



At the Court at Buckingham Palace

THE 12th DAY OF FEBRUARY 2020

PRESENT,

THE QUEEN'S MOST EXCELLENT MAJESTY
IN COUNCIL

The Governing Body of Somerville College, in the University of Oxford has made a Statute revising the existing Statutes, in accordance with the Universities of Oxford and Cambridge Act 1923, and in the form set out in the Schedule to this Order.

The Statute has been submitted to Her Majesty in Council, and the provisions of the Act relating to publication in the London Gazette and laying before both Houses of Parliament have been complied with.

No petition or address has been presented against the Statute.

Now, therefore, Her Majesty, having taken the Statute into consideration, is pleased, by and with the advice of Her Privy Council, to approve it.

Richard Tilbrook

SCHEDULE

STATUTE to revise the existing Statutes of Somerville College in the University of Oxford, passed at a meeting of the Governing Body on the 29th day of November 2017 by the votes of not less than two-thirds of the number of persons present and voting; duly made on the 15th July 2019 under the provisions of the Universities of Oxford and Cambridge Act 1923 and submitted to Her Majesty the Queen in Council.

I. THE GOVERNING BODY

Governing Body

1. The Governing Body shall consist of the Principal and those persons who shall for the time being and from time to time be Fellows of the College, qualified for membership of the Governing Body and so elected under the provisions of the Statute hereinafter enacted and these members of the Governing Body will be the charity trustees.

Chair

2. The Principal shall normally be ex officio Chair of the Governing Body and of its Committees. In her absence the Vice-Principal shall normally preside over meetings of the Governing Body and of its Committees, or, in the absence of both Principal and Vice-Principal, the senior Official Fellow present or any Fellow who the Governing Body sees fit to appoint shall preside.

Quorum

3. The Governing Body may act and its proceedings shall be valid notwithstanding the absence of any of its members provided that no business shall be transacted unless at least forty per cent of members are present. Members of the Governing Body are expected to attend Governing Body meetings.

Meetings

4. Every meeting of the Governing Body shall be of one of three kinds:
 - (a) Stated Meetings. Two Stated Meetings at least shall be held in each of the three University terms in every year. The Governing Body may by resolution adjourn a Stated Meeting to a date specified in such resolution provided that not less than five working days' notice of such date shall be given to all members not present at the adjourned Stated Meeting.
 - (b) Special Meetings. The Principal or, in her absence the Vice- Principal or, in the absence of both, the senior Official Fellow present may at any time by giving fifteen working days' notice to all members convene a Special Meeting and shall do so at the request of any three members of the Governing Body. The Governing Body may at a Special Meeting exercise all the same powers which it could exercise at a Stated Meeting, but no business shall be transacted of which notice shall not have been given to members with the notice convening the Special Meeting unless all members present agree to the transaction of such business.
 - (c) Meetings to consider or to make an election to the Office of Principal. As provided in Statute II, Clause 1.

Powers

5. The Governing Body shall have all such powers as are conferred on it by the Charter and shall, subject thereto and to these Statutes, have the entire direction and management of the affairs of the College.

Committees

6. The Governing Body shall elect a Finance Committee and may elect other Committees. It may appoint as members of such Committees persons who are not members of the Governing Body but normally the majority of members of each Committee should be members of the Governing Body. The Governing Body may delegate to each Committee such of its powers as it may think fit (subject to Statute XII clause 7, 5).

Elections and Appointments

7. The Governing Body shall elect the Principal and Fellows, and shall appoint such academic members of staff and such Officers of the College as it may from time to time

think necessary.

By-Laws

8. The Governing Body may make such By-Laws and Regulations as it thinks fit for the conduct of its business, the admission, education, and discipline of members of the College in statu pupillari, and the administration of the College, and may alter or repeal such By-Laws, provided that no such By-law or Regulation shall be valid which is inconsistent with the Charter or with these Statutes or with the Statutes of the University. No By-law shall be altered, suspended or repealed, except by resolution of two thirds of the Governing Body at a Stated or Special Meeting, notice of the proposed alteration, suspension or repeal having been given at a previous meeting.

Secretary

9. The Governing Body shall elect a Secretary who shall keep a record of its proceedings, issue notices of its meetings and perform such other duties as may from time to time be assigned to her by the Governing Body.

Voting

10. Every member of the Governing Body shall have one vote only at meetings of the Governing Body, but in case of an equality of votes, the Chair shall have a second or casting vote. All votes shall be given personally and not by proxy. Except as hereinafter provided, all questions shall be decided by the vote of the simple majority of those present and voting.

Seal

11. The Governing Body shall provide for the safe custody of the Common Seal of the College, which shall be affixed to any instrument requiring the Common Seal in the presence of two members of the Governing Body. An annual report on the use of the Common Seal shall be made to the Governing Body.

Contracts

12. Contracts on behalf of the College may be made as follows:
 - (a) a contract which if made between private persons would be by law required to be in writing, and if made according to English law to be under seal, may be made on behalf of the College in writing under the Common Seal of the College;
 - (b) a contract which if made between private persons would be by law required to be in writing, signed by the parties to be charged therewith, may be made on behalf of the College in writing signed by any person acting under its authority;
 - (c) a contract which if made between private persons would be by law valid although made orally only, and not reduced into writing, may be made orally on behalf of the College by any person acting under its authority;
 - (d) a contract made according to this Statute may be varied or discharged in the same manner in which it is authorised by this Statute to be made.

Trade

13. In promoting the objects of the College the Governing Body shall have the power to raise funds and carry out trading (provided that the trade is not taxable).

Remuneration

14. The Members of the Governing Body shall perform their duties as charity trustees without remuneration but, notwithstanding that they are the charity trustees, may be employed by the College in a different capacity and in that regard may receive from the College, directly or indirectly:
- (a) proper and reasonable remuneration and indirect benefits including but not limited to salary and pension contributions, use of the College's facilities, meals, housing allowance, housing assistance through loans at commercial rates or shared equity scheme, accommodation and research, book and entertainment allowances for the performance of their duties as employees of the College; and
 - (b) without prejudice to clause (a) payment for goods and services supplied to the College, provided always that:
 - (i) the amount of such payment is determined in accordance with a written agreement between the College and the Member of Governing Body concerned and is no greater than is reasonable in the circumstances;
 - (ii) before entering into that written agreement, the Governing Body is satisfied that it is in the best interests of the College for the goods or services to be supplied by the Member of Governing Body concerned on the terms of that written agreement; and
 - (iii) the total number of Members of the Governing Body in respect of whom such a written agreement is in force constitutes a minority of the Governing Body.

Conflicts of Interest

15. The Governing Body shall be responsible for the regulation and management of remuneration, benefits and other payments to its members under these Statutes, including the Principal, and for this purpose may establish a Remuneration Committee whose remit and composition shall be set out in the By-Laws. The review and determination by the Governing Body of all stipends and direct and indirect benefits payable to members of Governing Body referred to in these Statutes shall be made after such consultation as is prescribed by the By-Laws. The members of the Governing Body shall also be responsible for the management of potential conflicts of interest on the Governing Body and shall from time to time set out the policy and procedures it shall follow in order to fulfil this responsibility.

II. THE PRINCIPAL

Qualifications

1. The Governing Body shall appoint as Principal the person who in its judgement is most fitted for the Headship of the College as a place of learning and education.

Foreseen Election (upon reaching the end of their appointed term)

- (a) If the Principal is about to step down by reaching the end of a fixed term employment contract she shall give notice of this at a Stated Meeting at least eighteen months before stepping down. The Vice-Principal or, in her absence, the senior Official Fellow present shall with not less than four weeks' notice given in writing call together the members of the Governing Body to consider the election of a Principal. This meeting shall take place in the first half of the succeeding term, and the meeting for the election shall take place not less than two full terms before the Principal is to step down.

Foreseen Election (Resignation)

- (b) If the Principal intends to resign before reaching the end of her fixed-term employment contract she shall as a minimum give the notice required by that contract. The meeting to consider the election of her successor shall be summoned in accordance with the procedure set out in section (a) above. The meeting for the election shall take place as soon as the process to identify suitable candidates has been completed and certainly within one year of the incumbent Principal's having given notice.

Unforeseen Election

- (c) If a vacancy occurs in the office of the Principal through death or any unforeseen cause the Vice-Principal, or, in her absence, the senior Official Fellow shall with not less than three weeks' notice given in writing call together the members of the Governing Body to consider the election of a Principal. This meeting shall take place within two months of the occurrence of the vacancy; except that when the vacancy shall occur in the long vacation it shall be held in the first half of the succeeding term. The meeting for the election shall take place as soon as the process to identify suitable candidates has been completed and certainly within one year of the incumbent Principal's resignation.

Conduct of Election Meeting

- (d) The Vice-Principal or, in her absence, the senior Official Fellow shall preside at the meeting for the election of a Principal but shall not be entitled to give a second or casting vote. Votes shall be given in writing and may be given for any person whose name has been proposed and seconded at the meeting. If any person obtains an absolute majority she shall be elected. If none of the candidates obtains an absolute majority the candidate with the lowest number of votes shall drop out and a second vote shall be taken with the reduced field. If none of the candidates obtains an absolute majority at the second vote, the candidate with the lowest number of votes shall drop out and then a further vote or votes shall be taken in like manner at this or a later meeting with the object of obtaining an absolute majority for one candidate.

Presentation to the Visitor

- 2. As soon as may be after the election a member of the Governing Body deputed for that purpose shall present the Principal so elected to the Visitor. The Principal shall in the presence of the Visitor and of the member of the Governing Body so deputed make a declaration that she will faithfully perform the duties of her office and observe the Statutes and By-Laws of the College in force for the time being.

Term of Office

- 3. The Principal shall normally hold office for a fixed term of seven years, or other term to be decided by the Governing Body.

Duties

- 4. The Principal shall exercise general supervision over the conduct, administration, and educational work of the College and shall perform such duties as are or may from time to time be required of her by the Statutes or By-Laws of the College or the Statutes of the University.

Discipline

5. The Principal shall be responsible for the discipline of members of the College in statu pupillari, provided that no name shall be removed from the books of the College except by the decision of the Governing Body in a Stated or Special Meeting. There will be no internal College appeal against any such decision.

Residence

6. The Principal shall reside on the premises of the College for not less than seven calendar months in the Academic year, of which not less than twenty four weeks shall be in University term time, unless special leave of absence for illness or other reasonable cause shall be granted by the Governing Body.

Emoluments

7. The Principal shall be entitled to board, service, and maintenance of the College premises where she resides free of rent, rates and taxes (subject to current legislation), throughout the year; and to such stipend and allowances for expenses as the Governing Body may from time to time determine notwithstanding that the Principal is a member of Governing Body, provided that the emoluments of the Principal shall not be altered during her tenure of the office without her consent.

III. THE VICE-PRINCIPAL

Election

1. The Governing Body shall elect a Vice-Principal from among the Official Fellows for such period as may be determined at the time of election, provided that if at any time she ceases to be an Official Fellow she shall cease to be Vice-Principal.

Precedence & Duties

2. The Vice-Principal shall in the absence of the Principal or during the Principal's incapacity through illness or during a vacancy in the office of Principal, be charged with all the powers and duties of the Principal except where otherwise provided. The Vice-Principal shall be an ex-officio member of such Committees as the Governing Body shall from time to time determine.

Emoluments

3. The stipend and emoluments of the Vice-Principal shall be such as the Governing Body may from time to time determine.

IV. THE FELLOWS and GOVERNING BODY

Membership of Governing Body

1. The following Fellows are eligible to be elected to serve as members of the Governing Body:
 - (a) Official Fellows. Any person holding a teaching or administrative post within the College may be elected to an Official Fellowship.
 - (b) Professorial Fellows. The holder of any Professorship within the University of Oxford may be elected to a Professorial Fellowship.
 - (c) Additional Fellows. Any person who the Governing Body considers would bring additional expertise to the College may be elected to an Additional Fellowship, the

term of office to be decided by the Governing Body in each instance.

Election to membership of Governing Body

2. The election of Official, Professorial and Additional Fellows as members of Governing Body shall be made at a Stated Meeting of the Governing Body by the votes in writing of a two-thirds majority of those present and voting. But no election shall be made whereby the total number of Professorial Fellows and Additional Fellows exceeds one half of the number of Official Fellows.

Emoluments

3. The Governing Body shall provide for Official Fellows such emoluments as it shall from time to time think fit. The Governing Body may assign to Professorial Fellows and Additional Fellows such privileges as regards board, service and residence as it may from time to time think fit and may at its discretion also provide for an Additional Fellow such emolument as it determines at the time of her election.

Seniority

4. The seniority of each Fellow of the College shall be determined by the date of her first admission to the Fellowship unless otherwise provided for in any particular case on admission by the Governing Body.

Declaration

5. Every Fellow shall upon her admission as such make a declaration in the presence of the Principal and the Governing Body to the effect that she will be true and faithful to the College, will observe its Statutes and By-Laws in force for the time being and will endeavour to promote its interests and studies.

Degree

6. Every Fellow who has received or is entitled to supplicate for the degree of B.A. shall proceed to the degree of M.A. within one year of the earliest date at which she is permitted by the Statutes of the University to do so, unless a special dispensation for a further limited period is granted by the Governing Body.

Honorary Fellows

7. The Governing Body may elect as an Honorary Fellow any person whom it may consider worthy of such distinction. Honorary Fellows shall not be entitled to receive any pecuniary emolument but the Governing Body may assign to them such privileges as regards board, service and residence as it may from time to time think fit.

Persons elected to Honorary Fellowships shall not thereby become members of the Governing Body.

Emeritus Fellows

8. The Governing Body may elect as an Emeritus Fellow any person who, having held an Official Fellowship, Professorial Fellowship or an Additional Fellowship, has vacated such Fellowship normally after not less than 10 years' service to the College (whether as Fellow or otherwise). Emeritus Fellows shall not be entitled to receive any pecuniary emolument but the Governing Body may assign to them such privileges as regards board, service and residence as it may from time to time think fit.

A person elected to an Emeritus Fellowship shall, if previously a member of the Governing Body, cease to have such membership; and shall not by virtue of her Emeritus Fellowship become a member of the Governing Body.

Treasurer

9. The Governing Body shall appoint a Treasurer who shall be charged with all the financial work of the College and shall be accountable to Governing Body. She shall be responsible for the annual accounts and audit, and for the performance of such other duties as the Governing Body may from time to time determine. An officer appointed under the provisions of this Clause would normally be elected by the Governing Body to an Official Fellowship by a simple majority of the members present and voting. If so elected, she shall be subject to all the provisions of Statute IV relating to Official Fellows.

Deprivation

10. The Governing Body shall have power at any time to terminate the membership of Governing Body of any Fellow or Additional Fellow on the ground of serious misconduct or neglect of duty or mental or physical incapacity or other grave cause, or if she is disqualified from acting as a charity trustee by virtue of sections 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision) by a vote of not less than two-thirds of the members of the Governing Body present and voting at a meeting called with not less than ten working days' notice of the business to be transacted, provided that no Fellow or Additional Fellow shall be deprived of her membership except after she shall have been given opportunity to hear from the Governing Body the charges made against her and to answer them in writing or in person as she shall choose, provided that, subject to the provisions of clause 7(1) of Statute XII, nothing in this clause shall apply to any member of the academic staff to whom Statute XII applies.

V. PENSIONS

Pensions

The Governing Body shall provide adequate pension provision for its Fellows, academic staff and administrative staff as set out in the College By-Laws.

VI. DISPOSAL OF REVENUES

University Statute as to College Contributions

1. The application of the revenues of the College under the provisions and to the purposes of these Statutes shall be subject to any Statute or Statutes made for the University under the powers of the Universities of Oxford and Cambridge Act 1923 for enabling or requiring the colleges to make contributions out of their revenues for University purposes, and for the payment of charges imposed thereby.

Reserve Fund

2. The Governing Body may out of corporate revenues not required for the purpose of these Statutes set apart from time to time such sum as it may think fit to form a reserve fund for new or additional College buildings or repairs to College buildings, or for acquiring or providing houses or buildings to be occupied and used in connection with the College and for College purposes, or for other desirable or necessary expenditure for College purposes, provided that the sum so set apart in any year shall not be allowed as a deduction from the sum upon which the contributions of the College for University purposes in that year are assessed.

VII. POWERS OF INVESTMENT

Scope

1. The Governing Body has power to invest:
 - (a) all funds and endowments of the College which are not held on any specific trust; and
 - (b) any endowment, benefaction or trust for purposes connected with the College of which the College is the trustee created by an instrument which came into operation 60 or more years before 1 January 2015,

at upon or in such securities, shares, stocks, funds or other investments (including land and buildings) in any part of the world and whether involving liability or not as the Governing Body shall in its absolute discretion think fit so that the Governing Body shall be empowered to invest and transpose the investments of such funds and enter into and carry out any transaction in relation thereto which an individual of full legal capacity investing or transposing investments for his or her own benefit could exercise, enter into or carry out.

Total Return

2. In clause 4:
 - (a) “fair value” means the amount at which an asset could be exchanged in an arm’s length transaction between informed and willing parties, other than in a forced sale or in any insolvency proceedings;
 - (b) “total return” means return in terms of both income, whether received or accrued, and capital appreciation, whether realised or unrealised.
3. Clause 4 shall apply to the following funds, namely:
 - (a) all funds and endowments of the College which are not held on any specific trust;
 - (b) any endowment, benefaction or trust for purposes connected with the College:
 - (i) which was created by an instrument which came into operation 60 or more years before 1 January 2015; or
 - (ii) in respect of which the Governing Body as defined in clause 1 of Statute I, being the trustees or governing body, have consented to the application of this clause; or
 - (iii) of which the trustees or governing body, not being the Governing Body as defined in clause 1 of Statute I, have consented to the application of this clause.
 - (c) The Governing Body as defined in clause 1 of Statute I shall from time to time appoint a suitably qualified person to review the total return and investment criteria referred to in this clause.
4. The Governing Body may appropriate for expenditure for the purposes of a fund to which this clause applies and for the purposes of this Statute so much of the fair value of the particular fund as is prudent in all the circumstances having regard to the total return achieved and reasonably to be expected in the long term of the funds of the College to

which this clause applies.

VIII. INVESTMENT MANAGEMENT

Investment Management

1. This Statute shall apply to all funds and endowments of the College except where it conflicts with the terms of a specific trust.
2. The Governing Body may from time to time appoint a suitably qualified person as Investment Manager to carry out on behalf of the College the duties prescribed by this Statute on such terms as (subject to and in accordance with this Statute) the Governing Body shall think fit.
3. A person (which expression in this Statute includes a person, persons, firm or company) shall be suitably qualified to be Investment Manager if the Governing Body is satisfied that:
 - (a) the person (or, in the case of a subsidiary company whose obligations under the relevant terms of appointment will be guaranteed by the parent company, that parent company) has at least 15 years' experience of investment or financial management; and
 - (b) the person is entitled to carry on investment business in accordance with the Financial Services and Markets Act 2000 (or other relevant primary or subordinated legislation supplementing, amending, consolidating or replacing that Act).
4. The Governing Body may pay reasonable and proper remuneration to an Investment Manager appointed and acting in accordance with this Statute.
5. The Governing Body may delegate to an Investment Manager appointed and acting in accordance with this Statute power at his, her or its discretion (but always in accordance with this Statute and the terms of his, her or its appointment) to buy and sell investments held on behalf of the College; and such delegation may permit those investments to be held by a nominee.
6. The terms of appointment of any Investment Manager shall be in writing and shall:
 - (a) specify the relevant investment policy of the College and the scope of the Investment Manager's discretion; and
 - (b) require the Investment Manager to comply with the terms of his, her or its appointment and with these Statutes, the relevant University Statutes and the general law (including any provision relating to the keeping and supply of records and accounts); and
 - (c) prohibit the Investment Manager from sub-delegating or assigning his, her or its appointment without the College's prior consent in writing; and
 - (d) specify the amount and/or method of calculation of the Investment Manager's remuneration (if any); and
 - (e) entitle the College to terminate the appointment at any time on reasonable notice; and
 - (f) specify the other circumstances in which the appointment may be terminated by either party and (subject to earlier termination) its maximum duration which shall

- not exceed 24 months on any one occasion (but subject if so specified to renewal from time to time by mutual agreement); and
- (g) specify the relevant advisory, reporting and accounting procedures; and
 - (h) state whether or not the investments may be held on behalf of the College in the name of a nominee and (if so) on what basis and by whom.
7. The Governing Body shall take reasonable steps (and if necessary shall take appropriate advice) to satisfy itself when making any such appointment that its terms are in accordance with best practice at the relevant time. In particular (to ensure that the Governing Body has adequate information as to and appropriate control over the investments, funds or other assets of whatever nature to which the appointment relates) the Investment Manager shall be required:
- (a) to review and report in writing to the Finance Committee at least once each calendar year on the College's investment policy and the future prospects for the College's investments, and to give any relevant advice; and
 - (b) to report to the Finance Committee as soon as possible on any significant change since the last such review and report which may in his, her or its view require early attention by the Governing Body; and
 - (c) to account to the College at quarterly intervals or more frequently if so required by the College.

IX. ACCOUNTS

Accounts

1. The Governing Body shall cause proper, thorough and accurate accounts of the College to be kept. Separate accounts shall be kept of all special trust funds held for the general benefit of the College or for particular purposes in connection therewith. The Governing Body may decide that trust funds be amalgamated for administrative or management convenience provided that it is satisfied that suitable provision has been made to honour the donors' intentions.

Audit

2. The accounts of the College shall be audited annually by an auditor who is eligible for appointment as a statutory auditor pursuant to Part 42 of the Companies Act 2006. The audited accounts together with a financial report from the Treasurer shall be presented to the Governing Body after the end of each financial year.

Publication

3. The Governing Body shall in every year cause to be prepared and delivered to the Registrar of the University for publication such information relative to the accounts of the College as may be prescribed from time to time by any Statute of the University in force for the time being.

X. PROVISIONS RELATIVE TO THE UNIVERSITY

Representations by the University Council

1. If at any time it appears to the University Council that any provisions of these Statutes or of any other Statutes of the College in force for the time being respecting the accounts of the College, or any other provision of such Statutes by the non-observance of which any interest of the University is liable to be prejudicially affected, is not duly observed, the University Council may submit a representation to the Visitor, and the Visitor shall, upon receiving such representation, inquire into the matter, and, after considering any representation made by the Governing Body, make such order therein as she shall deem just for enforcing the due observance of the said Statute in the matter to which the representation shall relate.

Notice to the Principal

2. Before any representation is made under the foregoing provisions, the Vice-Chancellor shall communicate the matter of the proposed representation to the Principal for the information of the Governing Body, and when a representation is made shall forthwith send her a copy of it.

Amendment to the Statutes

3. Every proposal for a change in the Statutes of the College in force for the time being or in the Charter of the College shall be communicated to the University Council before it is submitted to Her Majesty in Council, and the Governing Body, in forwarding the draft Statute as amended for the approval of Her Majesty, shall state expressly that it has been so communicated.

Consent of University

4. No Statute made by the Governing Body and affecting the University shall be altered except with the consent of the University.

XI. THE VISITOR

1. The Chancellor of the University for the time being shall be the Visitor of the College.
2. The Visitor may, whenever she shall think fit, visit the College and exercise at any such visitation all powers lawfully belonging to her office, and may also at any time make written enquiries and require an answer in writing upon any matter relative to the due observance of the Statutes of the College.
3. If any question shall arise upon which the Governing Body is unable to agree, depending wholly or in part upon the construction of any of the Statutes of the College, the Governing Body or the Principal or any four members of the Governing Body may submit the same to the Visitor, and the Visitor shall thereupon declare the true construction of the Statutes with reference to the case submitted to him or her subject to clause 6 below.
4. The Principal or any Fellow of the College, if aggrieved by any act of the Governing Body, may appeal to the Visitor and the Visitor shall adjudicate on the appeal, and may confirm, reverse, or vary the act or decision as she deems just, subject to clause 6 below.
5. The Visitor shall have power at any time at her discretion, on the application or request in writing of the Principal and any three members of the Governing body, absolutely to make valid and confirm anything done that might be done under the Statutes for the time being of the College, but which by reason of any irregularity or omission or other matter

whatever preliminary thereto or connected therewith may be invalid or of doubtful validity, if in the judgement of the Visitor such irregularity or omission or other matter is not one of substantial importance with reference to the thing proposed to be made valid or confirmed.

6. In accordance with the provisions of the Education Reform Act 1988, and of the Higher Education Act 2004, nothing in these Statutes shall enable or require the Visitor:
 - (a) to determine the construction of any Statute, to disallow any By-Law or resolution of the Governing Body, to hear any appeal, or determine any dispute relating to a member or ex-member of the academic or administrative staff which concerns the member's appointment or employment or the termination of that appointment or employment; or in respect of which proceedings could be brought before any court or tribunal; or
 - (b) to disallow any By-Law or resolution of the Governing Body relating to any kind of student complaint, or to hear any kind of student complaint, or that from a prospective student applying for admission; or
 - (c) to disallow or annul any By-Law made under or having effect for the purposes of Statute XII.

XII. ACADEMIC STAFF

Part I: CONSTRUCTION, APPLICATION AND INTERPRETATION

1. This Statute and any By-Law made under this Statute shall be construed in every case to give effect to the following guiding principles, that is to say:
 - (a) to ensure that members of the academic staff of the College have freedom within the law to question and test received wisdom, and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy of losing their jobs or privileges; and
 - (b) to enable the College to provide education, to promote learning, and to engage in research efficiently and economically; and
 - (c) to apply the principles of justice and fairness.
2. No provision in Part II, Part III, Part IV or Part VII shall enable any member of the academic staff to be dismissed unless the reason for the dismissal may in the circumstances (including the size and administrative resources of the College) reasonably be treated as a sufficient reason for dismissal.
3. (1) This Statute shall apply:
 - (a) to any person holding a College Office designated by the Governing Body in its By-Laws as one to which this Statute applies; and
 - (b) to any person employed or appointed by the College to carry out teaching or research save for those holding appointments which have been excluded by the Governing Body from the scope of this Statute on the ground that the duties in that regard are only of limited nature; and
 - (c) to the Principal, to the extent and in the manner set out in Part VII of this Statute.
- (2) In this Statute any reference to "a member of the academic staff" is a reference to a

person to whom this Statute applies.

4. In this Statute "dismiss" and "dismissal" mean dismissal of a member of the academic staff and
 - (a) include remove or, as the case may be, removal from office; and
 - (b) in relation to employment under a contract, shall be construed in accordance with section 95 of the Employment Rights Act 1996 (as amended) and any relevant supplementary legislation.

5. (1) For the purposes of this Statute "good cause" in relation to the dismissal or removal from office of a member of the academic staff, being in any case a reason which is related to conduct or to capability or qualifications for performing work of the kind which the member of the academic staff concerned was appointed or employed to do, means:
 - (a) conviction for an offence which may be deemed by an Academic Disciplinary Committee appointed under Part III to be such as to render the person convicted unfit for the performance of the duties of the office or employment as a member of the academic staff; or
 - (b) conduct of an immoral, scandalous or disgraceful nature incompatible with the duties of the office or employment; or
 - (c) conduct constituting failure or persistent refusal or neglect or inability to perform the duties or comply with the conditions of office; or
 - (d) wilful disruption of the activities of the College; or
 - (e) wilful disobedience of any of the Statutes or By-Laws of the College in force for the time being; or
 - (f) physical or mental incapacity established under Part IV.

- (2) In this clause:
 - (a) "capability", in relation to such a member, means capability assessed by reference to skill, aptitude, health or any other physical or mental quality; and
 - (b) "qualifications", in relation to such a member, means any degree, diploma or other academic, technical or professional qualification relevant to the office or position held by that member.

6. For the purposes of this Statute dismissal shall be taken to be a dismissal by reason of redundancy if it is attributable wholly or mainly to:
 - (a) the fact that the College has ceased, or intends to cease, to carry on the activity for the purposes of which the person concerned was appointed or employed or has ceased, or intends to cease, to carry on that activity in the place in which the person concerned worked; or
 - (b) the fact that the requirements of that activity for members of the academic staff to carry out work of a particular kind in that place have ceased or diminished or are expected to cease or diminish.

7. (1) In any case of conflict, the provisions of this Statute shall prevail over those of any

other Statute of the College in force on the date on which the instrument making these modifications was approved under subsection (9) of section 204 of the Education Reform Act 1988, and over those of any By-Law, and the provisions of any By-Law made under this Statute shall prevail over those of any By-Law made under such other Statutes:

Provided that Part III, Part IV and Part VII shall not apply in relation to anything done or omitted to be done before the date on which the instrument making these modifications was approved under subsection (9) of section 204 of the Education Reform Act 1988.

Provided also that disciplinary proceedings in relation to anything done or omitted to be done before that date may continue or be instituted after that date under the relevant College Statutes in force before that date.

- (2) Nothing in any appointment made, or contract entered into, shall be construed as overriding or excluding any provision made by this Statute concerning the dismissal of a member of the academic staff of the College by reason of redundancy or for good cause:

Provided that this shall not invalidate any waiver made under any settlement agreement under section 203 of the Employment Rights Act 1996 (as amended) or any similar waiver or agreement permitted by law.

- (3) For the avoidance of doubt it is hereby declared that nothing in Part III of this Statute shall be construed as affecting the Statutes and By- Laws of the College concerning re-election on the expiry of a fixed term of a Fellowship.
- (4) In any case where an officer of the College or any person is designated to perform any duties or exercise any powers under this Statute, and that officer or person is herself involved in the matter in question, the Governing Body may appoint an alternate to act in her place under procedures prescribed by Bye-Laws made under this Statute.
- (5) Nothing in any other Statute shall enable the Governing Body to delegate its power to reach a decision under clause 10(2).
- (6) No one shall sit as a member of any of the bodies established under this Statute, and no one shall be present at a meeting of such body when the body is considering its decision or discussing a point of procedure, except as provided by this Statute or by Bye-Laws made under this Statute.
- (7) In this Statute references to numbered Parts, clauses, and sub- clauses are references to Parts, clauses and sub-clauses so numbered in this Statute.

PART II REDUNDANCY

8. This Part enables the Governing Body, as the appropriate body, to dismiss any member of the academic staff by reason of redundancy.
9. (1) Nothing in this Part shall prejudice, alter or affect any rights, powers or duties of

the College or apply in relation to a person unless:

- (a) her appointment is made, or her contract of employment is entered into, on or after 20th November 1987; or
 - (b) she is promoted on or after that date.
 - (2) For the purposes of this clause in relation to a person, a reference to an appointment made or a contract entered into on or after 20th November 1987 or to promotion on or after that date shall be construed in accordance with subsections (3) to (6) of section 204 of the Education Reform Act 1988.
10.
 - (1) The Governing Body shall be the appropriate body for the purposes of this Part.
 - (2) This Part applies where the Governing Body has decided that there should be a reduction in the academic staff:
 - (a) of the College as a whole; or
 - (b) of any area of academic work within the College by way of redundancy.
11.
 - (1) Where the Governing Body has reached a decision under clause 10(2):
 - (a) it may itself decide to select the requisite members of the academic staff for dismissal by reason of redundancy if such a course satisfies the guiding principles set out in clause 1 above; or
 - (b) it shall appoint a Redundancy Committee to be constituted in accordance with sub-clause (3) of this clause to give effect to its decision by such date as it may specify and for that purpose:
 - (i) to select and recommend the requisite members of the academic staff at risk of dismissal by reason of redundancy; and
 - (ii) to report its recommendations to the Governing Body.
 - (2) The Governing Body shall either approve any selection recommendation made under sub-clause (1) (b) (i), or shall remit it to the Redundancy Committee for further consideration in accordance with its further directions.
 - (3) A Redundancy Committee appointed by the Governing Body shall comprise:
 - (a) a Chair; and
 - (b) two members chosen from Fellows of the College to whom this Statute does not apply; and
 - (c) two members chosen from amongst members of the Governing Body.
12.
 - (1) Where the Governing Body has either itself made a selection or has approved a selection recommendation made by the Redundancy Committee under clause 11(1) it may authorise an officer of the College as its delegate to dismiss any member of the academic staff so selected.
 - (2) Each member of the academic staff selected shall be given separate notice of the selection approved by the appropriate body.
 - (3) Each separate notice shall sufficiently identify the circumstances which have satisfied the appropriate body that the intended dismissal is reasonable and in

particular shall include:

- (a) a summary of the action taken by the appropriate body under this Part;
 - (b) an account of the selection processes it has used;
 - (c) a reference to the rights of the person notified to appeal against the notice and to the time within which any such appeal is to be lodged under Part V; and
 - (d) a statement as to when the intended dismissal is to take effect and details of the member's right of appeal against the decision to dismiss by reason of redundancy.
- (4) A member of the academic staff shall not be selected for dismissal under clauses 11 or 12 unless she has been afforded a reasonable opportunity to make representations to the Governing Body or Redundancy Committee at an oral hearing. Prior to the oral hearing, the member shall receive written notice of the action being considered by the Governing Body or Redundancy Committee under this Part and an account of the selection processes it has followed, including a copy of the selection criteria and scores used by the Governing Body or Redundancy Committee to identify the member as being at risk of redundancy, if appropriate.

PART III DISCIPLINE, DISMISSAL AND REMOVAL FROM OFFICE

13. (1) If it appears to the Principal that there are grounds for believing that the conduct or performance of a member of the academic staff is or has been unsatisfactory, she shall inquire into the matter. If the Principal concludes after investigation that the member is or has been at fault, she may issue an oral warning to the member. The Principal shall specify the reason for the warning, shall indicate that it constitutes the first stage of the College's disciplinary procedure, and shall advise the member that she may appeal against the warning under sub-clause (4) of this clause.
- (2) If the Principal concludes after investigation that the fault is sufficiently serious to justify it, or if a further offence occurs, she may issue a written warning to the member. Such a warning shall specify the complaint made against the member, the reason for the warning, the improvements required in the member's conduct or performance, and the period of time within which such improvements are to be made. The Principal shall advise the member that she may appeal against the warning under sub-clause (4), and shall indicate that, if no satisfactory improvement takes place within the stated time, a complaint may be made seeking the institution of charges to be heard by an Academic Disciplinary Committee which may lead to dismissal.
- (3) The Principal shall keep a written record of any warning issued under sub-clause (1) or sub-clause (2). No further account shall be taken of an oral warning when one year has elapsed after the date of issue, and no further account shall be taken of a written warning when two years have elapsed after the date of issue.
- (4) A member of the academic staff who wishes to appeal against a disciplinary warning shall inform the Principal within two weeks. An Appeals Committee appointed by the Governing Body shall hear the appeal and the Committee's decision shall be final. If the appeal is allowed, the warning shall be disregarded.
14. (1) If there has been no satisfactory improvement following a written warning given

under clause 13(2), or in any case where it is alleged that conduct or performance may constitute good cause for dismissal or removal from office, a complaint seeking the institution of charges to be heard by an Academic Disciplinary Committee appointed under clause 15 may be made to the Principal.

- (2) To enable the Principal to deal fairly with any complaint brought to her attention under sub-clause 14(1) she shall institute such enquiries (if any) as appear to her to be necessary.
 - (3) If it appears to the Principal (whether on receipt of a complaint or otherwise) that there are grounds for believing that the conduct or performance of a member of the academic staff could constitute good cause for dismissal, she shall write to the person concerned inviting comment in writing and, if she considers that the College might otherwise suffer significant harm may, at this stage or at any stage prior to the conclusion of any hearing by an Academic Disciplinary Committee, suspend the person concerned from the performance of her duties without loss of pay or emoluments.
 - (4) As soon as may be following the comments (if any) or in any event not later than 28 days after they were invited the Principal shall consider the matter in the light of all the available material and may dismiss the matter summarily, or issue a written or oral warning to the person concerned, or determine that the matter be considered by an Academic Disciplinary Committee appointed under clause 15.
15. If the Principal has determined that the matter is to be considered by an Academic Disciplinary Committee, she shall request the Governing Body to appoint such a Committee to hear the charge or charges and to determine whether the conduct or performance of the person charged constitutes good cause for dismissal or otherwise constitutes a serious complaint relating to her appointment or employment, and to make recommendations concerning the action (if any) to be taken as a result of the Committee's findings.
16. (1) An Academic Disciplinary Committee shall consist of three persons selected by the Governing Body from a panel of seven persons appointed annually by the Governing Body. The members of the panel shall be members of Governing Body or Honorary or Emeritus Fellows of the College.
- (2) In selecting members of the panel for appointment as members of an Academic Disciplinary Committee, the Governing Body shall exclude the person charged, and any person who has been involved in or associated with the making of the complaint or any part of it, or who has been involved in any preliminary hearing or investigation.
17. (1) When an Academic Disciplinary Committee has been appointed, the Governing Body shall instruct a solicitor or other suitable person to formulate the charge or charges and to present, or arrange for the presentation of, the charges before the Academic Disciplinary Committee.
- (2) It shall be the duty of the person formulating the charge or charges:

- (a) to forward the charge or charges to the Committee and to the member of the academic staff concerned, together with the other documents therein specified and a list of all witnesses the College proposes to call, with statements containing the evidence they are expected to give; and
 - (b) to make any necessary administrative arrangements for the arranging of an oral hearing, summoning of witnesses, the production of documents and generally for the proper presentation of the case before the Committee.
- 18. The procedure to be followed in respect of the preparation, hearing, and determination of any charge by an Academic Disciplinary Committee shall be prescribed by By-Laws made under this Statute. Such By-Laws shall ensure:
 - (a) that the person charged is entitled to be represented by another person, whether such person is legally qualified or not, in connection with and at any hearing by an Academic Disciplinary Committee; and
 - (b) that a charge shall not be determined without an oral hearing at which the person charged and any person appointed to represent her are entitled to be present and that in advance of that hearing, the person charged shall have been sent a copy of any evidence to be relied upon by the Disciplinary Committee; and
 - (c) that witnesses may be called, both on behalf of the person charged and by the person presenting the charge, and may be questioned concerning any relevant evidence; and
 - (d) that no new witness or documentary evidence may be introduced by the person presenting the charge without the Committee's consent, which shall not be given save for good reason, and that if late introduction is allowed, the member of the academic staff shall be allowed an adjournment sufficient to allow her to consider and respond to the new evidence; and
 - (e) that any charge is heard and determined as expeditiously as is reasonably practicable.
- 19.
 - (1) The Academic Disciplinary Committee shall send its decision on any charge referred to it (together with its findings of fact and the reasons for its decision regarding that charge and its recommendations, if any, as to the appropriate penalty) to the Principal, the person charged, the person presenting the charge and any person who shall have been added as a party by the Academic Disciplinary Committee.
 - (2) The Academic Disciplinary Committee shall draw attention to the period of time within which any appeal should be made by ensuring that a copy of Part V (Appeals) accompanies each copy of its decision sent to a party to the proceedings under this clause.
- 20.
 - (1) Where any charge or charges is upheld and the Academic Disciplinary Committee finds good cause and recommends dismissal or removal from office, but in no other case, the Principal shall consult the Governing Body and shall decide whether or not to dismiss the person concerned. Any decision to dismiss shall be confirmed in writing, including the right of appeal, and notified to the person concerned.

- (2) Where any charge is upheld, other than where the Principal has decided under sub-clause (1) to dismiss the person concerned, the action available to the Principal after consulting the Governing Body (not comprising a greater penalty than that recommended by the Academic Disciplinary Committee) shall be:
 - (a) to discuss the issues raised with the person concerned; or
 - (b) to advise the person concerned about her future conduct; or
 - (c) to warn the person concerned; or
 - (d) to suspend the person concerned for such period as the Principal shall think fair and reasonable, provided that the suspension shall not extend beyond three months after the date on which the Governing Body shall have considered the Academic Disciplinary Committee's decision, provided that no suspension without pay may be ordered unless the terms of the contract of employment of the person concerned contains provisions expressly entitling the Principal to impose such a penalty; or
 - (e) such further or other action under the contract of employment or terms of appointment of the person concerned as appears fair and reasonable in all the circumstances of the case; or
 - (f) any combination of any of the above.
21. (1) The Principal shall be the appropriate officer to exercise the powers conferred by clause 20 but she may appoint a delegate to exercise those powers.
- (2) Any action taken by the Principal or her delegate shall be confirmed in writing and notified to the Governing Body.

PART IV REMOVAL FOR INCAPACITY ON MEDICAL GROUNDS

22. (1) This Part makes separate provision for the assessment of incapacity on medical grounds as a good cause for dismissal or removal from office.
- (2) In this Part references to medical grounds are references to capability assessed by reference to health or any other physical or mental quality. Nothing in the Statute shall override any relevant disability discrimination legislation.
- (3) In this Part the Principal shall be the appropriate officer to perform any duties or exercise any powers, but she may appoint a delegate to exercise any of these powers or perform any of these duties.
- (4) In this Part references to the member of the academic staff for the purposes of notification, giving consent, agreement, nomination or providing evidence include, in cases where the nature of the alleged disability so requires, a responsible relative or friend or other person with authority to act on behalf of that member in addition to (or instead of) that member.
23. (1) Where it appears to the Principal that the removal of a member of the academic staff on medical grounds should be considered, the Principal:
 - (a) shall inform the member accordingly at a meeting; and
 - (b) may, if the member agrees or if the Principal considers that the College might

- otherwise suffer significant harm, suspend the member from duty without loss of pay; and
- (c) shall notify the member in writing that it is proposed to make an application to the member's medical practitioner for a medical report and shall seek the member's consent in writing in accordance with the requirements of the Access to Medical Reports Act 1988.
- (2) If the member elects to apply for early retirement on medical grounds she shall be allowed to do so and the College shall meet the reasonable costs of any medical opinion required.
- (3) If the member does not elect to apply for early retirement on medical grounds the Principal may refer the case in confidence, with any medical and other evidence (including any such evidence submitted by the member), to a Medical Board comprising one person nominated by the Governing Body; one person nominated by the member concerned or, in default of the latter nomination, by the Principal; and a medically qualified Chair jointly agreed by the Governing Body and the member or, in default of agreement, to be nominated by the President of the Royal College of Physicians.
- (4) The procedure to be followed in respect of the preparation, hearing, and determination of a case by a Medical Board under this Part shall be prescribed by By-Laws made under this sub-clause. Such By-Laws shall ensure:
- (a) that the member concerned is entitled to be represented by another person, whether such person is legally qualified or not, in connection with and at any hearing by the Medical Board; and
- (b) that a case shall not be determined without an oral hearing at which the person concerned and any person appointed to represent her are entitled to be present and in advance of which the member shall have been sent a copy of the medical opinion and any other evidence to be relied on by the Medical Board at the hearing; and
- (c) that witnesses may be called and may be questioned concerning any relevant evidence; and
- (d) that the case is heard and determined as expeditiously as is reasonably practicable.
- (5) The Board may require the member concerned to undergo medical examination at the College's expense.
24. (1) If the Board determines that the member should be required to retire on medical grounds, the Principal shall consult the Governing Body, and may terminate the employment of the member concerned on those medical grounds. The decision to dismiss, including the right of appeal, shall be notified to the member concerned in writing.
- (2) Any action taken by the Principal or her delegate shall be confirmed in writing and notified to the Governing Body.

PART V APPEALS

25. This Part establishes procedures for hearing and determining appeals by members of the academic staff who are dismissed or under notice of dismissal or who are otherwise disciplined.
26. (1) This Part applies:
- (a) to appeals against any decisions of the Governing Body to dismiss in the exercise of its powers under Part II; and
 - (b) to appeals arising in any proceedings, or out of any decision reached, under Part III other than appeals against disciplinary warnings under clause 13; and
 - (c) to appeals against any dismissal otherwise than in pursuance of Part II, Part III, Part IV or Part VII; and
 - (d) to appeals against any disciplinary decision otherwise than in pursuance of Part III; and
 - (e) to appeals against any decision reached under Part IV; and
 - (f) to appeals against any decision reached under Part VII,
- and “appeal” and “appellant” shall be construed accordingly.
- (2) No appeal shall however lie against:
- (a) any finding of fact of an Academic Disciplinary Committee under Part III, or of a Tribunal under Part VII save where, with the consent of the person or persons hearing the appeal, fresh evidence is called on behalf of the appellant at that hearing; or
 - (b) any medical finding by a Board set up under Part IV clause 23(3) save where, with the consent of the person or persons appointed, fresh evidence is called on behalf of the appellant at that hearing.
- (3) In this Part references to "the person appointed" are references to the person appointed by the Governing Body under clause 29 to hear and determine the relevant appeal.
- (4) The parties to an appeal shall be the appellant and the Principal and any other person added as a party at the direction of the person appointed.
27. A member of the academic staff shall institute an appeal by serving on the Principal, within the time allowed under clause 28, notice in writing setting out the grounds of the appeal.
28. (1) A notice of appeal shall be served within 20 working days of the date on which the document recording the decision appealed from was sent to the appellant or such longer period, if any, as the person appointed may determine under sub-clause (3).
- (2) The Principal shall bring any notice of appeal received (and the date when it was served) to the attention of the Governing Body and shall inform the appellant that she has done so.
- (3) Where the notice of appeal was served on the Principal outside the 20 working day

period the person appointed under clause 29 shall not permit the appeal to proceed unless she considers that justice and fairness so require in the circumstances of the case.

29. (1) Where an appeal is instituted under this Part the Governing Body shall appoint a person described in sub-clause (2) to hear and determine that appeal subject to sub-clause (3).
 - (2) The persons described in this sub-clause are persons not employed by the College holding, or having held, judicial office or being barristers or solicitors of at least ten years' standing.
 - (3) The person appointed shall sit alone unless she considers that justice and fairness will best be served by sitting as an Appeal Tribunal with two other persons.
 - (4) The other persons who may sit with the person appointed and who shall be appointed by the Governing Body shall be:
 - (a) one member chosen from amongst Honorary and Emeritus Fellows; and
 - (b) one other member chosen from amongst members of the Governing Body.
-
30. (1) The procedure to be followed in respect of the preparation, consolidation, hearing and determination of appeals shall be that set out in By-Laws made under this clause.
 - (2) Without prejudice to the generality of the foregoing such By-Laws shall ensure:
 - (a) that an appellant is entitled to be represented by another person, whether such person is legally qualified or not, in connection with and at any hearing of her appeal; and
 - (b) that an appeal shall not be determined without an oral hearing at which the appellant and any person appointed by her to represent her are entitled to be present and, with the consent of the person or persons hearing the appeal, to call witnesses and in advance of which, the appellant has been sent a copy of any documentary evidence which will be relied on at the hearing; and
 - (c) that full and sufficient provision is made for postponements, adjournments, dismissal of the appeal for want of prosecution and for the correction of accidental errors; and
 - (d) that the person appointed may set appropriate time limits for each stage (including the hearing itself) to the intent that any appeal shall be heard and determined as expeditiously as is reasonably practicable.
 - (3) The person or persons hearing the appeal may allow or dismiss an appeal in whole or in part and, without prejudice to the foregoing, may:
 - (a) remit an appeal from a decision under Part II to the Governing Body (or any issue arising in the course of such an appeal) for further consideration as the person or persons hearing the appeal may direct; or

- (b) remit an appeal arising under Part III for re-hearing or reconsideration by the same or by a differently constituted Academic Disciplinary Committee to be appointed under that Part; or
 - (c) remit an appeal from a decision under Part IV for further consideration as the person or persons hearing the appeal may direct; or
 - (d) remit an appeal by the Principal arising under Part VII for re-hearing or reconsideration by the same or by a differently constituted Tribunal to be appointed under that Part; or
 - (e) substitute any lesser alternative penalty that would have been open to the Principal following the finding by the Academic Disciplinary Committee which heard and pronounced upon the original charge or charges.
31. The person appointed shall send a reasoned decision, including any decision reached in exercise of her powers under clause 30(3)(a), (b), (c), or (d) on any appeal and a statement of any findings of fact different from those of the Governing Body under Part II or by the Academic Disciplinary Committee under Part III or of the Board under Part IV or of the Tribunal appointed under Part VII, as the case may be, to the Principal and to the parties to the appeal.

PART VI GRIEVANCE PROCEDURES

32. The aim of this Part is to settle or redress individual grievances promptly, fairly and, so far as may be, within the relevant area by methods acceptable to all parties.
33. The grievances to which this Part applies are ones by members of the academic staff concerning their appointments or employment where those grievances relate:
- (a) to matters affecting themselves as individuals; or
 - (b) to matters affecting their personal dealings or relationships with other staff or Fellows of the College,

not being matters for which express provision is made elsewhere in this Statute.

34. (1) If other remedies within the relevant area have been exhausted the member of the academic staff may raise the matter with the Principal.
- (2) If it appears to the Principal that the matter has been finally determined under Part III, IV or V or that the grievance is trivial or invalid, she may dismiss it summarily, or take no action upon it. If it so appears to the Principal she shall inform the member and may inform the Governing Body accordingly.
- (3) If the Principal is satisfied that the subject matter of the grievance could properly be considered with (or form the whole or any part of):
- (a) a complaint under Part III; or
 - (b) a determination under Part IV; or
 - (c) an appeal under Part V,

she shall defer action upon it under this Part until the relevant complaint, determination or appeal has been heard or the time for instituting it has passed and

she shall notify the member accordingly.

- (4) If the Principal does not reject the complaint under sub-clause (2) or if she does not defer action upon it under sub-clause (3) she shall decide whether it would be appropriate, having regard to the interests of justice and fairness, for her to seek to dispose of it informally. If she so decides she shall notify the member and proceed accordingly.
35. If the grievance has not been disposed of informally under clause 34 (4), the Principal shall refer the matter to a Grievance Committee for consideration.
36. A Grievance Committee shall comprise three Fellows of the College appointed by the Governing Body.
37. The procedure in connection with the consideration and determination of grievances shall be determined in By-Laws in such a way as to ensure that the aggrieved person and any person against whom the grievance lies shall have the right to be heard at a hearing and to be accompanied by a friend or representative.
38. The Committee shall inform the Governing Body whether the grievance is or is not well-founded and if it is well-founded the Committee shall make such proposals for the redress of the grievance as it sees fit and shall inform the aggrieved person of its decision in writing, including details of the right of appeal.

PART VII REMOVAL OF THE PRINCIPAL FROM OFFICE

39. Any five members of the Governing Body may make complaint to the Vice-Principal seeking the removal of the Principal from office for good cause.
40. The Vice-Principal shall refer such a complaint to the Governing Body, exclusive of the Principal and the members making the complaint. If it appears to the Governing Body that the complaint does not raise a prima facie case or that it is trivial or invalid or unjustified or is not supported by sufficient evidence of good cause for the removal of the Principal from office, it may determine that no further action shall be taken upon it.
41. If it appears to the Governing Body on the available material that the complaint could, if proved, constitute good cause for the removal of the Principal from office, it shall appoint a Tribunal to hear and determine the matter.
42. The Tribunal appointed by the Governing Body shall comprise:
 - (a) an independent Chair; and
 - (b) one member chosen from amongst members of the Governing Body, who was not one of the members seeking the removal of the Principal; and
 - (c) one member chosen from amongst members of the Governing Body who was one of the members seeking the removal of the Principal.
43. A charge referred to the Tribunal shall be dealt with in accordance with the procedure prescribed in clauses 17 to 19, provided:

- (a) that the Vice-Principal shall perform any duty and exercise any power there assigned to the Principal; and
 - (b) that the only recommendation the Tribunal may make is whether or not the Principal should be removed from her office.
44. Where a charge or charges have been upheld and the Tribunal finds good cause and recommends dismissal, but in no other case, the Vice-Principal shall consult the Governing Body and may then dismiss the Principal.
45. Where a complaint is to be referred to a Tribunal under clause 41, the Vice-Principal may, if she considers that the College might otherwise suffer significant harm, suspend the Principal from her duties in all matters relating to the government and discipline of the College without loss of salary.
46. For the purpose of the removal of the Principal from her office for incapacity on medical grounds, the provisions of Part IV shall have effect, provided that the Vice-Principal shall perform any duty or exercise any power there assigned to the Principal.
47. For the purpose of appeals by the Principal against removal from office, the provisions of Part V shall have effect, provided that the Vice-Principal shall perform any duty or exercise any power there assigned to the Principal.

XIII. EXISTING INTERESTS

Any amendments to these Statutes are not intended to apply retrospectively or deny persons of any existing rights.

XIV. INTERPRETATION

In these Statutes, and any By-Laws made under them, words importing the masculine or feminine gender shall be interpreted to include all genders and, unless the context otherwise requires, words in the singular shall include the plural and words in the plural shall include the singular.

XV. REPEAL AND AMENDMENT

1. The existing Statutes of the College and all amendments thereto are hereby repealed.
2. These Statutes shall be subject to alteration in the manner provided in the Universities of Oxford and Cambridge Act 1923.

We testify that the seal of the Somerville College, in the University of Oxford was affixed in

our presence.

BARONESS JANET ROYALL,
Principal.

ANDREW PARKER,
Fellow.

