

# ELIZABETH THE SECOND

by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith:

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

Composite Version incorporating amendments made as a result of a Supplemental Charter granted 14<sup>th</sup> December 2022

WHEREAS We did, on the sixth day of April 1966, grant a Charter constituting and founding a University within Greater London by the name of "The City University" (hereinafter referred to as "the Charter of 1966"):

AND WHEREAS the Charter of 1966 provided for the constitution and government of The City University and the management of its affairs:

AND WHEREAS We did, on the eighth day of March 2006, grant a Supplemental Charter in order to modernise its constitutional provisions (hereinafter referred to as "the Supplemental Charter of 2006"):

AND WHEREAS the Council of City, University of London has presented to Us in Council a humble Petition submitting that it is desirable that certain of the provisions made for its constitution and government should be amended, to provide for a change of name for The City University and for the purpose of re-constituting the City University as a college of the University of London by the grant of a further Supplemental Charter:

NOW, THEREFORE, KNOW YE that We having taken the said Petition into Our Royal consideration have of Our especial grace, certain knowledge and mere motion willed and ordained and do by these Presents, for Us, Our Heirs and Successors, will and ordain as

follows:

1. The Supplemental Charter of 2006 and the original Charter of 1966, except insofar as they continue in force in respect of the incorporation of The City University, and the conferring of perpetual succession and a common seal, shall be and are hereby revoked but nothing in this revocation shall affect the validity or legality of any act, deed or thing lawfully done under the provisions of the Charter of 1966 or the Supplemental Charter of 2006.
2. At the date of the grant of this Our Charter, there shall be a university by the name "City, University of London" ("City") formerly known as "The City University" with perpetual succession.
3. Definitions and Interpretation
  - (a) In this Supplemental Charter and the Statutes:-

The words "Alumni Association", "Court (Stakeholder's Forum)", "Charter", "Council" and "Senate" refer respectively to the Alumni Association, the Court (Stakeholder's Forum), the Charter, the Council, the Senate of City.

"Charter" means this Supplemental Charter and any provisions remaining in force as set out in Article 1 above.

"City" means City, University of London.

"Eligible Student Members" means a Student or a sabbatical officer of the Students' Union of City.

"Graduates" means persons upon whom Degrees of City have been conferred.

"Independent members" means members of the Council who are neither Staff of City nor Eligible Student Members and are otherwise independent of City.

"Officers" means persons holding any office in City.

"Ordinances" means Ordinances made under the Charter of the Statutes.

"Ordinary Resolution" means a resolution passed by a simple majority at a meeting of the Council.

"Regulations" means Regulations made under the Charter and the Statutes pursuant to the delegation set out in the Ordinances.

"Special Resolution" means a resolution passed at a meeting of the Council, provided that notice of the meeting is given to each member of the Council not less than fourteen clear days before the meeting, and that the resolution is passed by a majority of not less than three fourths of the members of the Council present and voting. The notice of the meeting shall set out the resolution in full.

"Staff" means all persons employed by City.

"Stakeholders" means persons who have an interest in, or relationship to, City, including by virtue of a funding role or regulatory function, a business or commercial venture, a local social or community initiative or a desire to promote mutual aims and objects.

"Students" means persons pursuing any course of study at City.

"Student Union" means an association of all students of City.

- (b) Words defined in this Supplemental Charter shall have the same meaning in the Statutes, the Ordinances and the Regulations unless the context indicates otherwise.
- (c) The headings used in this Supplemental Charter and in the Statutes, Ordinances and Regulations are provided for reference only and are not intended to have legal effect

#### 4. Objects of City

The objects of City shall be to advance education, knowledge, wisdom and understanding by teaching and research, both within City and in close association with business and the professions, for the benefit of individuals and society at large.

#### 5. Powers of City

Subject to the provisions of the Charter and Statutes, and in the furtherance of its objects, City shall have all the powers of a natural person including, but not limited to, power:

- (a) In relation to teaching and research:
  - (i) to provide programmes of study or instruction;
  - (ii) to admit people to programmes of study on the basis of their qualifications and experience
  - (iii) to set the level of fees in respect of programmes and to require payment of such fees
  - (iv) to prescribe and administer examinations and other forms of assessment;
  - (v) to confer degrees and other education awards of City;
  - (vi) Subject to City being eligible pursuant to the Statutes of the University of London, to confer degrees of the University of London;

- (vii) to carry out research;
  - (viii) to withdraw awards conferred by City;
  - (ix) to grant titles and distinctions including fellowships, memberships and associateships of City and to revoke the same;
  - (b) In relation to Students:
    - (i) to prescribe rules for the discipline of Students;
    - (ii) to provide procedures for the hearing of complaints by Students;
  - (c) In relation to Staff:
    - (i) to employ Staff in such positions as may be required, and to prescribe their conditions of service.
  - (d) In relation to other institutions:
    - (i) to affiliate other institutions, or branches or departments of other institutions;
    - (ii) to co-operate and collaborate with other institutions;
    - (iii) to award joint degrees and other education awards with other institutions;
    - (iv) to incorporate into City any other institution and take over its rights, property and liabilities, for any purpose not inconsistent with the Charter.
  - (e) In relation to the provision of services and goods, within the limits applicable to a charity:
    - (i) to exploit for City's benefit a facility or resource of City, including study, research or knowledge, or the practical application of study, research or knowledge, belonging to City, whether alone or with someone else;
  - (ii) to sell books, and other learning resources, intellectual property and other goods and services consistent with the Charter;
  - (iii) to print, reproduce and publish research and other works initiated by City, or to provide for their printing, reproduction and publication;
  - (iv) to provide facilities and resources for the wellbeing of City's Students and Staff;
  - (f) In relation to the transaction of City business:
    - (i) to enter into contracts;
    - (ii) to acquire, hold, own, maintain, manage, dispose of and deal with property;
    - (iii) to invest;
    - (iv) to give guarantees;
    - (v) to raise funds and, in connection with the raising of such funds, to give security, and for those purposes City shall have the authority to enter into any financial instrument which is ancillary or incidental to the exercise of such powers;
    - (vi) to act as trustee or manager of any property or funds given or bequeathed to City for purposes of education or research or other objects of City, and to invest any such funds.
  - (g) In relation to the Council:
 

Within the limits applicable to a charity, to pay remuneration to a member or members of the Council in respect of his, her or their services.
  - (h) To do anything else necessary or convenient, whether incidental to these powers or not, in order to further the objects of City as a place of education, learning and research.
6. The Council

There shall be a Council of City. The Council shall be the supreme Governing Body of City and shall act in a way that promotes City's interests with ultimate responsibility for the management of and the conduct of all its affairs. The Council shall exercise all the powers of City.

7. Functions of the Council

The Council's functions shall be to:

- (a) Be ultimately responsible for the affairs of City.
- (b) Set City's strategic direction.
- (c) Ensure the effective management and control of City's affairs, property and finances.
- (d) Determine the structure, staffing and overall composition of City.
- (e) Appoint the Vice-Chancellor and President, Pro-Chancellor and Chair of Council and Deputy Pro-Chancellor and Deputy Chair of Council.

8. Delegation by the Council

- (a) Subject to sub-paragraph (b) below, the Council may delegate its powers under the Charter, the Statutes and Ordinances to:
  - (i) an appropriately qualified member of the Council; or
  - (ii) an appropriately qualified committee that contains one or more members of the Council; or
  - (iii) an appropriately qualified member of City's staff. Provisions governing the delegation of the Council's powers are set out in the Ordinances.
- (b) The Council may not delegate its powers:
  - (i) to appoint and dismiss the Vice-Chancellor and President and to approve the Vice-Chancellor and President's terms and conditions of appointment;

- (ii) to approve the annual business plan recommended by the Vice-Chancellor and President;
- (iii) to amend the Charter under the provisions of Article 17;
- (iv) to make City Statutes;
- (v) To adopt City's Annual Accounts;
- (vi) to appoint City's Auditors.

9. The Senate

There shall be a Senate of City which shall:-

- (a) have delegated authority from the Council for the enhancement of academic quality and assurance of academic standards;
- (b) have the composition, powers and functions conferred on it in the Ordinances; and
- (c) have the power to make Regulations in accordance with the delegated authority set out at Article 9(a) above.

10. Court (Stakeholder's Forum) Meeting

There shall be a group of Stakeholders which shall meet as determined by City and which shall have the name, composition and functions prescribed in the Ordinances.

11. Students' Union

There shall be a Students' Union of City which shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Council.

12. Alumni Association

There shall be an Alumni Association of City which shall have its composition and functions prescribed in the Ordinances.

13. The Rector

- (a) There shall be a Rector who shall be the honorary head of City.
- (b) The Rector shall be the Lord Mayor of The City of London for the time being.
- (c) The Rector shall chair any Court (Stakeholder's Forum) Meeting.

14. The Pro-Chancellor and Chair of Council

There shall be a Pro-Chancellor and Chair of Council who shall chair any meetings of Council and act as Rector in the absence of the Rector or in the event of a vacancy in that post.

15. The Deputy Pro-Chancellor and Deputy Chair of Council

There shall be a Deputy Pro-Chancellor and Deputy Chair of Council who shall act as Pro-Chancellor and Chair of Council in the absence of the Pro-Chancellor and Chair of Council or in the event of a vacancy in that post.

16. The Vice-Chancellor and President

- (a) There shall be a Vice-Chancellor and President.
- (b) The Vice-Chancellor and President shall assume the role of the chief executive officer of City.
- (c) The Council may appoint a Deputy Vice-Chancellor and Deputy President who shall have such responsibilities as may be determined by Council from time to time.

17. The Charter

The Council may at any time add to, amend, or revoke the Charter by a Special Resolution. Such addition, amendment, or revocation shall only become effective when approved by Us, Our Heir's or successors in Council. A certificate under the hand of the Clerk of the Privy Council shall be conclusive evidence of such approval. This Article shall apply to the Charter as added to, amended, or revoked in this manner.

18. The Statutes

Subject to the provisions of the Charter, Statutes shall prescribe:

- (i) The constitution and business of the Council;
- (ii) Such other provisions as the Council may see fit in connection with the governance of City, or for the promotion of the objects of the Charter.

The Statutes may direct that any of the matters prescribed or regulated by Statute as authorised or directed in the Charter shall be further prescribed or regulated by Ordinance, by Regulation, or by decision made by the Council.

The Council may, at any time, by Special Resolution, make Statutes for City which may add to, amend or revoke the Statutes for the time being in force; provided that such Statutes shall not be inconsistent with the provisions of the Charter. Such addition, amendment or revocation shall only become effective when approved by the Privy Council. A Certificate under the hand of the Clerk of the Privy Council shall be conclusive evidence of such approval.

19. The Ordinances

Subject to the provisions of the Charter and the Statutes the Council may, by Ordinary Resolution, make, add to, amend or revoke such Ordinances as it considers necessary or desirable for the purpose of carrying out the objects of City, and shall stipulate when such Ordinances come into effect; provided that no Ordinances shall be inconsistent with the provisions of the Charter or Statutes.

20. Academic Freedom

Academic staff shall 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.

21. Discrimination

City shall be committed to the fair and equal treatment of every person and shall not discriminate on unjustified, irrelevant or unlawful grounds.

22. Property and Assets

The property and funds of City shall be used only for promoting the Objects. If City is dissolved, the assets (if any) remaining after providing for all its liabilities shall be applied in one or more of the following ways:

- (a) by transfer to one or more other bodies established for exclusively charitable purposes within, the same as or similar to the Objects;
- (b) directly for the Objects or for charitable purposes which are within or similar to the Objects; or
- (c) in such other manner consistent with charitable status as the Privy Council approves in writing in advance.

- 23. The Charter shall always be construed benevolently and most favourably to City and the promotion of the objects of the Charter.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the day of

in the year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

# SCHEDULE

## STATUTES OF CITY, UNIVERSITY OF LONDON

### STATUTE 1 - COMPOSITION AND VOTING OF THE COUNCIL

1. The Council shall consist of the following members, subject to there being a maximum number of 21 members and ensuring always that independent members remain in the majority:-
  - (a) The Pro-Chancellor and Chair of Council;
  - (b) The Deputy Pro-Chancellor and Deputy Chair of Council;
  - (c) The Vice-Chancellor and President (Chief Executive);
  - (d) Independent members: Up to twelve additional independent members, appointed by the Council;
  - (e) Staff and Student members: Up to six additional members appointed by the Council and drawn from Eligible Student Members and Staff including members of Staff with appropriate academic and professional leadership responsibilities.
2. Period of Office
  - (a) The Vice-Chancellor and President shall remain a member of Council for so long he/she continues to occupy this position, unless otherwise removed by Council.
  - (b) The Pro-Chancellor and Chair of Council and Deputy Pro-Chancellor and Deputy Chair of Council shall each remain a member of Council for such term as prescribed in the Ordinances.
  - (c) The members of Council prescribed in paragraph (d) of Statute 1 and the Staff members (other than the Vice-Chancellor and President) shall hold office for three years or for such shorter period as the Council may determine at the time of appointment.
  - (d) Student members of the Council shall hold office for one year, renewable for up to two further years.
  - (e) Except where otherwise provided all retiring members shall be eligible for re-appointment up to a maximum in total of three terms of three years or nine years in total in any one capacity provided that:-
    - (i) a Staff member shall cease to be a member of Council on the date they cease to be an employee of City; and
    - (ii) a Student member shall cease to be a member of Council on the date they cease to be a Student at City or when they no longer hold the position of sabbatical officer of the Students' Union of City (whichever is later).
  - (f) Any casual vacancy occurring by resignation, incapacity or death among the members of the Council shall be filled by the Council provided that any person appointed to fill a casual vacancy shall be appointed only for the unexpired portion of the period of office of their predecessor.
  - (g) Any member of the Council may resign at any time by writing addressed to the person performing the role of secretary to the Council.

### 3. Quorum

- (a) The quorum shall be one third rounded up to the next whole number of the total actual membership of the Council of which a majority shall always be independent members. The quorum shall be made up of those attending in person, by telephone or such other electronic or virtual means in which all participants may communicate simultaneously with all other participants.
- (b) In the absence of a quorum, at the beginning of or during a meeting of the Council, no resolutions shall be passed.

### STATUTE 2 - COMMITTEES OF THE COUNCIL

- 1. There shall be committees of the Council with responsibility for audit, remuneration and nominations.
- 2. The Council may from time to time establish additional standing, special and advisory committees, sub-committees or boards.
- 3. The constitution and responsibilities of committees of the Council shall be set out in the Ordinances.

### STATUTE 3 - THE AUDITORS

The Council shall appoint an auditor or auditors to audit the annual financial statements of City. Every such auditor shall be a member of a recognised supervisory body and eligible for appointment under the rules of that body.

### STATUTE 4 – DECISION MAKING

- 1. Subject to the conditions prescribed in the Ordinances, resolutions of the Council, Senate and any Committee or Board constituted in accordance with these Statutes (a "Decision Making Body") approved in writing or by email shall be as valid as a resolution actually passed at a meeting of the Decision Making Body.
- 2. Acts or resolutions of a Decision Making Body shall not be invalidated because of:-
  - (a) a procedural defect of which the decision making body is unaware at the time, provided that the defect, once identified, is at the earliest reasonable opportunity brought to the attention of the decision making body and the decision making body is asked to consider whether the decision should stand;
  - (b) a technical defect in the appointment of a member of which the decision making body is unaware at the time;
  - (c) a technical defect in the giving of notice of which the decision making body is unaware at the time; or
  - (d) any vacancy in the body doing or passing it; nor will such acts or resolutions be invalid by reason of any want of qualification by or invalidity in the election or appointment of any member of the body whether present or absent.

### STATUTE 5 - INTERPRETATION OF STATUTES

These Statutes shall be interpreted so as not to conflict with the Charter.