UNIVERSITY OF BRISTOL
ANNUAL MEETING OF COURT: 8 DECEMBER 2017

PROPOSALS IN RESPECT OF COURT

AGENDA ITEM 7.1

Court is asked to: CONSENT TO the amendments to Charter and Statutes as set out in Annex C to this report.

PROPOSALS IN RESPECT OF COURT

THE UNIVERSITY OF BRISTOL COURT - SUPPORTING AND ENABLING THE UNIVERSITY’S SUCCESS

EXECUTIVE SUMMARY

The way that universities in the UK govern themselves has evolved significantly over time in response to the rapidly changing external landscape, and developments in how universities are monitored and held accountable by various government bodies, funding agencies, etc.

These changes in the external environment have also, over the years, had a significant impact on the role of governing bodies of universities and their relationship with sector and other regulators. Governing bodies, unambiguously and collectively accountable for the institution’s activities, “are responsible for setting the strategic and financial direction of their HEI and holding it to account in a demonstrable and open way that promotes public confidence in their HEI (higher education institution)” ¹ Specifically, governing bodies must now provide direct and explicit assurance to the Higher Education Funding Council for England (HEFCE) regarding a significant number of compliance matters, and have overall responsibility for compliance more broadly.

The changes in the external environment, particularly in the higher education regulatory landscape, have contributed to and accelerated the ways that universities engage with many communities, including government, alumni, funding agencies and foundations, accrediting bodies, employers, other universities and other institutional partners. This has implications for the role that university Courts play now and in the future.

This paper therefore proposes to re-imagine Court as a vibrant forum for dialogue, multi-lateral discussions and engagement with its key stakeholders – providing a vehicle that allows the University to benefit from members of Court’s experience and expertise and where the University can share information about its current challenges and successes.

INTRODUCTION

¹ A shared strategy for relationship management between HEFCE and institutional governing bodies (HEFCE Circular letter 12/2011).
1. At its inception, Court played a significant decision-making and accountability role in the life of the University. It was a body that not only allowed the University to engage in dialogue about its activities with a broad group of interested groups and individuals, but also exercised significant powers in its own right. As a result, over the years, Court and its members have helped to shape the University, to inform key decisions and to support its success.

2. Court currently meets formally once each year, typically in December. The agendas for Court have evolved over the years. Today, the formal business of each meeting includes receiving annual accounts of the University and a report of the changes to Statutes and Ordinances made in the preceding academic year, and the exercise of Court’s powers. In addition, there are generally several presentations on topics considered to be of interest to members of Court. In recent years topics have included the student experience at the University, and the University’s plans for Bristol European Green Capital. In 2015 Court was consulted on the development of the new strategic plan, and in 2016 it provided feedback as to ways in which members of Court could support the delivery of that Strategy.

External environment

3. The way that universities in the UK govern themselves has evolved significantly over time in response to the rapidly changing external landscape and developments in how universities are monitored and held accountable by various government bodies, funding agencies, etc. Universities are now regularly audited, accredited or measured by:
   - Higher Education Funding Council for England (soon to be replaced by the Office for Students, (OfS)) and UK Research and Innovation (UKRI), including in the Research Excellence Framework (REF), the Teaching Excellence Framework (TEF) and the Knowledge Excellence Framework (KEF),
   - Office for Fair Access (OFFA),
   - the Quality Assurance Agency (QAA),
   - the Equality Challenge Unit,
   - the Home Office,
   - the Student Loan Company,
   - funding agencies and lenders, and
   - professional bodies (such as the General Medical Council), as well as by their own internal and external auditors.

   With the recent removal of the cap on student numbers, universities are also more systematically being assessed and judged by students, applicants and league tables, some of which draw on the National Student Survey (NSS).

4. The funding landscape for research has also changed radically in the last decade. Inter-institutional research is not just rewarded – in many cases, it is now a precondition to funding. The evaluation of research now explicitly measures the impact of that research, which has created a range of new ways in which universities interact with local, national and international audiences.

5. These changes in the external environment have also, over the years, had a significant impact on the role of governing bodies of universities and their relationship with HEFCE, the sector regulator (soon to be replaced by the OfS and UKRI). Governing bodies “are responsible for setting the strategic and financial direction of their HEI and holding it to account in a demonstrable and open way that promotes public confidence in their
HEI (higher education institution). Specifically, governing bodies must now provide direct and explicit assurance to HEFCE regarding a significant number of compliance matters and has overall responsibility for compliance more broadly.

6. For these reasons and others, universities have increasingly moved away from a perceived 'ivory tower' model of education and research. The changes in the external environment, particularly in the higher education regulatory landscape, have contributed to and accelerated the ways that universities engage with many communities, including government, alumni, funding agencies and foundations, accrediting bodies, employers, other universities and other institutional partners. This has implications for the role that university Courts play now and in the future.

Changes to University Courts in England

7. As the higher education sector has evolved, so to have the role and the powers of many Courts in English universities. Much of this reform took place in the early part of the previous decade and affected institutions in different ways.

8. Some universities in England have never had a Court or its equivalent. They have been governed solely by their governing body and have used other mechanisms, structures or processes to engage with alumni, government and other constituent groups.

9. Some universities that once had Courts have decided that there was no longer an appropriate role for Courts at their institution and they have been ‘closed/abolished’ or their powers have been significantly curtailed or removed. Yet other universities have ‘reimagined’ their Courts and have adapted their role and composition to better align with the university’s current needs and strategic direction.

10. Annex B briefly sets out the current situation in each of the members of the Russell Group, demonstrating that, within the Russell Group:
   - five universities have never had a Court
   - five universities that once had a Court have abolished their Courts; and
   - five universities have Courts with either a solely ceremonial function or powers that relate only to their own conduct

Annex B excludes the universities of Cambridge, Oxford, Glasgow and Edinburgh which do not have bodies equivalent to Court.

The University of Bristol's Court

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3 A shared strategy for relationship management between HEFCE and institutional governing bodies (HEFCE Circular letter 12/2011).
4 These changes were brought about in large measure by the Dearing Review; i.e. the reports of the National Committee of Inquiry into Higher Education; most notably “Higher Education in the Learning Society” (1997) which stated that institutions ought to have in place mechanisms to ensure they are in touch with stakeholders who have a legitimate interest in their work, but that it should be clear that the governing body is the ultimate decision-making body in each institution.
5 For example, the University of Southampton created the ’84 club’ to facilitate such engagement – a networking group for local business leaders and University academics: http://www.southampton.ac.uk/84club/index.page (although Southampton did once have a Court, and has now closed the 84 Club).
6 For example, the Universities of Liverpool, Nottingham and Warwick – see Annex B.
7 For example, in 2014 the University of Leeds removed its Court’s power to appoint members of its Council (including the Chair and Vice-Chairs).
8 For example, the University of Newcastle undertook significant restructuring approximately ten years ago, to reduce its membership and to reframe Court as a communication and engagement forum for the university and its stakeholders.
11. In Bristol, an incremental but significant reform of Court has taken place over the past 15 years. Recently, in part in response to Council’s 2014 Effectiveness Review of Governance, several of the remaining powers of Bristol’s Court have transferred to the Board of Trustees. A subsequent review of the University’s governance effectiveness was conducted by KPMG in 2017.

12. Bristol has grappled with the future of Court on several occasions – including a review led by Pro-Chancellor Richard Hodder-Williams in 2014/15 and a consultation with Convocation Representatives on Court in 2016, led by the Chair of the Board of Trustees and the Chair of Convocation. In those consultations, no real consensus emerged as to the best role, purpose or composition for Court. Preferences ranged from simply abolishing Court, to making it even larger and more diverse – with longer meetings. The proposals in this paper take account of the views expressed through recent years’ consultation and suggest a way forward that reflects the modern environment in higher education and the responsibilities of the Board.

BRISTOL’S COURT TODAY

13. The University of Bristol’s Court today is composed of 653 members, made up of the categories of membership set out below. Courts in the Russell Group vary significantly in size. Bristol’s Court is very large compared to others: it is more than twice as large as the largest Court of any Russell Group university (Cardiff has 278 members) and almost five times larger than the average size of those Russell Group universities that have a Court today.

14. The categories of membership on the University of Bristol’s Court include:
   - Senior roles within the University including the Chancellor and Pro Chancellor, the University’s Senior Executive and up to ten members of staff designated by the Vice-Chancellor
   - All members of the Board of Trustees (20 members, ex officio on Court)
   - All members of Senate (83 (excluding members also on Court by virtue of other status), ex officio)
   - All Emeritus Professors, Emeritus Deans and Honorary Fellows (currently 221 members, ex officio)
   - 100 representatives of Convocation/Alumni Association (25 representatives are elected by Convocation each year to serve renewable terms of four years)
   - 11 benefactors, either automatically by virtue of the amount of their donation or on the nomination of the Board of Trustees
   - 42 representatives from eminent Bristol organisations, such as the Society of Merchant Venturers, Bristol Chamber of Commerce and Bristol Trades Union Council (either ex officio or appointed by the respective organisation)
   - Fifteen representatives from Bristol City Council, together with three representatives from each other local authority (appointed by the respective authority)
   - Three persons appointed by the Privy Council

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9 For example, the composition of Court and certain of its powers were altered in 2000; its power to recommend to the Privy Council changes to the University’s Charter, Statutes and Ordinances was removed in 2004.
10 The Fletcher Review noted that the role of Court in the affairs of the University was one way in which “the University is out of line with modern corporate governance practice in the higher education sector”. Fletcher recommended, among other things, that the Board of Trustees should be solely responsible for the appointment of its members and the members of the Audit Committee – both of which have historically involved the Nominations Committee of Court. The KPMG Review affirmed Fletcher’s findings, and recommended (among other things) that the University act to place Court’s power to appoint and remove members of the Board to the Board of Trustees itself.
11 For example, the power to appoint the University’s Treasurer and External Auditors was transferred to the Board of Trustees in 2015.
• Three persons appointed by the Chancellor
• A variable number of representatives from other institutions, including other universities and learned societies (currently 30, appointed by each institution – though institutions in this category are determined by Court on the recommendation of the Board of Trustees)
• Local MPs and MEPs (ex officio, with the authorities determined by Statute)
• Up to 60 holders of local offices, such as Lord Lieutenants and Lord Mayors, local head teachers and judges, and other leaders of local organisations (ex officio, although the offices themselves are determined by Court on the recommendation of the Board of Trustees).

15. While there are currently over 650 members of Court, over the past five years, on average, only 26% of its members have attended the annual meeting. Those who do attend are predominantly from the following constituencies (see also Annex A):
• Representatives of Convocation (in 2016, 59 members of Convocation attended, representing 36% of all Court attendees and 58% of those eligible to attend in this category).
• University staff (including members of the senior management team and of Senate, but not those who are members of Convocation) – in 2016, 48 individuals attended, which represents 29% of all attendees and 35% of those eligible to attend.
• Emeritus professors (in 2016, 20 individuals attended, representing 12% of all attendees and 9% of those eligible to attend).
• The remaining 28% include small numbers of individuals from the remaining constituencies - although some constituencies regularly send no representatives.12

16. Attendance by some constituent groups is particularly low. For example, on average (over the last five years), attendance rates have been:
• Benefactors: 12%
• Emeritus Professors: 11%
• MPs and MEPs: less than 2%
• Holders of local office: 16%

CHALLENGES

Purpose and role

17. The ‘accountability’ element of the original role of Court is increasingly less relevant in the modern age, in the current higher education environment and in the light of the responsibilities of the Board of Trustees to govern the University.

18. The greatest challenge currently facing Court therefore is to determine whether it has a clear purpose in the modern age and, if so, to clearly articulate what that purpose is. In this context, Court is asked to consider:
18.1. What is an appropriate role for Court given the pre-eminent and over-arching responsibilities of the Board of Trustees, as required by our regulator?
18.2. How can (or should) Court play a meaningful and relevant role in the current external and internal environment and in effectively supporting the delivery of the University’s new strategy?
18.3. Is it still appropriate for Court to play the dual accountability and engagement roles that have characterised its activities in the past?

12 The constituencies that have, at least once in the past three years sent no representatives include: the Bristol Area Members’ Committee of the Cooperative Group; the Society of Merchant Venturers; the Bristol Chamber of Commerce; MPs and MEPs; Honorary Fellows; and Representatives from the Voluntary Sector.
Membership

19. Some constituent groups represented on Court, such as members of the Board of Trustees and members of Senate, already have multiple opportunities to engage with the University and its governance. Other constituent groups, such as Bristol City Council and the Society of Merchant Venturers, have regular bilateral or multi-lateral meetings with members of the University. The University also now has a variety of ways in which it reaches out to employers, to donors, and to representatives of government and funding bodies to ensure that meaningful dialogue is taking place. Annex A sets out some of the ways in which each category of membership currently engages with the University.

20. The membership of Court also grows every year as some categories of membership are neither fixed nor capped. For example, the growing number of Emeritus Professors, Emeritus Deans and Honorary Fellows are all members. Currently many categories of membership do not have limits to the length of time they can serve on Court which is inconsistent with what is generally considered to be good governance practice. In some cases, this is because they serve ‘ex officio’ (e.g. Emeritus Professors and Honorary Fellows) but in other cases this is because such limits have not been established. For example, there are no term limits for Convocation representatives and more than 25% of Convocation representatives have served for over 8 years (i.e., more than two terms); over 50% have served for more than 4 years (i.e., more than one term).

21. While Court may originally have been intended as a body that represents key stakeholder groups or constituencies, the perception of who are ‘key’ stakeholders has also evolved over time. Currently, several key stakeholder groups – notably staff and employers – are not adequately represented. Arguably, there are some categories of membership that would no longer be considered stakeholders in the traditional sense (e.g. representatives of other universities, as well as some local bodies with ex officio members). In the 2017 review of governance effectiveness, KPMG particularly pointed to the membership of Court by representatives of other universities. In today’s higher education environment, those universities are increasingly seen as our competitors – making inappropriate their staff’s attendance at meetings of Bristol’s Court. Further, some member institutions have declined to appoint a representative to Court in recent years.

22. It may also be worth noting that the membership of Court is not currently gender-balanced – 74% of all current members are male. The age profile is significantly skewed to the older end of the spectrum.

23. There are 100 Convocation representatives on Court, representing one of the largest constituencies. As noted above, more members of Convocation attend Court’s annual meeting than any other constituent group (an average of 58 members per year over the last five years, with members of Convocation representing 36% of all those in attendance, on average. Further, a higher proportion of Convocation members regularly attend Court (58% in 2016) than any other group of members – and Convocation representatives are amongst the most active and engaged members of Court.

24. The University values its alumni highly and is developing plans for an even more vibrant and engaged alumni community. The University has recently been focussing on increasing the number of alumni branches and in supporting them to deliver a range of relevant activities for alumni within and outside the UK. The University now works increasingly closely with alumni in supporting the work of the Careers Office and in providing support to recruitment activity. Many alumni are also very generous in making financial contributions to the University both during their lifetime and in legacy gifts and
the University’s aspires to grow philanthropy significantly in the coming years. The work of the Alumni Foundation is particularly valued by both students and staff.

25. The new University strategy emphasises the importance of the University’s relationship with alumni, recognising that building even deeper and increasingly multi-faceted engagement with alumni will be a major contributor to its future success.

Reimagining Court

26. As noted above, many universities in England have never had Courts. Of those universities that once had Courts, many have now been abolished or no longer have any significant powers (or, in some cases, any powers at all). However, several universities have ‘reimagined’ their Courts and developed bodies with roles that reflect that institution’s current needs and the current landscape of the higher education sector.

Purpose of Court

27. The key question in developing a new model of Court is: what would the primary purpose of Court be? The appropriate size, composition and the format/content of its meetings would flow from a clear understanding of the purpose of Court. Consideration could then be given to the format and content of meetings of a reimagined Court.

28. As noted above, there has been a tradition of a dual role for Court: governance/accountability on the one hand and engagement on the other. Over time the emphasis has shifted towards increased engagement and less governance and accountability. Are these still the appropriate roles for Court?

Governance and accountability.

29. In the current regulatory and governance environment in which the University functions it is difficult to articulate a useful or appropriate governance role for Court. The Board of Trustees is the governing body of the institution and is considered as such both within and outside the institution, e.g. with HEFCE (and soon the OfS), BEIS, OFFA, QAA, and others.

30. But what about accountability? As noted above, the University is already held accountable by a wide range of public and regulatory bodies, across the range of the University’s activities in teaching and research. There are also internal bodies, such as Senate, that play a significant role in holding the senior management of the University accountable for their actions. The University’s executive team are accountable to the Board of Trustees for the performance and activities of the University. The Board of Trustees includes students, elected staff, a lay member put forward by Convocation, and 10 further lay members. In particular, the Board is responsible for approving the University’s strategy and holding the University accountable for the delivery of that strategy. The Board, both directly and through the Committee structure, acts as a critical friend to the University, both supporting and simultaneously challenging the executive to deliver on the institutional mission and vision. In this context it is difficult to see what additional benefits the University gains from having another body that also plays an accountability role. Indeed, there is a risk of a disconnect between the work of the Board and the activities of Court. Furthermore, good governance requires clear accountability of the University’s governing body. The forthcoming Office for Students (OfS) will require the University, as a condition of its registration as a University, to demonstrate compliance with such standards of governance. Whilst it is important that the University’s development is informed by the views of its stakeholders, there should be clarity over the accountability of the Board of Trustees.
31. **Appointment of members of the Board.** The power to appoint lay members of the Board of Trustees is currently held by Court and exercised through its Nominations Committee (see section 35). However, to align the University with the Committee of University Chair’s (CUC) Higher Education Code of Governance, this function would instead sit with the Board of Trustees itself. This is an important and necessary accountability change for several reasons: firstly, the OfS will be assessing the fit and proper status of Board members and adherence to the code of governance (including processes for the appointment and removal of Board members); second, the University will ensure a suitably skilled independent voice is brought into the Nominations process at an earlier and more useful stage in order to ensure high quality appointments, and thus also avoiding long delays in waiting to ratify Board appointments; and thirdly, this approach is entirely consistent with the way in which other Universities, Charities, Trusts and Institutions operate.

32. **Engagement.** As noted above and in Annex A, the University engages in a myriad of ways with a very wide range of audiences including employers, students, alumni, community organisations, funding agencies, and local, regional and national government. There are governance structures within the University that drive this activity including University Engaged University Steering Group (which works closely with the University’s Centre for Public Engagement), the Strategic Alliance Working Group and others. As noted earlier, the University’s senior team engages quite directly with bodies such as Bristol City Council and the Society of Merchant Venturers.

33. **Supporting the University in delivering the new strategy.** The University’s new strategy has, at its heart, a number of key projects and priority actions. These might provide a useful framework for deeper engagement with the University’s key stakeholders about our plans – for example, through Court receiving presentations on (and providing feedback about) each one.

**Composition and Size of Court**

34. If the purpose of Court will be to primarily provide a channel of communication between the University and its communities (local, regional and national), it follows that Court should be composed primarily of those stakeholders.

35. It also follows that Court should be of an appropriate size as to facilitate that dialogue, to allow the University to hear and to be heard.

**Proposals**

36. We therefore propose that:

- The primary purpose of Bristol’s ‘re-imagined’ Court is to provide a forum for meaningful dialogue and engagement with its key stakeholders – providing a vehicle that allows the University to benefit from members of Court’s experience and expertise and where the University can share information about its current challenges and successes. This would also provide a vibrant forum for multi-lateral (as opposed to bi-lateral) discussions of matters of mutual concern and interest.

- Such a re-imagined Court would need no formal powers to carry out that function, although having considered feedback received through consultation we believe that it is

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13 The ways that the University engages with other key stakeholders are set out in Annex A.
appropriate for Court to retain the power to appoint the Chancellor and the Pro-
Chancellors of the University. The power to appoint lay members of the Board of
Trustees, currently held by Court and exercised through its Nominations Committee,
would instead sit with the Board of Trustees itself, thus bringing the University into
compliance with the Committee of University Chair’s Higher Education Code of
Governance. Instead of the Nominations Committee of Court, there would be a
Nominations Committee of the Board of Trustees – which could include appropriately
qualified independent members (i.e., neither Board members nor staff/students of the
University).

- The ‘re-imagined’ Court should be significantly reduced in size to no more than 60
members. Bringing key stakeholders together in a relatively small group would stimulate
discussion, insight, engagement, understanding and support in a way that is beneficial to
all members. All members (other than ex officio members) should serve a maximum of
two four-year terms.

37. The proposed future membership of Court is as follows:

- The Chancellor
- The Pro-Chancellors
- The Vice-Chancellor
- The Pro-Vice-Chancellors
- The Chair of the Board of Trustees
- The Vice-Chair of the Board of Trustees
- The Treasurer
- The Chair of Convocation
- The Registrar
- The Chief Financial Officer
- The Sabbatical Officers of the Students Union (currently six members)
- The Chair of the Student Union's Student Council
- Ten members of Convocation, who are also alumni of the University, elected by
Convocation (the Elected Members)\(^{14}\)
- Up to 30 ‘Co-opted Members’ (appointed by the Vice-Chancellor, in consultation with
the Chancellor and Chair), drawn from organisations with whom deeper engagement
by the University would benefit both the University and its community.

38. In formulating the proposed membership, we have considered the following:

**Alumni**

- We are conscious of, and grateful for, the continued commitment of the Convocation
Representatives on Court. Therefore, we propose to continue to ‘ring fence’ positions
for our Alumni on Court, and have sought to at least preserve their proportionate
representation on the reimagined Court. Under the above proposals, the proportion
of Convocation representatives would increase: at present, they account for 15% of
Court’s membership;\(^ {15}\) under the above proposals they would account for between
16% and 19% - depending on the number of Co-opted Members on Court. All current
Convocation Representatives on Court would be eligible to stand in elections to the
‘reimagined’ Court.

\(^{14}\) Should proposals regarding the future of Convocation be accepted by Court, this would translate to 100
members of the Alumni Association, elected by the Alumni Association.

\(^{15}\) This proportion decreases year on year, as the overall size of Court increases. For example, at time of the
2016 annual meeting of Court the Convocation Representatives accounted for 21% of membership because of
the smaller total number of members.
• The only student representation in the current composition of Court are the student members of the Board of Trustees and Senate (12 members in all, assuming no cross-membership of the two bodies). Although the University engages with its students in myriad ways, we believe that the Elected and Co-opted Members of the reimagined Court would value being able to engage with student representatives directly in discussions at Court. Under the proposed composition above, student representation on Court would move from 1.8% to 11%-13% of its membership.

• We further suggest that, in the interests of informing discussion at Court, it would be most appropriate for the student members of Court to be the Sabbatical Officers and Chair of the Student Council of the Students Union. The Sabbatical Officers each have a distinct portfolio, meaning that Court would have the benefit of receiving well-rounded accounts of student views. Further, the Student Union has made concerted efforts in recent years to attract a more diverse range of candidates for Sabbatical positions, meaning that Court would benefit from that diversity of background, experience and opinion. The Chair of Student Council, through the Student Union’s Student Council, receives motions from (and chairs debate between) students from across the University and so, we suggest, would also contribute meaningfully to student-related discussion at Court.

Co-opted members

• We suggest that the Vice-Chancellor, in consultation with the Chancellor and the Chair of the Board, should have authority to determine the Co-opted Members of the reimagined Court. As the University’s Chief Executive Officer, with ultimate responsibility for the delivery of its Strategy, the Vice-Chancellor is best placed, with advice from the Chair of the Board and Chancellor, to identify the organisations and individuals with whom the University would benefit from advice, guidance and closer strategic relationships.

• We suggest that we do not codify the organisations or the individuals to be co-opted onto Court. We would move away, therefore, from the current practice of codifying in our Statutes (see Annex C) the bodies which appoint members to our Court. The current practice includes a very broad range of individuals and organisations. Within this broad range are organisations that have not nominated a representative to serve on Court in many years or the nominee has not attended. There are also competitor universities that are represented on Court now which is no longer appropriate in the current, competitive environment. The current composition of Court also includes bodies with whom the University now has more effective ways to engage. Finally, some of these organisations have ceased to exist, or have merged with others.

• We suggest that the categories of members that would be most appropriate to include on Court would include: benefactors to the University, members of local and regional cultural, sporting, charitable or development organisations, members of local and regional government, representatives from Governmental and quasi-governmental agencies and from non-governmental organisations, and members of commercial, industrial and other organisations whose interests align with the University.

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16 For example, in 2014 the Student Union created a designated Sabbatical post of ‘Postgraduate Education Officer’, in response to suggestions that its Officers focused on undergraduate student matters.

17 For example, the University holds biannual meetings with the Society of Merchant Venturers. The Society has confirmed that it supports the plans to reform Court as set out in this paper.
Emeritus Staff

- The University is considering, separately, a proposal that it establish an Emeritus College for emeritus staff. The purpose of this would be to engage in dialogue with the University on matters of mutual interest, to advance the intellectual and creative interests of its members, to maintain their social connections with university colleagues, and to provide them opportunities for service to the University and the wider community.

39. Changes to Court along the lines of the above would require changes to the University’s Charter and Statutes, which will require the consent of Court. Those changes (the Proposed Amendments) are set out in full in Annex C. Should the consent of Court be withheld at two consecutive annual meetings, the Board of Trustees can move ahead with the proposals notwithstanding the lack of consent by Court.

40. To allow time for the University to appoint/elect the new members of the reimagined Court, we propose that the Proposed Amendments take effect from 1 August 2018. This would also allow, in our view, sufficient time for the organisation of the 2018 annual meeting of Court (as reimagined).

Next steps

Court is asked to:

APPROVE the model for Court as proposed above, and CONSENT TO the Proposed Amendments, with effect from 1 August 2018, subject to any minor amendments required by the Privy Council.
### Annex A - The University’s engagement with categories of membership

<table>
<thead>
<tr>
<th>Category of Membership</th>
<th>Number of Members (2016)(^{18})</th>
<th>% of this category who attended Court in 2016</th>
<th>Engagement</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Category 1</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ex Officio (including Senior Team)</td>
<td>15</td>
<td>73.3</td>
<td>Members of staff, and so engaged in daily life</td>
</tr>
<tr>
<td>Board of Trustees (Senior Team not included)</td>
<td>20</td>
<td>60</td>
<td>Regular meetings, annual dinners, engaged in University processes such as appointment of key posts.</td>
</tr>
<tr>
<td>Members of Senate (Senior Team not included)</td>
<td>95</td>
<td>18.9</td>
<td>Regular meetings. All members of Senate are members of staff, so engaged in daily life.</td>
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<tr>
<td>Convocation Representatives</td>
<td>101</td>
<td>58.4</td>
<td>Annual meeting of Court and annual meeting of Convocation. Individual members (as alumni) receive invitations to a wide variety of University events, such as Convocation Awards, and receive monthly newsletter as well as printed copies of NONESUCH. Some are engaged with structures such as the Convocation and Alumni Association Committee or ‘branches’ of Convocation.</td>
</tr>
<tr>
<td>Elected Members of Professional Services Staff</td>
<td>15</td>
<td>80</td>
<td>Members of staff, and so engaged in daily life</td>
</tr>
<tr>
<td>Emeritus Professors (including Emeritus Deans)</td>
<td>228</td>
<td>8.7</td>
<td>No formal collective mechanism for engagement, other than Court. The University is considering, separately, a proposal that it establish an Emeritus College for emeritus staff whose purpose would be to engage in dialogue with the University on matters of mutual interest, to advance the intellectual and creative interests of its members, to maintain their social connections with university colleagues, to provide them opportunities for service to the University and the wider community, and to offer them a forum for commentary.</td>
</tr>
<tr>
<td>Honorary Fellows</td>
<td>9</td>
<td>22</td>
<td>No formal collective mechanism for engagement, other than Court.</td>
</tr>
<tr>
<td>Staff Designated by VC</td>
<td>10</td>
<td>72.7</td>
<td>Members of staff, and so engaged in daily life</td>
</tr>
<tr>
<td><strong>Category 2</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Benefactors</td>
<td>8</td>
<td>14.2</td>
<td>No ‘Benefactors’ have been added to Court membership in the past 4 years, though donors to the University are generally very engaged with the Development and Alumni Relations Division of the University.</td>
</tr>
<tr>
<td><strong>Category 3 City of Bristol</strong></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>Society of Merchant Venturers</td>
<td>11</td>
<td>0</td>
<td>Regular meetings with the University’s Senior Executive Team. Ongoing relationship due to co-sponsorship of the Merchants Academy.</td>
</tr>
</tbody>
</table>

\(^{18}\) As at the 2016 annual meeting of Court.
<table>
<thead>
<tr>
<th>Category of Membership</th>
<th>Number of Members (2016)</th>
<th>% of this category who attended Court in 2016</th>
<th>Engagement</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bristol Chamber of Commerce</td>
<td>1</td>
<td>0</td>
<td>No formal collective mechanism for engagement, other than Court. Though nb attendance</td>
</tr>
<tr>
<td>Bristol Trades Union Congress</td>
<td>6</td>
<td>0</td>
<td>No formal collective mechanism for engagement, other than Court.</td>
</tr>
<tr>
<td>Bristol Area Members Committee of the Co-operative Group</td>
<td>1 (Royal College of Vet Surgeons)</td>
<td>0</td>
<td>No formal collective mechanism for engagement, other than Court. Note that no member has been appointed since 2011.</td>
</tr>
<tr>
<td>Voluntary Sector</td>
<td>2</td>
<td>0</td>
<td>Numerous opportunities for informal engagement, and engagement and co-production activities often co-ordinated by the Centre for Public Engagement.</td>
</tr>
<tr>
<td><strong>Category 4 Local Authorities</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bristol City Council</td>
<td>14</td>
<td>42.8</td>
<td>Regular joint meetings with the University’s Senior Executive Team</td>
</tr>
<tr>
<td>Others</td>
<td>7</td>
<td>42.8</td>
<td>No formal collective mechanism for engagement, other than Court.</td>
</tr>
<tr>
<td><strong>Category 5</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Special Appointments</td>
<td>1</td>
<td>0</td>
<td>No formal collective mechanism for engagement, other than Court.</td>
</tr>
<tr>
<td><strong>Category 6</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Institutions (includes some learned societies)</td>
<td>28</td>
<td>25</td>
<td>No formal collective mechanism for engagement, other than Court, but links to RED and Centre for Public Engagement, and (particularly in the case of learned societies) individual members of University staff who are members of those institutions.</td>
</tr>
<tr>
<td><strong>Category 7</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MPs and MEPS</td>
<td>35</td>
<td>5.7</td>
<td>No formal collective mechanism for engagement, other than Court.</td>
</tr>
<tr>
<td><strong>Category 8</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Holders of Local Office (includes Lord Lieutenants and Mayors, as well as leaders of local charities, museums and professional bodies)</td>
<td>33</td>
<td>9</td>
<td>No formal collective mechanism for engagement, other than Court.</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>640</strong></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

---

19 As at the 2016 annual meeting of Court.
### Annex B – Other Russell Group universities’ Courts

<table>
<thead>
<tr>
<th>University</th>
<th>Is there currently a Court?</th>
<th>If no, has there ever been a Court?</th>
<th>Summary of Court’s powers</th>
<th>Membership/Composition of Court</th>
</tr>
</thead>
<tbody>
<tr>
<td>Birmingham</td>
<td>Yes</td>
<td></td>
<td>Power only to make standing orders governing procedure of its own meetings</td>
<td>67 members in total:</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• The Chancellor, Pro Chancellor and Deputy Pro Chancellor</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• VC and Provost</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• The Treasurer</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• The President of the SU</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• Up to 60 others, appointed by Council.</td>
</tr>
<tr>
<td>Cardiff</td>
<td>Yes</td>
<td></td>
<td>Power to:</td>
<td>166 members in total</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Appoint members of the Court</td>
<td>• 28 Council including Ex-officio</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Appoint three members of the Court to serve on a Nominations Committee to Appoint a Chancellor</td>
<td>• 30 Senate Members</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 8 Academic/Professional Service staff</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 8 Employees who are not members of Council or Senate.</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• All full-time elected officers of the Student Union</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 20 Alumni</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 13 representatives from Education</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 7 representatives from Health</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 7 representatives appointed by public authorities</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 1 representative of each Trade Union and Professional Group</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>recognised by the University</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 4 representatives from other Institutions</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 40 from other bodies and societies</td>
</tr>
<tr>
<td>Durham</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Exeter</td>
<td>No</td>
<td>Yes</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Imperial, London</td>
<td>Yes</td>
<td></td>
<td>Power to:</td>
<td>33 members in total</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Approve amendments to the Charter on the recommendation of the Council, prior to submission to the Privy Council</td>
<td>• Chairman of Council (ex officio)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 1 non-executive Council member</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• The President, ex officio</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• The Provost, ex officio</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• The Chief Financial Officer, ex officio</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• The College Secretary, ex officio</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• The Vice-President (Advancement), ex officio</td>
</tr>
</tbody>
</table>

---

20 Except for the Universities of Cambridge, Oxford, Glasgow and Edinburgh – which do not have bodies equivalent to Court.
<table>
<thead>
<tr>
<th>University</th>
<th>Is there currently a Court?</th>
<th>If no, has there ever been a Court?</th>
<th>Summary of Court's powers</th>
<th>Membership/Composition of Court</th>
</tr>
</thead>
<tbody>
<tr>
<td>King’s College, London</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
<td>About 90 members in total</td>
</tr>
<tr>
<td>Leeds</td>
<td>Yes</td>
<td></td>
<td>Power to:</td>
<td>About 90 members in total</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>- Appoint the Chancellor</td>
<td>- Ex-officio members</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>- Establish appeal committees to determine student disciplinary appeals</td>
<td>- The Chancellor</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- The Pro-Chancellor</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- The deputy pro-chancellors</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- The Vice-Chancellor</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- The Chair of Court</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- 5 Council members</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- 10 Life Fellows</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- 5 from various companies/foundations</td>
</tr>
<tr>
<td>Liverpool</td>
<td>No</td>
<td>Yes</td>
<td>N/A</td>
<td>- 5 Public authorities</td>
</tr>
<tr>
<td>LSE, London</td>
<td>Yes (but called the ‘Court of Governors’)</td>
<td>80 Members in total</td>
<td>‘Academic’ Governors, ‘Student’ Governors and ‘Other’ Governors</td>
<td>All by application to, and appointment by, Council.</td>
</tr>
<tr>
<td>Manchester</td>
<td>Yes (but called the ‘General Assembly’)</td>
<td>201 members in total</td>
<td>Power:</td>
<td>12 ex-officio senior staff</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>- To appoint the Pro-Chancellor of the University</td>
<td>36 current/lay former members of the Board of Governors</td>
</tr>
<tr>
<td>University</td>
<td>Is there currently a Court?</td>
<td>If no, has there ever been a Court?</td>
<td>Summary of Court’s powers</td>
<td>Membership/Composition of Court</td>
</tr>
<tr>
<td>---------------------------</td>
<td>----------------------------</td>
<td>-----------------------------------</td>
<td>-----------------------------------------------------------------------------------------</td>
<td>-----------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Newcastle</td>
<td>Yes</td>
<td>N/A</td>
<td>Power to:</td>
<td>60 members in total</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Approve creation of and amendments to Statute, subject to final approval by the Privy Council</td>
<td>• Representatives from the community</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Appoint (with Senate) the Chancellor</td>
<td>• University’s principal officers</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• Elected members of staff</td>
</tr>
<tr>
<td>Nottingham</td>
<td>No</td>
<td>Yes</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Queen Mary, London</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Queen’s University, Belfast</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Sheffield</td>
<td>No</td>
<td>Yes</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Southampton</td>
<td>No</td>
<td>Yes</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>UCL, London</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Warwick</td>
<td>No</td>
<td>Yes</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>York</td>
<td>Yes</td>
<td>N/A</td>
<td>Power to elect the Chancellor and Pro Chancellors</td>
<td>104 members in total</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 13 Ex-officio senior staff and local officials</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 9 members of Senate</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 2 representatives of schools</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• 1 representative of institutions</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>• Any other person as may be appointed by Council</td>
</tr>
</tbody>
</table>
Annex C

Proposed Amendments to the University Charter and Statutes (text underlined represents an insertion, text in strikethrough represents a deletion)

CHARTER OF INCORPORATION

PREAMBLE

EDWARD VII, BY THE GRACE OF GOD, of the United Kingdom of Great Britain and Ireland, and of the British Dominions beyond the Seas, King, Defender of the Faith.

TO ALL TO WHOM these presents shall come, GREETING:

WHEREAS Petitions have been presented to Us by University College Bristol in the said City and by others praying Us to erect a University within the said City for the promotion of Arts Sciences and Learning and of the objects for which the said College was established and to grant a Charter with such appropriate provisions therein in that behalf as shall seem to Us meet and fit.

And whereas the Society of Merchant Venturers of the City of Bristol also presented a Petition to the same end. And whereas

We have taken the said Petitions into Our Royal consideration and are minded to accede thereto.

Now therefore Know Ye that We by Virtue of Our Royal Prerogative in that behalf and all other powers enabling Us so to do of Our special grace certain knowledge and mere motion by these Presents do for Us Our Heirs and Successors grant will direct and ordain as follows:

1. University of Bristol

There shall be from henceforth for ever in Our said City of Bristol a University by the name and style of “The University of Bristol” by which name the Chancellor and other Members of the University for the time being are hereby constituted one body politic and corporate with perpetual succession and a Common Seal and with full power by and in such name to sue and be sued and without any further licence to take by gift or otherwise purchase and hold grant demise or otherwise dispose of real or personal estate and with other powers by this Our Charter prescribed.

2. Visitor

We Our Heirs and Successors Kings and Queens of the Kingdom aforesaid shall be and remain the Visitor and Visitors of the
University of Bristol through the President of Our Board of Trustees for the time being and in exercise of the Visitorial Authority We and Our Heirs and Successors shall have the right from time to time and in such manner as We or They shall think fit to direct an inspection of the University its buildings laboratories libraries and general equipment and also of the teaching examinations research and other work done by the University.

3. Powers

The University shall have the powers following:

(1) To grant and confer Degrees and other academic distinctions, including Degrees and other academic distinctions awarded jointly with other institutions, to and on persons who shall have pursued an approved course of study in or under the auspices of the University and shall have passed the examinations in or approved by the University under conditions laid down in its Statutes or Ordinances provided that degrees representing proficiency in technical subjects shall not be conferred without proper security for testing the scientific or general knowledge underlying technical attainments.

(2) To admit Graduates of other Universities to Degrees of equal or similar rank in the University.

(3) To confer Degrees of the University on any persons who hold office in the University as Professors Readers Lecturers or otherwise or who shall have carried on independent research therein.

(4) To grant Diplomas Certificates or other distinctions to persons who have pursued a course of study approved by the University under conditions laid down by the University.

(5) To confer Honorary Degrees or other distinctions on approved persons PROVIDED THAT all Degrees and other distinctions shall be conferred and held subject to any provisions which are or may be made in reference thereto by the Statutes Ordinances or Regulations of the University.

(6) On good cause shown to deprive persons of any Degrees Diplomas Certificates or Distinctions granted to or conferred upon them.

(7) To provide for instruction in such branches of learning as the University may think fit and also to make provision for research and for the advancement and dissemination of knowledge.
(8) To examine and inspect schools and other educational institutions and grant Certificates of proficiency and to provide such lectures and instruction for persons not members of the University as the University may determine.

(9) To accept the examinations and periods of study passed by Students of the University at other Universities or places of learning as equivalent to such examinations and periods of study in the University as the University may determine and to withdraw such acceptance at any time.

(10) To affiliate other institutions or to admit the members thereof to any of its privileges and to accept attendance at courses of study in such institutions in place of such part of the attendance at courses of study in the University and upon such terms and conditions and subject to such regulations as may from time to time be determined by the University or to recognise any members of the teaching staff of any College or institution whether affiliated to the University or not as teachers of the University.

(11) To co-operate by means of Joint Boards or otherwise with other Universities and Authorities for the regulation and conduct of Matriculation and other Examinations for the examination and inspection of schools and other academic institutions and for the extension of University teaching and influence in academic matters and for such other purposes as the University may from time to time determine.

(12) To enter into any agreement with any other institution for the incorporation of that institution in the University and for taking over its property and liabilities and for any other purpose not repugnant to this Our Charter.

(13) If necessary to promote a Bill or Bills in Parliament to confirm or carry out any such agreement as above referred to.

(14) To institute Professorships Readerships Lectureships Teacherships and any other offices required by the University and to appoint to such offices.

(15) To institute and award Fellowships Scholarships Exhibitions Bursaries and Prizes.

(16) To provide Halls for the residence of Students.

(17) To make provision for Research and to furnish Scientific Advice for public purposes and for these objects to enter into such arrangements with other institutions or with public bodies as may be thought desirable.
(18) To do all such other acts and things whether incidental to the powers aforesaid or not as may be requisite in order to further the objects of the University as a Teaching and Examining Body and to cultivate and promote Arts Science and Learning.

4. **Authorities**

The Authorities of the University shall be the Chancellor Pro-Chancellors Vice-Chancellor Pro-Vice-Chancellors the Court the Board of Trustees the Senate and the Convocation.

5. **Chancellor**

The Chancellor of the University shall be the President of the Court and Convocation and shall hold office for such period as shall be determined by Statute. The Chancellor shall be elected by the Court of the University on the nomination of the Board of Trustees.

6. **Pro-Chancellors**

There shall be a Pro-Chancellor or Pro-Chancellors of the University who or any one of whom may subject to the Statutes of the University in the absence of the Chancellor or pending a vacancy in the office of Chancellor exercise the functions of the Chancellor except the conferring of Degrees or the appointment of members of the Court and may preside at meetings of the Court.

7. **Vice-Chancellor**

There shall be a Vice-Chancellor of the University who shall be the principal Academic Officer of the University and ex officio Chair of the Senate and who shall in the absence of the Chancellor confer degrees.

8. **Pro-Vice-Chancellor**

There shall be a Pro-Vice-Chancellor or Pro-Vice-Chancellors of the University who or any one of whom may subject to the Statutes of the University act for the Vice-Chancellor pending a vacancy in that office or during the absence or inability of the Vice-Chancellor or at the request of the Vice-Chancellor and may when so acting confer Degrees.
9. **Treasurer and Other Officers**

There shall be a Treasurer and other proper officers of the University.

10. **The Board of Trustees**

With effect from 1 January 2016, the name of the Governing Body of the University was changed from “Council” to “the Board of Trustees”. After this date, all references in the Charter, Statutes, Ordinances and otherwise to “Council” shall be changed to, and shall be construed as, references to “the Board of Trustees”.

**Powers of the Board of Trustees**

There shall be a Board of Trustees which shall be the Governing Body of the University and have power to direct the use of the University Seal and subject to the Statutes of the University shall have the government and control of the finances of the University and of the affairs and property of the University. The Board of Trustees shall submit a report to each annual meeting of the Court, including a report of changes to the Charter, Statutes and Ordinances.

**The Trustees**

Statutes of the University shall regulate the election and continuance in office of the Trustees the filling of vacancies among the Trustees and all other matters relative to the Board of Trustees which it may be thought are proper to be so regulated.

**Statutes**

The Board of Trustees may make Statutes and amend add to or repeal the Statutes for the time being but no such Statute and no such amendment addition or repeal shall be valid or operative until allowed by the Privy Council.

**Ordinances**

Ordinances may be made by the Board of Trustees for the regulation of all matters not required by this Our Charter to be dealt with by Statute.
11. The Court

Constitution of the Court

There shall be a Court which shall advise and inform Board of Trustees on any matter relating to the University and act as a channel of communication between the University and its community, the various constituencies of Court membership. The Board of Trustees shall be required to report to the Court and to take into consideration any views expressed by the Court. The constitution of the Court shall be defined by Statute.

Except as herein provided and subject to the Statutes of the University the Court may determine all matters relating to the appointment and election of Members of the Court and their respective periods or terms of office and all other matters relating to the constitution of the Court.

Statutes of the University shall regulate the election and continuation in office of the Members of the Court, the filling of vacancies among the Members and all other matters relative to the Court which it may be thought are proper to be so regulated.

Provided that Statutes for which this section provides shall be made or amended by the Board of Trustees only with the consent of the Court, except that, if the Court at two consecutive annual meetings withholds its consent to an identical proposal by the Board of Trustees to make or amend such a Statute, the Board of Trustees may at its next meeting make or amend the Statute accordingly notwithstanding that the Court shall have withheld its consent.

12. The Senate

Powers of Senate

There shall be a Senate which shall subject to the Statutes and Ordinances of the University and the control and approval of the Board of Trustees have the regulation and control of the Curriculum and Education afforded by the University and such other powers as may be conferred upon it by Statute or Ordinance.

Statutes of the University shall define the powers of the Senate.

13. The Faculties

Faculties
There shall be such Faculties as may from time to time be constituted by the University.

**Board and Deans of Faculty**

There shall be a Board and a Dean of each Faculty with such powers respectively as may be prescribed by Statute or Ordinance.

**14. Convocation**

**Constitution of Convocation**

There shall be a Convocation of the University which shall consist of the Chancellor the Pro-Chancellors the Vice-Chancellor the Pro-Vice-Chancellors the Members of the Senate such other Members of the staff and such other officers of the University as may be determined by Statute or Ordinance, the Graduates of the University and such other former students of the University as may be determined by Statute or Ordinance.

The Chancellor if present shall preside at its meetings.

Ordinances may prescribe the conditions of registration and fix a fee if it shall be considered necessary.

Provided that Statutes concerning the Convocation for which this section or section 15 below provides shall be made or amended by the Board of Trustees only with the consent of the Court, except that, if the Court at two consecutive annual meetings withholds its consent to an identical proposal by the Board of Trustees to make or amend such a Statute, the Board of Trustees may at its next meeting make or amend the Statute accordingly notwithstanding that the Court shall have withheld its consent.

**15. Union of Students Union**

A Union of Students of the University may be constituted by Statute or Ordinance.

**Representation of convocation and union**

_Regulation thereof_

The Convocation and the Union of Students shall have such and so many representatives on the Court and on such conditions as may be provided by the Statutes of the University. Ordinances of the University may subject to the provisions of this Charter and of the Statutes prescribe and regulate the constitution functions privileges and all other matters relating to the Convocation and to the Union of Students.
16. Statutes

Initiative in making statutes

The Board of Trustees shall have power to make Statutes.

Powers of statutes

All Statutes which are not repugnant to the provisions of this Charter or the Laws of the Realm shall be operative and have effect when allowed by the Privy Council and not before. Such allowance shall be conclusive evidence of the Statutes so allowed being authorised by the provisions of this Charter.

The Statutes of the University may direct that any of the matters by these Presents authorised or directed to be prescribed governed or regulated by Statutes of the University shall be prescribed governed or regulated by Ordinances of the University.

17. Ordinances

Initiative in making ordinances

Academic ordinances

Ordinances shall be made by the Board of Trustees of the University. Provided that in matters referring to Courses of Study Degrees, Diplomas, Certificates, other academic awards or distinctions affiliation of Colleges and recognition of teachers Ordinances shall be made by the Board of Trustees only with the consent of the Senate.

Amendment etc., of ordinances

Ordinances may add to amend alter or repeal Ordinances from time to time in force.

Examiners and Examinations
External examiners

All Examinations held by the University shall be conducted in such manner as the Statutes and Ordinances shall prescribe provided that at least one external and independent Examiner shall be appointed for each subject or group of subjects forming part of the course of studies required for University Degrees, but this proviso shall not apply to Examinations for admission or entrance to the University.

18. General Provisions

Regulation of proceedings

The Board of Trustees, the Senate and the Faculties respectively may from time to time make regulations for governing subject to these Presents and the Statutes and Ordinances of the University the proceedings of those bodies respectively. The power to make regulations shall include the power to add to, amend, alter or repeal any theretofore made.

19. Eligibility

All posts and offices in the University, membership of any of its constituent bodies and all courses of study and academic awards in the University shall be open to any person, irrespective of gender, race, religion, belief, sexual orientation, disability or age, subject to such conditions and regulations as may properly be prescribed or provided for by the University.

20. Bar to Dividends

The University shall not make any dividend, gift, division or bonus in money unto or between any of its members except by the way of prize reward or special grant.

21. Power to hold Real Property

In addition to the buildings, lands and premises of the University used and occupied for the immediate purposes thereof the University shall have power to hold lands, tenements and hereditaments.

22. “Special Resolutions”

The Board of Trustees may at any time alter, amend or add to these Presents and their Provisions by a Special Resolution in that behalf and such alteration, amendment or addition shall when allowed by Us, Our Heirs or Successors by and with the advice of Our Privy
Council become effectual so that these Presents shall thenceforward continue and operate as though they had been originally granted and made as so altered amended or added to as aforesaid. This Article of these Presents shall apply to this Charter as altered amended or added to in manner aforesaid. A “Special Resolution” means a Resolution passed at one meeting of the Board of Trustees and confirmed at a subsequent meeting held not less than one calendar month nor more than three calendar months after the former provided that the Resolution be passed at each meeting by a majority of not less than three-fourths of the Trustees present and voting.

23. Definitions

In this Our Charter the “Statutes” mean the Statutes set forth in the Schedule hereto or any Statutes altering adding to or repealing the same or any of them which may hereafter be made and may be allowed by the Privy Council.

“Ordinances” means Acts of the Board of Trustees made as provided for in this our Charter.

24. Construction

Our Royal Will and Pleasure is that these Presents shall ever be construed benevolently and in every case most favourably to the University of Bristol and the promotion of the objects of this Our Charter.

STATUTE 4

Statute 4

The Pro-Chancellors

Role
1. The Pro-Chancellors may, in the absence of the Chancellor or during a vacancy in the office of Chancellor, exercise the functions of the Chancellor, save for the conferring of degrees and the appointment of members of Court, and they may preside at meetings of Court.

Election
2. The Pro-Chancellors shall be elected by Court on the nomination of the Board of Trustees. The Pro-Chancellors shall hold office for three-year terms, subject to a maximum of two such terms, unless Court by special resolution determines otherwise. A special resolution for this purpose is a resolution considered as a separate agenda item at a properly constituted meeting of Court and passed by a majority of those present and voting.
Resignation
3. A Pro-Chancellor may resign at any time by a letter sent to Court through the Secretary.

STATUTE 11

Membership of Court

Members
The members of Court shall be as follows:

Category I – University

Ex officio members
The Chancellor,
The Pro-Chancellors,
The Vice-Chancellor,
The Pro-Vice-Chancellors,
The Treasurer,
The Chair of the Board of Trustees
The Vice-Chair of the Board of Trustees
The Chair of Convocation
The Chief Financial Officer
The Honorary Fellows
The Trustees
The members of Senate
The Emeritus Professors
The Emeritus Deans
The Registrar
The Secretary, the Librarian and up to ten holders of such other offices as the Vice-Chancellor shall from time to time specify
The Sabbatical Officers of the Students Union
The Chair of the Student Union’s Student Council

Elected Members
For renewable three year terms: Fifteen elected members of the support staff, the method of election to be determined by Ordinance
For renewable four year terms, subject to a maximum of two such terms: One hundred graduates of the University elected by Convocation Ten members of Convocation, elected by Convocation.
Co-opted members
No more than 30, and no fewer than 20, Co-opted Members.

For the purposes of Statute 11:
Co-opted Members shall serve renewable four-year terms, subject to a maximum of two such terms.

Co-opted Members shall be appointed by the Vice-Chancellor.

Co-opted Members shall be drawn from the following constituencies (at the discretion of the Vice-Chancellor):

Benefactors to the University
Emeritus Professors and Emeritus Deans
Local and regional cultural, sporting, charitable or development organisations
Local and regional government
Governmental and quasi-governmental agencies
Non-governmental organisations
Commercial, industrial and other organisations whose interests align with the University.

Other members of University staff may attend meetings of Court, by invitation of the Chair, in order to provide information and advice to Court.

Category II—Benefactors
a) As members for life:
Individual donors to University funds nominated by the Board of Trustees
b) As members for five years:
The representatives of each of such corporate donors to University funds as the Board of Trustees may nominate

Category III—City of Bristol
a) The Master of the Society of Merchant Venturers of the City of Bristol and ten persons appointed by the Society for an initial term of up to
three years with renewable three-year terms thereafter
b) The Chief Executive of the Bristol Chamber of Commerce and Initiative and ten persons appointed by the Bristol Chamber of Commerce and Initiative for an initial term of up to three years with renewable three-year terms thereafter
c) The President of the Bristol Trades Union Council and ten persons appointed by the Bristol Trades Union Council for an initial term of up to three years with renewable three-year terms thereafter
d) One person appointed by the Bristol Area Members Committee of the Co-operative Group for an initial term of up to three years with renewable three-year terms thereafter
e) Eight representatives of the voluntary sector in Bristol nominated by such body or bodies as from time to time shall be approved by Court for this purpose

Category IV – Local Authorities
Elected members or officers of local authorities in Bristol and the surrounding area appointed by the relevant local authority as follows:
Bristol City Council: Fifteen persons
Bath and North East Somerset Council, North Somerset Council, South Gloucestershire Council, Gloucestershire County Council, Somerset County Council and Wiltshire County Council: Three persons each

Category V – Special Appointments
To be appointed for an initial term of up to three years with renewable three-year terms thereafter:
   a) Three persons appointed by the President of the Privy Council
   b) Three persons appointed by the Chancellor of the University

Category VI – Institutions
To be appointed for an initial term of up to three years with renewable three-year terms thereafter:
   a) One person appointed by each of such universities and colleges, up to a maximum of twenty, as Court on the recommendation of the Board of Trustees may from time to time determine
   b) One person appointed by each of such learned bodies and national and international organisations, up to a maximum of forty-five, as Court on the recommendation of the Board of Trustees may from time to time determine
   c) One person appointed by such of the institutions affiliated to or associated with the University, as listed in its Ordinances, as Court on the recommendation of the Board of Trustees may from time to time determine
   d) One person appointed by each of such National Health Service bodies as Court on the recommendation of the Board of Trustees may from time to time determine

Category VII – House of Commons and European Parliament
The Members of Parliament elected for the parliamentary constituencies lying wholly or substantially within the City and County of Bristol, the Districts of Bath and North East Somerset, North Somerset and South Gloucestershire and the Counties of Gloucestershire, Somerset and
Wiltshire
The Members of the European Parliament elected for the South West region

Category VIII — Holders of local offices
Such holders of local offices as Court on the recommendation of the Board of Trustees may from time to time determine, subject to a limit of sixty, which may include:
Lord Lieutenants of Bristol and adjoining counties; Lord Mayors and Mayors of local cities and towns; head teachers of local schools and principals of local colleges; local judges; the president, chief executive, head or leader or other officers of learned societies, religious organisations, charities, museums, libraries, professional bodies, and other organisations involved in the arts, the law, education, health and social services, trade and industry

Vacancies
Vacancies arising among the appointed members shall be filled as soon as possible by the appointing authority for the remainder of the unexpired term.

Resignation
Any member of Court may resign by a letter sent to Court through the Secretary.

STATUTE 12
Meetings of Court

1. Place and Time
All meetings of Court shall be held in Bristol.

2. Annual Meeting
The Annual Meeting of Court shall normally be held in November or December. The Board of Trustees shall determine the date and place. The Board of Trustees shall present a report of its proceedings during the preceding academic year, including a report on changes to the Charter, Statutes and Ordinances, and an audited statement of accounts for the preceding financial year. A copy of the report and statement shall be sent to every member of Court at least seven days before the meeting.
3. Special Meetings

The Chancellor may call a meeting of Court at any time and shall call a meeting to be held within eight weeks of the receipt by him or her of a written request to do so from the Board of Trustees or from no fewer than twenty-five members of Court. The Chancellor shall determine the date and place of any meeting so called.

4. Notice

The Secretary shall send notice of every meeting of Court not less than thirty-five days before the day fixed for such meeting. Any member of Court wishing to bring forward any business at a meeting shall give the Secretary written notice of it not less than twenty days before the day appointed for the meeting provided that such business shall not be included on the agenda unless no fewer than 9 other members of Court have indicated their support either by signing the notice or writing to the Secretary indicating their support for the business to be discussed. Any member of Court may submit an item of business for discussion at a meeting of Court, to be agreed at the discretion of the Chancellor. Items of business must be submitted not less than 20 days before the meeting of Court. This shall not apply to business brought forward by the Board of Trustees. Not less than seven days before any meeting of Court the Secretary shall send every member of Court a statement of all business, and no business shall be considered at the meeting except that included in the statement. For the purposes of this Statute, any notice or written communication to the Secretary may be given by email.

5. Quorum

The quorum of Court shall be forty-five members, which must include at least one Elected Member and at least one Co-Opted Member. If there is not a quorum present at a meeting, the Chancellor shall adjourn the meeting to a time later the same day. If there is still no quorum present, the meeting may be adjourned to another day as the Chancellor thinks fit. For the avoidance of doubt, a quorum shall only be required for the purposes of exercising the powers of Court and if Court is not asked to exercise any powers a meeting may take place notwithstanding it not being quorate.

6. Procedure

The procedure at meetings of Court shall be in accordance with standing orders of Court.

Statute 13

Powers of Court
Court shall have the following powers:

1. Comment and Advice

At each Annual Meeting of Court, Court shall receive a report from the Board of Trustees of its proceedings during the preceding academic year, including a report on changes to the Charter, Statutes and Ordinances, and an audited statement of accounts for the preceding financial year. Court may comment on the affairs of the University, may advise the Board of Trustees on any matter relating to the University, and may invite the Board of Trustees to review a decision. The Board of Trustees shall take into consideration any views expressed by Court. Court may require the Board of Trustees to send to the Chancellor, within three months, a written response to a point raised at a meeting of Court for circulation to members of Court.

12. Appointment of Officers

- Court shall appoint the Chancellor and the Pro-Chancellors on the nomination of the Board of Trustees
- To remove, for good cause, any members of Court other than those who are members by virtue of their office.

3. The Board of Trustees Membership and Periods of Office

In accordance with Statute, Court shall elect fifteen Trustees in Class I from names put forward by the Nominations Committee of Court. Court shall have power to approve extensions to prescribed terms of office for the Chancellor and Pro-Chancellors, and to approve extensions to prescribed maximum periods of membership for Trustees.

4. Removal for Good Cause

Court may remove members of Court or the Board of Trustees, other than those who are members by virtue of their office or members of the academic staff, for good cause, as determined by Statute.

Statute 14 [Revoked]

Nominations Committee of Court

Members

1. The members of the Nominations Committee of Court shall be:
Class I - Chair
For renewable three year terms, subject to a maximum of three such terms:
A Pro-Chancellor, who shall act as Chair, nominated by the Chancellor.

Class II - Ex Officio
The Chair of the Board of Trustees
The Chair of Convocation.

The Vice-Chancellor (or his/her nominee)

Class III - Trustees
For renewable three year terms, subject to a maximum of three such terms:
Three Trustees, elected by the Board of Trustees from among its lay Trustees as determined by Ordinance.

Class IV - Members of Court
For renewable three year terms, subject to a maximum of three such terms:
Two members of Court elected by Court, as determined by Ordinance.

Members in Class IV must be members of Court, but may not be Trustees. If they become Trustees they must resign from the Nominations Committee of Court.

Right to attend
2. The University Secretary may attend meetings of the Nominations Committee of Court, but may not vote on any issue.

Selection of Trustees
3. The Nominations Committee of Court shall put to Court each year at its Annual Meeting names for election to membership of the Board of Trustees in Class I in Statute 15 for a three year term. The Committee shall search for suitable candidates and shall give careful consideration to all names recommended to it. The Committee shall have regard to the need to find Trustees with a balance of skills and experience and shall ensure compliance with the University’s Equal Opportunities Policy.

Court shall consider separately each name put to it by its Nominations Committee, and shall either accept or reject it. If Court rejects any of the names, the Nominations Committee shall choose a replacement for consideration by Court at its next Annual Meeting, to serve for the remainder of the three year term. In the interim the vacancy shall be filled by the Board of Trustees on the nomination of Court’s Nominations Committee. The Board of Trustees may not appoint the rejected candidate.
STATUTE 15

Membership of the Board of Trustees

1. Trustees

The Trustees shall be as follows:

Class I – Lay Trustees

The Treasurer

For renewable three-year terms, subject to a maximum of three such terms unless Court the Board of Trustees by special resolution determines otherwise, where a special resolution for this purpose is a resolution considered as a separate agenda item at a properly constituted meeting of Court and passed by a majority of those present and voting:

Up to fifteen persons, appointed as determined by Ordinance elected by Court, on the nomination of the Nominations Committee of Court

One member of Convocation, appointed as determined by Ordinance (the Convocation Trustee).

Lay Trustees in Class I may not be members of the University’s staff.

Class II – University Staff

The Vice-Chancellor

A Pro Vice-Chancellor, nominated by the Vice-Chancellor

For renewable three-year terms, subject to a maximum of three such terms:

Three members of academic staff, appointed as determined by Ordinance (each an Academic Trustee)

Two members of the support staff, appointed as determined by Ordinance (each a Support Staff Trustee).
For the avoidance of doubt, the term of office of any Trustee in Class II shall end immediately if the appointed individual ceases to be a member of support staff or academic staff as appropriate.

Class III – Students

For renewable one-year terms, subject to a maximum of three such terms:

Two students or Sabbatical Officers, appointed as determined by Ordinance (each a Student Trustee).

2. Right to attend

The Chancellor, Pro-Chancellors and Chair of Convocation, if not Trustees, and the Registrar and Finance Director, shall have the right to receive papers and attend meetings, but shall not have the right to vote on any issue.

3. Vacancies

All vacancies arising among the appointed or elected members shall be filled as soon as possible by the appointing or electing authority for the remainder of the unexpired term.

Vacancies arising among the lay Trustees elected by Court shall be filled at the discretion of the Board of Trustees, on the nomination of Court’s Nominations Committee, and confirmed at the next Annual Meeting of Court.

4. Resignation

Any Trustee may resign by a letter sent to the Board of Trustees through the Secretary.

STATUTE 17

Powers of the Board of Trustees

The Board of Trustees shall be the governing body of the University, and shall have the following powers:

1. General
The Board of Trustees shall exercise all powers conferred on it by the Charter, Statutes and Ordinances, and shall put the Charter, Statutes, Ordinances and Regulations into effect. The Board of Trustees shall set the policy of the University, in consultation with Senate on matters of academic policy, and shall ensure that the Vice-Chancellor and the University officers act to further that policy.

2. Charter

The Board of Trustees may alter, amend or add to the Charter by a special resolution, passed at one meeting of the Board of Trustees and confirmed at a subsequent meeting held no less than one calendar month nor more than three calendar months after the former, provided that the resolution is passed at each meeting by a majority of not less than three-quarters of the members of the Board of Trustees present and voting. Any such changes made by the Board of Trustees shall not take effect unless and until they are allowed by the Queen in Council.

3. Statutes and Ordinances

The Board of Trustees may by special resolution make, amend, add to or repeal Statutes and Ordinances and shall report them to Court at Court's Annual Meeting. A special resolution for this purpose is a resolution considered as a separate agenda item following a written report from the Secretary and either (i) passed by a two-thirds majority of those present and voting or (ii) passed by a simple majority of those present and voting and ratified at the next ordinary meeting. In matters relating to courses of study, degrees, certificates, diplomas and other academic awards or distinctions, affiliation of colleges and recognition of teachers, Ordinances shall be made by the Board of Trustees only with the consent of Senate. Statutes, and any amendments, additions or repeals, made by the Board of Trustees in accordance with the above procedure shall not take effect unless and until they are allowed by the Privy Council.

4. Regulations

The Board of Trustees may, subject to the Charter, Statutes and Ordinances, make Regulations to govern its affairs and those of the University.

5. Lay Officers

The Board of Trustees shall nominate the Chancellor and the Pro-Chancellors for appointment by Court. The Board of Trustees shall appoint the Treasurer in accordance with Statute 8.

6. Appointment of University Officers

The Board of Trustees shall appoint the Vice-Chancellor and Pro-Vice-Chancellors after consultation with Senate. The Board of Trustees shall
appoint such other officers of the University as it thinks fit, in accordance with Statutes and Ordinances.

7. Academic Posts

The Board of Trustees may institute or abolish professorships, readerships, lectureships and other academic posts, after consultation with Senate.

8. Academic Appointments

The Board of Trustees shall appoint the professors of the University after report from Senate. The Board of Trustees may either delegate to Senate the appointment of academic staff of the University other than professors, or may appoint them after report from Senate.

9. Honorary Degrees and Fellowships

The Board of Trustees may award honorary degrees and honorary fellowships on the recommendation of Senate, and may recommend to Court the award of honorary fellowships.

10. Contracts and Employment

The Board of Trustees may enter into, vary and cancel contracts on behalf of the University, including contracts of employment subject to the provisions of the Statute relating to academic staff. The Board of Trustees shall determine the terms and conditions on which employment is offered.

11. Academic Review

The Board of Trustees shall review and promote the teaching and research of the University.

12. Senate

The Board of Trustees shall supervise and give directions to Senate, and may refer back, amend or disallow any act of Senate, subject to the rights of the Senate concerning academic Ordinances and to be consulted on all academic matters.

13. Finances
The Board of Trustees shall manage all the University’s financial and other affairs, and may appoint bankers and other agents as it thinks fit.

14. Investments

The Board of Trustees shall make investments on behalf of the University as it thinks fit, subject to the Charter, Statutes and Ordinances.

15. Property

The Board of Trustees shall provide premises, furniture, apparatus and equipment needed for the work of the University. The Board of Trustees may sell, buy, exchange, lease and accept leases of real and personal property on behalf of the University.

16. Borrowing

The Board of Trustees may borrow money on behalf of the University and for the purpose may mortgage all or any part of the property of the University, whether real or personal, or give such other security upon such property as it thinks fit. The Board of Trustees shall set borrowing limits and report them each year to the Annual Meeting of Court.

17. Seal, Arms and Mace

The Board of Trustees shall have the sole custody and use of the University seal, arms and mace.

18. Grievances

The Board of Trustees shall investigate and if appropriate redress any grievance brought by officers, staff or students of the University. The Board of Trustees may, at its discretion, appoint a committee to deal with a grievance.

STATUTE 24

Meetings of Convocation

Frequency

1. Convocation shall meet at least once a year. The Chair may call a meeting at any time, and shall call a meeting to be held within eight weeks of the receipt of a written request to do so from no fewer than fifty members.
Chair

2. The Chancellor if present shall preside at meetings of Convocation. Convocation shall elect a Chair who will preside in the absence of the Chancellor, and will be Chair of the Standing Committee of Convocation.

Quorum

3. The quorum of Convocation shall be fifty. If there is not a quorum present, the Chair shall adjourn the meeting to a time later the same day. If there is still no quorum present, the meeting may be adjourned to another day as the Chair thinks fit.

Notice of meetings

4. Not less than twenty-eight days before the day fixed for a meeting of Convocation, the Secretary shall send notice of the meeting to all members. Not less than twenty-one days before the day appointed for the meeting, any member of Convocation wishing to bring forward 49 business at a meeting shall give the Secretary written notice of it. Not less than seven days before any meeting, the Secretary shall send members a statement of all business, and no business shall be considered at the meeting except that included in the statement. Notice of meetings and elections shall be regarded as duly given if posted to a member’s last advised address, but no notice need be sent by the University if it has evidence that the member no longer resides there.

Procedure

5. Procedural matters relating to meetings of Convocation shall be prescribed by standing orders of Convocation.

Reports

6. At each Annual General Meeting of Convocation the Vice-Chancellor will report on the affairs of the University and Convocation will receive an account of meetings of Court.

STATUTE 25

Powers of Convocation

Convocation shall have the following powers:
Court

1. Convocation shall appoint by election one hundred ten members of Court.

Advice

2. Convocation may discuss and pronounce an opinion on any matter relating to the University and may enter into communication directly with the Board of Trustees, Court, or Senate on any such issue.

STATUTE 31

Removal of Officers, Auditors and Members

1. The Chancellor and Pro Chancellors may be removed for good cause by the Visitor at the instance of Court. The Treasurer, Chair of the Board of Trustees and Vice-Chair of the Board of Trustees may be removed for good cause by the Visitor at the instance of the Board of Trustees.

Auditors

2. The external auditors may be removed for good cause by the Board of Trustees.

Members of the Board of Trustees and Court

3. Any member of the Board of Trustees or Court, other than those who are members by virtue of their office or members of the academic staff, may be removed for good cause by the Board of Trustees. Court.

3.4. Any member of Court, other than those who are members by virtue of their office, may be removed for good cause by Court.

Good cause

4. ‘Good Cause’ in this Statute means one or more of the following: conviction for an offence rendering the person convicted unfit for the execution of the duties of the office; improper conduct, incompatible with the duties of the office; conduct constituting persistent refusal, neglect or inability, including mental or physical inability, to perform the duties or comply with the conditions of office.