a relevant contribution to the main theme of the thesis. Publications derived from the work in the thesis may be bound as supplementary material at the back of the thesis.

(ii) **Doctor of Philosophy**

- (1) The minimum period of study shall be two calendar years' full-time study or the part-time equivalent.
- (2) Assessment for the award shall in all cases be by submission of a thesis and an oral examination, which shall be conducted in English. The scope of the thesis shall be what might reasonably be expected after three or at most four years of full-time study, and the length shall not, other than in the most exceptional circumstances, exceed 100,000 words.
- (3) The thesis shall:-
  - (4) consist of the candidate's own account of his or her investigations, the greater proportion of which shall have been undertaken during the period of registration under supervision for the degree; and  
  
form a distinct contribution to the knowledge of the subject and afford evidence of originality by the discovery of new facts and/or by the exercise of independent critical power; and
  - (5) be an integrated whole and present a coherent argument; and

- (6) give a critical assessment of the relevant literature, describe the method of research and its findings, include discussion on those findings and indicate in what respects they appear to the candidate to advance the study of the subject; and, in so doing, demonstrate a deep and synoptic understanding of the field of study (the candidate being able to place the thesis in a wider context), objectivity and the capacity for judgement in complex situations and autonomous work in that field; and
- (7) be written in English and the literary presentation shall be satisfactory; and
- (8) demonstrate research skills relevant to the thesis being presented; and
- (9) be of a standard to merit publication in whole or in part or in a revised form (for example, as a monograph or as a number of articles in learned journals).

The part played by the candidate in any work done jointly with the supervisor(s) and/or fellow research workers must be clearly stated by the candidate and certified by the supervisor.

A series of papers, whether published or otherwise, is not acceptable for submission as a thesis. Research work already published, or submitted for publication, at the time of submission of the thesis, either by the candidate alone or jointly with others, may be included in the thesis. The published papers themselves may not be included in the body of the thesis, but may be adapted to form an integral part of the thesis and thereby make a relevant contribution to the main theme of the thesis. Publications derived from the work in the thesis may be bound as supplementary material at the back of the thesis.

(b) **MD (Res) Degree**

- (i) The minimum period of study shall be two calendar years' full-time study or the part-time equivalent.
- (ii) The emphasis of the programme of study will be on the development in the individual student of:-
  - (1) The ability to recognise and validate problems;
  - (2) Original, independent and critical thinking and the ability to develop theoretical concepts;

- (3) A knowledge of recent advances within the field in related areas;
  - (4) An understanding of research methodologies and techniques and their appropriate application with the research field;
  - (5) The ability to analyse critically and evaluate the research findings and those of others; and
  - (6) An ability to summarise, document, report and reflect on progress.
- (c) Assessment for the award shall in all cases be by submission of a thesis and an oral examination, which shall be conducted in English. The scope of the thesis shall be what might reasonably be expected after three or at most four years of full-time study, and the length shall not, other than in the most exceptional circumstances, exceed 50,000 words.
- (d) The thesis shall:-
  - (i) consist of the candidate's own account of his or her investigations, the greater proportion of which shall have been undertaken during the period of registration under supervision for the degree; and
  - (ii) the part played by the candidate in any work done jointly with the supervisor(s) and/or fellow research workers must be clearly stated by the candidate and certified by the supervisor.
  - (iii) form a distinct contribution to the knowledge of the subject and afford evidence of originality by the discovery of new facts and/or by the exercise of independent critical power; and
  - (iv) be an integrated whole and present a coherent argument; (8) and
  - (v) give a critical assessment of the relevant literature, describe the method of research and its findings, include discussion on those findings and indicate in what respects they appear to the candidate to advance the study of the subject; and, in so doing, demonstrate a deep and synoptic understanding of the field of study (the candidate being able to place the thesis in a wider context), objectivity and the capacity for judgment in complex situations and autonomous work in that field; and
  - (vi) be written in English and the literary presentation shall be satisfactory;
  - (vii) demonstrate research skills relevant to the thesis being presented; and
  - (viii) be of a standard to merit publication in whole or in part or in a revised form (for example, as a monograph or as a number of articles in learned journals).
- (e) **Higher Doctorates.** The degrees of Doctor of Literature (DLit), Doctor of Literature (Education) (DLit(Ed)), Doctor of Science (DSc), Doctor of Science (Economics) (DSc(Econ)), Doctor of Science (Engineering) (DSc(Eng)),



Doctor of Science (Medicine) (DSc(Med)) shall only be conferred as Honorary Degrees.

## **16.6 Diplomas for Degrees and Other Awards**

- 16.6.1 Except as provided in paragraph 16.6.2 below, a diploma shall be issued under the Seal of the University to those who have been awarded a degree, diploma, or certificate.
- 16.6.2 In the case of a degree awarded jointly by the University and another institution, a diploma in the names of the University and the other institutions which have jointly awarded
- 16.6.3 A series of papers, whether published or otherwise, is not acceptable for submission as a thesis. Research work already published, or submitted for publication, at the time of submission of the thesis, either by the candidate alone or jointly with others, may be included in the thesis. The published papers themselves may not be included in the body of the thesis, but may be adapted to form an integral part of the thesis and thereby make a relevant contribution to the main theme of the thesis. Publications derived from the work in the thesis may be bound as supplementary material at the back of the thesis.

The degree shall be issued, the form of the diploma to be agreed by the University and the other institution or institutions and approved by the President.

## **16.7 Academic Dress**

The Academic Dress of members of the University shall be defined by Regulation.

## **17. STUDENTS OF THE UNIVERSITY**

### **17.1 Students**

The Students, as defined in Statute 1(1)(j), are persons registered as pursuing a course of study leading to:-

17.1.1 a degree of the University; and

17.1.2 Another award of the University referred to in Regulation 16 (Degrees and other Awards granted by the University).

### **17.2 General Provisions**

The Academic Registrar shall maintain the register of the persons registered with the status of Student.

### **17.3 Admission**

Policy relating to the admission of students to the University shall be determined by the Senate, subject to any directions given by the Council.

### **17.4 Termination**

17.4.1 The registration as a student of any student who fails to satisfy the examiners in any examination prescribed in the Academic Regulations or by the Senate for the course of study being pursued may be terminated.

17.4.2 Termination of registration as a student on academic grounds other than failure in any examination falling within paragraph 17.4.1 above shall be in accordance with a procedure laid down by the Senate which shall provide an opportunity for the student to make representations.

17.4.3 The Provost, acting in accordance with Academic Regulations approved by the Senate, may suspend or terminate the registration as a student, or not confer the award of a degree, diploma or certificate and withhold the certificate in respect of that award from any student who is in debt to the University.

## 18. **STUDENT DISCIPLINARY PROCEDURE**

The University will have a Student Disciplinary Procedure, approved by the Senate, that will be applicable to all registered students of Imperial College London and which will adhere to the following principles:-

- 18.1 the University shall have the right to investigate an allegation of misconduct against a student and may take disciplinary action where appropriate;
- 18.2 the Student Disciplinary Procedure will seek to operate in a fair and transparent manner in accordance with the principles of natural justice. It does not seek to reproduce elements of criminal law and is not a formal legal process;
- 18.3 the University has legal obligations which will apply to the Student Disciplinary Procedure, for instance, the duty to act fairly and responsibly in relation to all parties in the application of the procedure;
- 18.4 the University will promote positive behaviours in the University community and will clearly set out the expected standards of behaviour in the Student Code of Conduct and the consequences of breaching those standards;
- 18.5 allegations of misconduct will be considered in accordance with the principles of natural justice which means that:-
  - 18.5.1 the person or persons involved with the initial investigation and with any formal hearing of the case must be impartial and free from bias;
  - 18.5.2 the person under investigation should be told of the specific allegation of misconduct of which they have been accused and the likely consequences if the allegation is, on the balance of probability, proven; and
  - 18.5.3 the person under investigation must be provided with an opportunity to refute the allegation or to explain their conduct and that this must be given unbiased consideration;
- 18.6 the University will be responsible for investigating the allegation and establishing the facts of the case under the Student Disciplinary Procedure. The standard of proof for action to be taken will be on the balance of probabilities, that is, that on the basis of the available evidence, the misconduct was more likely than not to have occurred;
- 18.7 the University will set out the procedure for allowing for appropriate precautionary action to be taken, if necessary, to safeguard the interests and safety of the whole University community, or individuals within the community, when an allegation has been received and while the case is under consideration;
- 18.8 the University will ensure that allegations are dealt with proportionately and that timely consideration is given to all stages of the Procedure in order that they can be concluded as quickly as possible;
- 18.9 the University will ensure that all staff involved in the conduct of the Student Disciplinary Procedure receive training, guidance and support appropriate to their role including training on unconscious bias and on dealing with particularly sensitive cases; and
- 18.10 the University will keep appropriate records of Student Discipline cases which comply with relevant Data Protection Legislation and ensure an appropriate level of confidentiality to those involved in the process.

## 19. **STUDENT COMPLAINTS PROCEDURE**

### 19.1 **Introduction**

- 19.1.1 The University is committed to providing a high quality educational and student experience. However, the University recognises that on occasion, students may wish to express concern or dissatisfaction with aspects of academic or administrative services. This procedure reflects the commitment of the University to deal with issues at the earliest possible opportunity and, where necessary, to conduct investigations which are thorough, fair and ensure that decisions are made on the basis of the facts and the available evidence, of each individual case.
- 19.1.2 This procedure applies to all registered students and recent alumni of the University. Students registered on collaborative provision will be advised within their student handbook which institution's complaints procedure to follow, in accordance with the formal agreement which governs the provision.
- 19.1.3 This procedure is aligned to Chapter B9: Academic Appeals and Student Complaints, UK Quality Code (QAA) and the Good Practice Framework: Handling Academic Appeals and Student Complaints (Office of the Independent Adjudicator for Higher Education).
- 19.1.4 Where a student making a complaint believes that they should receive reasonable adjustments to the procedures on the grounds of disability, this should be clearly stated in the submission. This would include the reason for requesting the adjustment and any suggestions of what this may mean, for example an alternative format to a hearing or an extended deadline.
- 19.1.5 Students are strongly encouraged to seek advice and support should they consider or make a complaint, such as from the Imperial College Union, Disability Advisory Service or personal tutor, as appropriate.
- 19.1.6 This process should not be used to raise an appeal against the outcome of assessment, a Board of Examiners or mitigating circumstances decision ([see Academic Appeals procedure](#)), nor to make an allegation of misbehaviour against any member of the University. Advice of the correct procedure in these cases can be sought from Registry or Imperial College Union.

### 19.2 **Principles of the Complaints Procedure**

- 19.2.1 For the purposes of this procedure, a Complaint is defined as “an expression of dissatisfaction by one or more students about an action or lack of action by the University, or about a standard of service provided by or on behalf of the University.”
- 19.2.2 The University's position is that no student should be discriminated against or in any way penalised for raising a complaint at any level of the *Student Complaints Procedure*.
- 19.2.3 Every reasonable effort will be made to deal promptly and efficiently with all complaints, to investigate them thoroughly and objectively, and to seek to solve them satisfactorily. Complaints will be dealt with positively and constructively. If a complaint is upheld, the University will seek to provide an appropriate response and will correct any mistakes or misunderstandings and will take other action as appropriate. If a complaint is not upheld then the reasons for that decision will be given.

- 19.2.4 All complaints will be dealt with in confidence with the proviso that enquiries will have to be made to investigate the matters that are the subject of the complaint. Also, an individual against whom a complaint has been made has the right to be supplied with a copy of the complaint and the opportunity to respond.
- 19.2.5 The effectiveness of any complaints procedure depends on the University being able to collect appropriate information from the parties involved in order to investigate the matter properly. For this reason, complaints made anonymously will not normally be considered.
- 19.2.6 Where a complaint is submitted by more than one student, the group will be asked to nominate a group representative, with whom the University will communicate throughout the process. It is the responsibility of this representative to keep the remainder of the group informed of the progress of the complaint. At the end of each stage of these procedures, all students in the group will be notified of the outcome of their complaint individually.
- 19.2.7 The investigation into the complaint will be a fact-finding process to establish the relevant evidence and circumstances of the case. The investigation will only focus on the nature of the complaint. The process may involve reviewing supporting records/documents as well as interviewing staff and/or other students. A report of the investigation, which will contain relevant factual information, copies of statements and all other documentary evidence will be produced at the end of the investigation.
- 19.2.8 The time limits set out in the Procedure will normally be followed. However, where for good reason this is not possible, the student will be kept informed of the progress, and, where possible, provided with a revised timescale.
- 19.2.9 Where a formal complaint is upheld any remedial action will be taken and the complainant will be informed formally in writing within 10 working days of the action to be taken.
- 19.2.10 The University will monitor and evaluate the issues raised through the complaints procedure in order that the causes of complaints can be identified and addressed, and that improvements can be made.
- 19.2.11 The University will treat all complaints seriously and will deal with them without recrimination. When complaints are submitted, student complainants and University staff should act reasonably and fairly towards each other and respectfully adhere to this Procedure. The University recognises the rights of individuals who may be wrongly accused in the circumstances of a complaint. Where it is found that a student has raised a frivolous or vexatious complaint or used false information to support their complaint, the University may instigate its Student Disciplinary Procedure in respect of the student's conduct.
- 19.2.12 A complaint cannot normally be raised on behalf of a student by a third party. In exceptional circumstances, applications by a third party to raise a complaint on behalf of a student may be considered at the discretion of the Academic Registrar.
- 19.2.13 Where the circumstances of the student complaint are felt to be exceptional, the University may amend the conduct of the Student Complaints Procedure, where it considers that amendment will be beneficial to the student. The reasons for any amendment to the procedure as set out in this document will be communicated to the student and all respondents to the complaint. The

amendments will be recorded in the outcome letter at the relevant stage and, where issued, in the Completion of Procedures letter.

### **19.3 Stages of the Procedure**

19.3.1 In line with the reconditions of the Good Practice Framework (OIA, Sept 2015), there are three stages in the *Student Complaints Procedure*:-

- (a) Stage One - Local Resolution
- (b) Stage Two – Formal Stage
- (c) Stage Three – Review

### **19.4 Stage One – Local Resolution**

19.4.1 The first step is for a student to raise awareness of the problem, either by email or face-to-face, and discuss it directly with the relevant staff in the academic department or support service concerned. Students should raise any issue at the earliest possible opportunity and, wherever possible, within 15 working days of the issue arising. Matters dealt with locally at an early stage have a better chance of being resolved quickly and effectively and without a student having to escalate their complaint to the formal stages of the process.

19.4.2 Where complaints have been raised locally, the student should normally be provided with a response within 10 working days to report how the issue has been considered or to advise the student of how it will be resolved. This response will be copied to a complaints specific email address ([student.complaints@imperial.ac.uk](mailto:student.complaints@imperial.ac.uk)) to ensure that a record of the response is kept and it must inform the student of the next step(s) and timeframes for doing so.

19.4.3 Where the local resolution stage has been completed and a student remains dissatisfied with the outcome, they can escalate their complaint to Stage 2.

19.4.4 Where a student wishes to raise a substantial complaint, he or she may submit their complaint directly to the formal stage (Stage 2) as outlined in section 5.1.

### **19.5 Stage Two – Formal Stage**

19.5.1 If the complaint has not been resolved to the satisfaction of the student through the local stage, or if a student wishes to raise a substantial complaint, a formal complaint should be submitted. This should be made on the formal *Student Complaint Submission Form*, which should be submitted to the Registry within 10 working days following the outcome from the local stage or, if appropriate under section 4.4, after the incident of concern.

19.5.2 The student will be required to provide details of the nature of their complaint on the formal complaint form, along with supporting documentary evidence. The student should also specify their desired outcome from this procedure. If the nature of the complaint is considered by the student to be highly sensitive, they may submit details of the complaint marked “*Sensitive*” and for the consideration of the complaint investigator only. In such circumstances, the student must be aware that in order for the complaint to be considered fairly, the individual against whom a complaint has been made will be supplied with a copy of the complaint as set out in paragraph 19.2.4 above, and these

details will also need to be taken into account by the responsible authority as set out in paragraph 19.5.5 below in order for a decision to be made.

- 19.5.3 Upon receipt of a formal complaint, an initial evaluation will be undertaken to check that the complaint has been submitted under the correct procedures and within the deadline. If the complaint has been submitted directly to the formal stage (see paragraphs 19.4.4 and 19.5.1) and it is considered that it could be reviewed at the local stage first, it will be referred back to the student for this to be done. If the Academic Registrar or nominee does not consider that it is appropriate for the matter to be dealt with under the *Student Complaints procedure*, the student will be informed accordingly and, where appropriate, advised of any alternative procedures available to them. Students would also be provided with additional guidance of the timeframes and support available to them through any alternative procedures.
- 19.5.4 Complaints received after the deadline will normally be rejected and the student advised accordingly. However, the University may choose to investigate a complaint submitted after the deadline where the student is able to demonstrate valid reasons for being unable to submit the complaint within the appropriate timeframes. Where a complaint is rejected as late, this will complete the procedures of the University and a "Completion of Procedures letter" will be provided to the student explaining the decision and advising them of the Office of the Independent Adjudicator for Higher Education (OIA) complaint scheme.
- 19.5.5 The University will identify the responsible authority to deal with the complaint as follows:-
- (a) **Academic matters:** The Head of Department (for undergraduate medicine students this is the Head of Undergraduate Medicine) or Dean of the Faculty.
  - (b) **Students' Union matters:** the President of the Imperial College Union.
  - (c) **University-managed Residential Accommodation:** the Head of Residences.
  - (d) **Catering:** the Head of Catering
  - (e) **All other administrative matters:** the Academic Registrar.
- Any complaint that does not appear to obviously fall into the categories above should be referred to the Academic Registrar in the first instance.
- 19.5.6 Where the complaint is against one of the people named in a) – d) above, the Academic Registrar will nominate a responsible authority for dealing with the complaint. If the complaint is regarding Academic Registrar, the Provost will nominate a responsible authority for dealing with the complaint.
- 19.5.7 Where the individual named in a) – e) above has had a previous involvement in the complaint, the Academic Registrar will identify an alternative member of staff to deal with the complaint.
- 19.5.8 The staff member dealing with the complaint will confirm what is being investigated. Where the student's expectations appear to go beyond what the

University can reasonably provide, the student should be advised of this in writing.

- 19.5.9 The responsible authority considering the complaint may conduct an investigation themselves or appoint another member of staff to investigate the complaint. The responsible authority or their nominee will conduct a review of the supporting evidence provided by the student, and may talk to the key people involved and collate additional items of evidence. A report will be produced which outlines the process followed, the evidence considered, the conclusions drawn and any recommendations which emerge from the investigation. Appended to the report will be the evidence that has been considered in coming to the decision regarding the complaint.
- 19.5.10 The student will be formally advised of the outcome of the complaint, normally within 20 working days of the complaint being raised at the second stage and provided with a clear explanation of the reasons for each decision, a copy of the documentation and evidence considered in making the decision(s) and, where a complaint has been upheld, explaining how and when any remedy will be implemented. The student should also be provided with information on their right to proceed to the review stage (Stage 3, see paragraph 19.6). The student should also be informed of the grounds and timeframes associated with this stage. Where it is not possible to advise the student of the outcome within the normal timescales, the student will be advised of the delay and provided with a revised timescale.
- 19.5.11 If the student does not take the complaint to the review stage within the specified timescale (see 6.1), the University will close the complaint. The University, through the Registry, will only issue a Completion of Procedures letter at this stage if the student specifically requests one. This request should be made within six weeks of the notification of the outcome of the formal stage of the complaint. However, the letter will make clear that the student has not exhausted the University's internal complaints procedures.

## **19.6 Stage 3 – Review**

- 19.6.1 If the student is dissatisfied with the outcome from the formal stage (Stage 2), they can request a review. This must be done formally and in writing in a letter to the University Secretary within 10 working days of receipt of the formal response from Stage 2. The request for a review can be made on the following grounds:-
  - (a) that there is new material supporting evidence which, for valid reasons, the student was unable to provide during the formal stage of the complaint;
  - (b) that there has been material procedural irregularity in the conduct of the complaints procedure; and
  - (c) That the outcome of the formal stage was unreasonable.
- 19.6.2 The Student must include details of why they remain dissatisfied and what resolution they are seeking and should include any relevant evidence which they wish to be taken into consideration in their request for a review.
- 19.6.3 The University Secretary (or nominee) will evaluate the request for the review to ensure that it falls within the grounds for review set out in paragraph 19.6.1 of this procedure. Upon completion of this evaluation, the University Secretary



(or nominee) will acknowledge the request for review in writing within 5 working days of receipt. If the decision is not to proceed, an explanation will be provided to the student and a Completion of Procedures letter will be issued.

- 19.6.4 If the decision is to proceed with the review, the University Secretary (or nominee) will establish a Panel to meet the student, any individuals named in the complaint, and the responsible authority as set out in paragraph 19.5.5 above before concluding the review of the complaint. The Panel will be drawn from a designated list of Complaints Review members, which is approved annually by Senate, and will be supported by a member of the Central Secretariat staff. A record should be kept of any such meetings. A student may be accompanied by a 'friend' for moral support but the 'friend' may not be a solicitor or barrister acting in a professional capacity. For the purposes of this procedure, a "friend" is defined as either; a registered student of Imperial College London, an officer of the Students' Union, an advisor from the Students' Union or a current member of staff at the University. With agreement from the Chair of the Panel, the "friend" may speak on behalf of the student.
- 19.6.5 The Central Secretariat will normally provide a final written response to the student within 25 working days following receipt of the request for a review of the complaint. This response will give a clear explanation of their findings and, where there were proven grounds for review, an indication of how and when any remedy will be implemented. The student will also be issued with a Completion of Procedures letter, which will indicate that they have completed the University's internal complaints procedure and provide information on their right to direct their complaint to the Office of the Independent Adjudicator (OIA) and of the timescales for them to do this should they remain dissatisfied with the outcome of the complaint.

## **19.7 Record keeping**

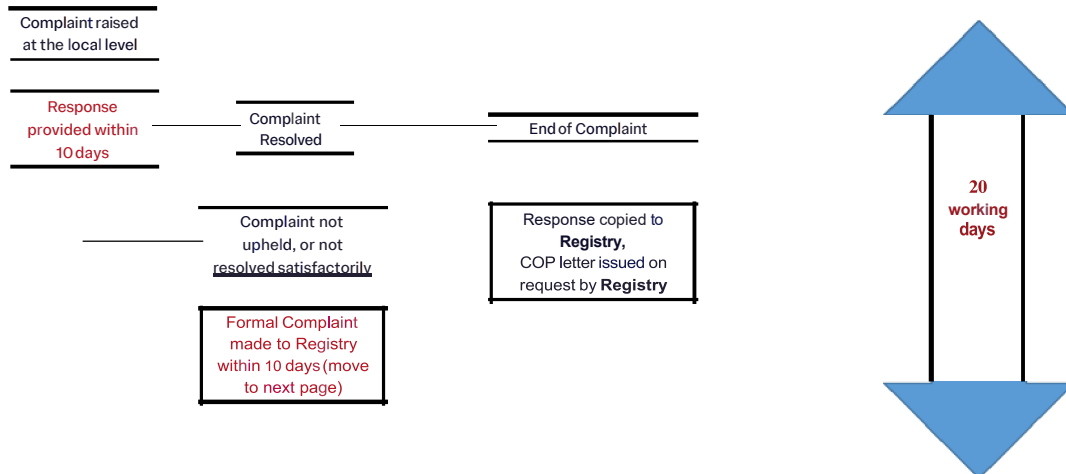
- 19.7.1 A confidential record will be kept of the complaint and of the outcome of the case in order to identify enhancements to the provision of services at the University.
- 19.7.2 The full complaint file will be kept in line with the University retention timescales.

## **19.8 Annual Report**

- 19.8.1 The Registry Quality Assurance Team will prepare an annual report which will inform Senate of the number, nature and outcomes of student complaints during an academic session. The report will also record any corrective action taken and identify any themes emerging from student complaints and make recommendations for any enhancements to the *Student Complaints Procedure*.

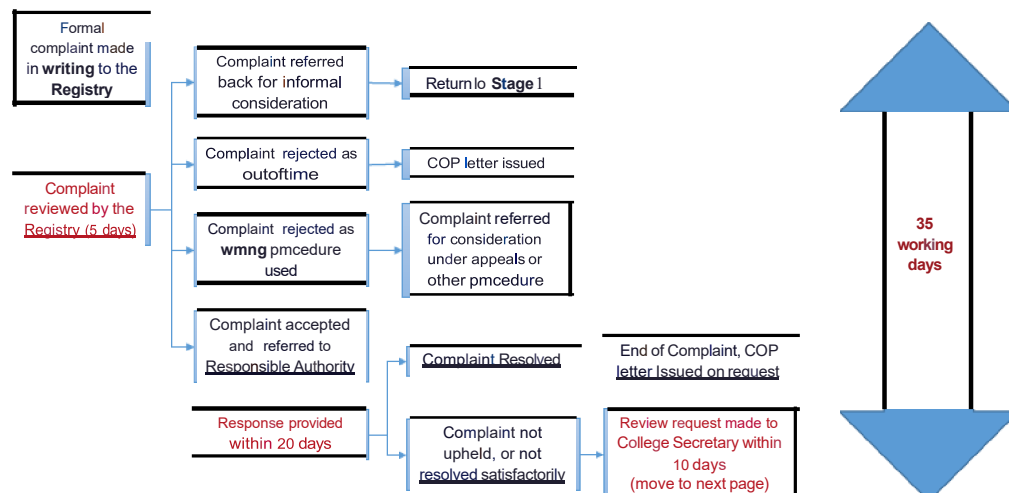
## Student Complaints Procedure timeline

### Stage 1 - Local



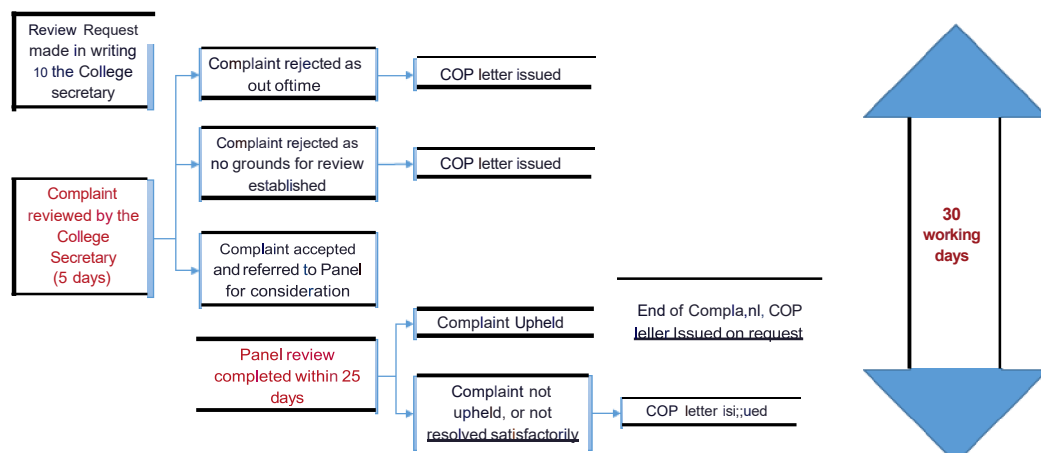
## Student Complaints Procedure timeline

### Stage 2 - Formal



## Student Complaints Procedure timeline

### Stage 3 - Review



## **20. THE STUDENTS' UNION AND ITS CODE OF PRACTICE**

### **20.1 The Students' Union**

- 20.1.1 The Imperial College Union is created pursuant to Article 17 of the Charter, which states that "There shall be a Students' Union of the University (hereinafter referred to as "the Imperial College Union") for the benefit of the students of the University and in their interests as students which shall conduct its affairs in accordance with a constitution approved by the Council". The Imperial College Union is a separately registered charity with its own charitable objects, and the Union conducts and manages its own affairs in accordance with its Constitution, as approved by the Council.
- 20.1.2 Section 22 of the Education Act 1994 requires the governing body of every University to take such steps as are reasonably practicable to ensure that its students' union operates in a fair and democratic manner and is accountable for its finances and to ensure that the other requirements of the Act are observed by its students' union.
- 20.1.3 In accordance with these requirements, the Imperial College Union conducts its financial activities in accordance with Regulations and Procedures, which are designed to ensure the proper conduct of the Union's financial affairs.
- 20.1.4 This Regulation shall apply to the financial affairs of the Imperial College Union. In addition, the Imperial College Union shall adopt its own internal Financial Regulations. The Union's Financial Regulations are subject to the approval of the Chief Operating Officer.
- 20.1.5 The University provides an annual grant to the Union for it to continue and develop its activities and which takes account of ICU's responsibilities and related costs, and its trading activities and earnings capability.
- 20.1.6 The Union's Trustee Board is responsible for monitoring the Union's expenditure against its annual budget and for reporting any fraudulent or irregular procedures in the management of public funds and those resulting from the Union's trading activities to the University's Internal Auditors. The Union's Trustee Board is also responsible for appointing the Union's External Auditor.
- 20.1.7 The Union's audited annual accounts and a report on its handling of public and other funds are presented annually to its Trustee Board, to the Audit and Risk Committee, and to the Council. The ICU's annual financial report is to include a list of the external organisations to which the ICU has made donations in the period covered by the report and the details of any such donations.
- 20.1.8 The University's Internal Audit Service shall have the same rights of access to the Union as it has to other parts of the University for the purposes of fulfilling its remit.

### **20.2 Imperial College London and Imperial College Union Code of Practice**

The Education Act 1994 ("**the Act**") requires governing bodies of universities to take such steps as are reasonably practicable to secure that any students' union operates in a fair and democratic manner and is accountable for its finances. The Act requires

universities to prepare and issue a Code of Practice setting out the manner in which the requirements of the Act will be carried out.

This Code of Practice has been prepared to satisfy the requirements stated above. It has been approved by Council which, as the University's governing body, has overall responsibility for monitoring adherence to the Code.

This Code of Practice should be considered alongside the ICU and Imperial Partnership Agreement, which sets out the management and operational relationship between the two organisations.

## 20.3 Education Act 1994 Code of Practice

This section sets out how the University Council requires the Union to comply with relevant sections of the Education Act 1994.

Education Act 1994 Requirement	Response & Responsibilities
22 (1) The governing body of every establishment to which the part applies shall take such steps as are reasonably practicable to secure that any students' union for students at the establishment operates in a fair and democratic manner and is accountable for its finances.	<p>The University Council is the governing body of Imperial. It approves ICU's Articles and approves this Code of Practice.</p> <p>In addition to this, as a registered charity the ICU Trustee Board is legally required to ensure the organisation is fit for purpose and accountable for its finances.</p>
(2) The governing body shall in particular take such steps as are reasonably practicable to secure that the following requirements are observed by or in relation to any students' union for students at the establishment — (a) the union should have a written constitution;	<p>University Council ensures that ICU has a written constitution and receives an annual report from the Trustees on its activities.</p> <p>The ICU Trustee Board shall ensure that the constitution is up to date and publicly available on the students' union website.</p>
(b) the provisions of the constitution should be subject to the approval of the governing body and to review by that body at intervals of not more than five years;	<p>The constitution was most recently approved by University Council in 2018. The next quinquennial review / approval by University Council will take place no later than July 2028.</p> <p>The University Secretary is responsible for ensuring ICU is aware of the date by which the review is due. The University Secretary will agree a review timetable to ensure such review accommodates meeting dates of both the University Council and ICU Trustee Board.</p> <p>The ICU Trustee Board is responsible for implementing the review and ensuring approval by University Council and any other body required to give approval. No change to the Articles proposed by ICU at any time shall be effective until approved by the University Council.</p>

<p>(c) a student should have the right— (i) not to be a member of the union, or (ii) in the case of a representative body which is not an association, to signify that he does not wish to be represented by it, and students who exercise that right should not be unfairly disadvantaged, with regard to the provision of services or otherwise, by reason of their having done so;</p>	<p>The constitution shall contain a clear provision for students to opt out of membership of the Union. This is currently provided for as Section E of the Articles.</p> <p>The ICU Trustee Board shall ensure that other services (other than democratic participation) are available to students irrespective of whether they have opted out of membership of the Union.</p>
<p>(d) appointment to major union offices should be by election in a secret ballot in which all members are entitled to vote;</p>	<p>University Council ensures that the ICU Constitution clearly sets out the procedures for the operation of free and fair elections, which will be by secret ballot.</p> <p>In addition to this, each year the ICU Trustee Board shall agree a formal set of election rules and regulations and appoint an External Returning Officer / Deputy Returning Officer.</p>
<p>(e) the governing body should satisfy themselves that the elections are fairly and properly conducted;</p>	<p>The ICU Trustee Board shall receive an annual report from the External Returning Officer on the elections, confirming their view that they have been fairly and properly conducted.</p> <p>A report / statement regarding the elections shall be included in the annual report provided by the Union to University Council.</p>
<p>(f) a person should not hold sabbatical union office, or paid elected union office, for more than two years in total at the establishment;</p>	<p>The ICU Trustee Board shall hold a list of all students elected into paid office at Imperial, to ensure that no candidate can hold office for more than two years.</p>
<p>(g) The financial affairs of the union should be properly conducted, and appropriate arrangements should exist for the approval of the union's budget, and the monitoring of its expenditure, by the governing body</p>	<p>The ICU Trustee Board shall be responsible for ensuring the effective financial management of the Union.</p> <p>The Union shall share its annual budget with University office holders as part of the planning and budgeting process.</p> <p>ICU shall submit its annual audited accounts to the University's Audit and Risk Committee. The Union shall take part in the University's internal audit scheme, overseen by the University's Audit and Risk Committee.</p>
<p>(h) Financial reports of the union should be published annually or more frequently, and should be made available to the governing body and to all students, and each</p>	<p>The ICU Trustee Board shall ensure that the ICU annual accounts are published at least once in each academic year on both the Charity Commission and ICU websites. Such</p>

such report should contain, in particular; a list of the external organisations to which the union has made donations in the period to which the report relates and details of those donations	accounts shall contain details of donations made to external organisations.
(i) The procedure for allocating resources to groups or clubs should be fair and should be set down in writing and freely accessible to all students	<p>The ICU Trustee Board shall set an annual allocation as part of its overall budget for grants to groups and clubs.</p> <p>The ICU Trustee Board, in conjunction with Union Council, shall agree all policy principles behind the allocation of funding. This shall be published on the Union's website.</p>
(j) If the union decide to affiliate to an external organisation, it should publish notice of its decision stating: (i) the name of the organisation, and (ii) details of any subscription or similar fee paid or proposed to be paid, and of any donation made or proposed to be made, to the organisation, and any such notice should be made available to the governing body and to all students.	<p>The Union's Constitution shall establish the process for approving external affiliation.</p> <p>This is currently provided for as Section G of the Articles.</p>
(k) Where the union is affiliated to any external organisations, a report should be published annually or more frequently containing a list of the external organisations to which the union is currently affiliated, and details of subscriptions to similar fees paid, or donations made, to such organisations in the past year or since the last report, and such reports should be made available to the governing body and to all students.	<p>A list of the external organisations to which ICU is affiliated shall be included in the annual report received by University Council.</p> <p>The ICU Trustee Board shall ensure that the ICU annual accounts are published at least once in each academic year on both the Charity Commission and ICU websites. Such accounts shall contain details of external affiliations.</p>
(l) There should be procedures for the review of affiliations to external organisations, under which the current list of affiliations is submitted for approval by members annually or more frequently, and at such intervals of not more than a year as the governing body may determine, a requisition may be made by such proportion of members (not exceeding 5%) as the governing body may determine, that the question of continued affiliation to any particular organisation be decided upon by a secret ballot in	<p>The Union's constitution shall establish the process for approving external affiliation.</p> <p>This is currently provided for as Section G of the Articles.</p>

which all members are entitled to vote.	
(m) There should be a complaints procedure available to all students who are dissatisfied in their dealings with the union, or claim to be unfairly disadvantaged by reason of their having exercised the right referred to in paragraph (c) above, which should include provision of an independent person appointed by the governing body to investigate and report on complaints.	<p>The ICU Trustee Board shall ensure the Union's byelaws includes a provision for a complaints procedure for members, which includes the right for students to pursue the matter with the University.</p> <p>This is currently provided for as Section G of the Byelaws.</p>
(n) Complaints should be dealt with promptly and fairly and where a complaint is upheld there should be an effective remedy.	The Trustee Board shall ensure that the Complaints Process is supported by an operational policy and procedure to ensure it operates effectively, including remedy.
22(3) The governing body of every establishment to which this Part applies shall for the purposes of this section prepare and issue, and when necessary revise, a code of practice as to the manner in which the requirements set out above are to be carried into effect in relation to any students' union for students at the establishment, setting out in relation to each of the requirements details of the arrangements made to secure its observance.	The University Secretary is responsible for ensuring that this Code of Practice is accurate, implemented, published and reviewed, and that University Council continues to fulfil its responsibilities for oversight of ICU under the Education Act 1994
<p>22(4) The governing body of every establishment to which this Part applies shall as regards any students' union for students at the establishment bring to the attention of all students, at least once a year—</p> <p>(a) the code of practice currently in force under subsection (3),</p> <p>(b) any restrictions imposed on the activities of the union by the law relating to charities, and</p> <p>(c) where the establishment is one to which section 43 of the M1Education (No.2) Act 1986 applies (freedom of speech in universities and colleges), the provisions of that section, and of any code of practice issued under it,</p>	<p>This Code of Practice is approved by University Council and agreed with the ICU Trustee Board.</p> <p>It shall be published by both Imperial and ICU, normally via their websites.</p> <p>The University shall be responsible for ensuring this Code of Practice is brought to the attention of all students during enrolment.</p> <p>ICU shall make all students publicly aware of their charitable status and inform them of legislation and restrictions imposed upon them as a consequence of its charitable status.</p> <p>The University has a Freedom of Speech Policy which is published on the University website.</p>

relevant to the activities or conduct of the union.	
22(5) The governing body of the establishment to which this Part applies shall bring to the attention of all students, at least once a year, and shall include in any information which is generally made available to persons considering whether to become students at the establishment; (a) Information as to the right referred to in subsection (2)(c)(i) and (ii), and (b) Details of any arrangements it has made for services of a kind which a students' union at the establishment provides for its members to be provided for students who are not members of the union.	Information about opting out of full membership of ICU shall be brought to the attention of students during enrolment. This is the responsibility of the University.

NB. Clauses 6 – 9 of Section 22 of the Education Act 1994 are definitional and do not require any action on behalf of the University or Students' Union.