

STATUTES
ST CHAD'S COLLEGE, DURHAM

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A. CONSTITUTION, INTERPRETATION AND AMENDMENT OF RULES

1. The Memorandum and Articles of Association are the Constitution of St Chad's College, Durham. These Statutes approved by the Governors of the College by virtue of the powers vested in them by the said Memorandum and Articles of Association apply the provisions of the said Memorandum and Articles of Association and are to be observed in all matters pertaining to the governance, management, operation and discipline of the College.
2. The Governors may from time to time in accordance with the said Memorandum and Articles of Association make, alter or repeal such Statutes, Standing Orders, regulations, rules or bye-laws as it may deem necessary or convenient for the governance, proper conduct and management of the College and for the purposes of prescribing classes of and conditions of Members, Fellows, Tutors, Officers, Common Rooms, Scholars and Students, and in particular but without prejudice to the generality of the above, it may by such rules or bye-laws regulate all such matters as are commonly the subject matter of College rules.
3. All such rules, regulations, norms, policies and bye-laws of the College, together with the constitutions of its institutions as currently approved by the Governors shall be appended to the Statutes.
4. On behalf of the Governors the Principal with the agreement of the Chair is empowered to amend the Statutes to comply with a change to the Law of England & Wales or the directions laid down by Her Majesty's Office for Students, the Charity Commission or other regulatory authorities, whereupon the Secretary will inform the Governors, noting the date of the change and providing a report for formal ratification to be minuted at the next forthcoming General Meeting of the Governors.
5. The Principal may alter or repeal College rules or bye-laws other than these Statutes to bring them immediately into alignment with the decisions and Statutes of the Governors, or with such University statutes and general regulations that are deemed to be in the interests of the College, subject to the subsequent ratification of the Governors and notwithstanding the power of the Governors to amend or reject any alteration or repeal of rules made by the Principal.
6. The Principal may alter or repeal College rules to address more immediate and unforeseen circumstances arising from the conduct of staff and students with immediate effect, subject to the subsequent ratification of the Governors and notwithstanding the power of the Governors to amend or reject any alteration or repeal of rules made by the Principal.
7. This record of Statutes shall be amended from time to time by the Secretary to the Governors to include decisions and amendments approved by the Governors.
8. The Secretary shall notify the Governors of guidance, recommendations and reports on good practice communicated from bodies responsible for auditing the governance and reporting of the College, so that the Governors may be able to consider them and make changes as they may see fit.
9. In the event of disagreement, the Statutes are to be interpreted in the light of the Memorandum and Articles which take precedence.

B. THE COLLEGE

10. The objects of the College are:
 - (i) to advance education, learning, religion and research in accordance with the principles of the Church of England; and
 - (ii) to provide a College for scholars and students of the University of Durham in which they may work for degrees and other qualifications of the University with particular regard to advancing their education, and their spiritual and personal wellbeing.
11. The College is composed of the Rector and the Legal Members who are its Governors for the time being.
12. The College is a registered charity of which the Legal Members and Governors other than the Rector are the Trustees.
13. The College is an Association of which the Legal Members other than the Rector form a company limited by guarantee of which they are the Directors.
14. In pursuance of the above objects the Governors may as necessary conclude and maintain a Memorandum of Understanding and agree financial arrangements with the University for the provision of the College for the University's scholars and students.
15. The Governors shall appoint a Company Secretary with responsibility to the Governors for procedural matters and for professional advice to Governors about their responsibilities under the rules and regulations to which they are subject, and how these responsibilities should be discharged.

C. THE VISITOR

16. At a General Meeting, the Governors shall elect a Visitor, who shall be a Clerk in Holy Orders holding office or licensed under canon in the Church of England, for a fixed period of five years or until resignation of the Visitorship or ceasing to occupy the office held at the time of election.
17. The Visitor is eligible for election to further fixed terms in accordance with Statute 16 as determined by the Governors.
18. The Visitor shall be the final court of appeal for matters which are referred by the Governors and which lie wholly within the jurisdiction of the College not being subject to the oversight of the Office of the Independent Adjudicator for Higher Education or the Visitor of the University.

D. MEMBERSHIP OF THE COLLEGE

19. The extent of membership of the College shall be held to include:

- (i) Legal Members of the College, being the Chair, Principal and Governors who constitute the Members of the Association and Company that is St Chad's College, Durham.
 - (ii) Senior Members:
 - (a) The Rector
 - (b) The College Officers (including the Vice-Principal or Vice-Principals, Finance & Operations Director, Senior Tutor)
 - (c) The Chaplain & The Librarian
 - (d) The Fellows
 - (e) The Foundation Fellows and the Honorary Fellows
 - (f) The Research and Visiting Fellows
 - (g) The Scholars who are graduate Teaching and Research Associates of the College
 - (h) The Tutors
 - (i) The Members of the Senior Common Room
 - (iii) Student Members:
 - (a) The Organ, Choral and other Undergraduate and Postgraduate Scholars
 - (b) The Members of the Middle Common Room
 - (c) The Members of the Junior Common Room
 - (d) Other matriculated students
 - (iv) Other members of the College community, including members of the staff for the time being
 - (v) Past Visitors, Rectors, Legal, Senior and Student members, and past staff members.
20. All Legal, Senior, Student, Staff and past members wishing to remain part of the College membership community are obliged to support the aims of the College and to agree to abide by its Statutes, Rules, Bye-Laws and Codes of Conduct as appropriate to their degree of membership of the College.

E. THE GOVERNORS

I. OBLIGATIONS

21. As the Legal Members of the College, the Governors hold a position of trust in relation to the College, and neither they nor any person or organization with which they are connected shall obtain any advantage, pecuniary or otherwise, by virtue of the Governor's connection with the College, other than as an employee of the College, or under the terms of a contract entered into in the normal course of business and in respect of which the Member has made a declaration in the register of interests.
22. The Governors who constitute the College as its Legal Members have a wide discretion over its use of its funds and are responsible for the proper stewardship of those funds and for ensuring that they are applied only in furtherance of the College's

objects. The Governors will therefore ensure that in conducting the College's affairs they exercise their discretion reasonably and take into account relevant guidance on accountability or propriety issued from time to time by the Office for Students, the National Audit Office, the Charity Commission or other competent authority.

23. Governors are entitled to the reimbursement of reasonable expenses incurred on College business by prior agreement with the Chair of Governors or the Treasurer and always providing that these expenses may not be claimed from any other source.
24. The responsibilities of the Governors are:
 - (i) to govern the College in accordance with the above objects, the Memorandum of Association and the Articles of Association;
 - (ii) to appoint the Visitor and the Rector, and to elect Governors and Fellows in accordance with these Statutes;
 - (iii) to establish the College's major policy and strategic decisions (for example, through five-year or ten-year plans, and development schemes);
 - (iv) To ensure the financial health and viability of the College;
 - (v) To manage and develop the relationship between the College and the University, especially through the regularly reviewed Memorandum of Understanding between the two;
 - (vi) To be the employer of the College staff;
 - (vii) To oversee the appointment, employment and dismissal of all College staff delegated to the Principal or to the Finance & Operations Director;
 - (viii) To appoint the Principal, and with the Principal to appoint any Vice-Principal and also the Finance & Operations Director of the College;
 - (ix) To oversee the appointment of other College Officers and senior staff;
 - (x) To support the work of the College Officers for which they are accountable to the Governors;
 - (xi) To receive inspection and audit reports, the minutes of Governors' committees and reports of research programmes, sub-committees, management and advisory committees, forums and panels;
 - (xii) To maintain the College's register of risks and policies, as well as to set out its disciplinary, grievance and appeals procedures;
 - (xiii) To oversee the fulfilment of the College's duties in respect of the Anglican parishes of which it is patron.

II. APPOINTMENT OF GOVERNORS

25. The maximum number of Governors shall be twenty.
26. A majority of Governors shall neither be employed by the College nor registered as students of the College or the University.
27. The election of a Governor other than one who serves *ex officio* shall be made by notice in writing to the Governor concerned and shall be (save where such appointment is terminated in accordance with the Articles and these Statutes) for no more than five years. Appointments may be renewed by re-nomination, where

appropriate, and election. No Governor may serve in any capacity for more than ten years in all.

28. The following Governors serve *ex officio*:

- (i) The Principal, who shall normally be a communicant member of the Church of England or of a Church in full communion with the Church of England;
- (ii) The President of the Senior Common Room, duly elected by the Senior Common Room with the agreement of the Fellows of the College as the Fellow designated to serve as a Governor; provided that in the event of the President of the Senior Common room leaving office, the succeeding President shall be automatically succeed in the office of a Governor of the College;
- (iii) The President of the Middle Common Room duly elected by the Middle Common Room; provided that in the event of the President of the Middle Common room leaving office, the succeeding President shall automatically succeed in the office of a Governor of the College;
- (iv) The President of the Junior Common Room duly elected by the Junior Common Room; provided that in the event of the President of the Junior Common Room leaving office, the succeeding President shall automatically succeed in the office of a Governor of the College.

29. Whereas the governorship and membership of the College Association *ex officio* of the Vice-Chancellor and Warden of the University of Durham was relinquished by agreement between Warden & Vice-Chancellor Higgins and Principal Joseph Cassidy as representing a conflict of interest, such provision in the Articles of Association shall be deemed no longer to be in vigour.

30. The remaining Governors to be elected shall include:

- (i) Two full-time members of the academic or academic-related staff of the University, nominated by the Governors and confirmed by the College after approval by the University Council;
- (ii) One member of the academic or academic-related staff of the University nominated by University Council and approved by the Governors;
- (iii) An additional student governor to be elected on the following basis:
 - (a) For as long as Junior Common Room members outnumber Middle Common Room members by at least fifty per cent, a member of the Junior Common Room nominated by the Junior Common Room and approved by the Governors; or
 - (b) if Junior Common Room members do not outnumber Middle Common Room members by fifty percent, then a member either of the Junior Common Room or of the Middle Common Room nominated by both Common Rooms and approved by the Governors;
 - (c) provided that such a Junior or Middle Common Room nominee shall be nominated according to the rules of either Common Room (or joint rules if a joint nomination is being put forward) in accordance with these Statutes, such that the nominee shall always be in a position to serve as a Governor of the College for a whole year from

the date of election by the Governors.

- (iv) A Tutor other than the Senior Tutor nominated by the Tutors and approved by the Governors, to be elected on the following basis:
- (a) A Tutor to be nominated as a Governor shall have been proposed and seconded by other Tutors to the Senior Tutor in advance of a meeting of the Tutors' Forum at which the nomination is to be agreed;
 - (b) In the event of more than one nomination, the Senior Tutor shall arrange a secret ballot to be held at the meeting;
 - (c) If it proves impossible to agree a nomination at the meeting of the Tutors' Forum, the Senior Tutor shall arrange a postal (or email) ballot, the Principal acting as scrutineer; and the Senior Tutor shall inform the Tutors in writing of the nomination thus agreed;
 - (d) Upon approval of the nomination by the Governors, the Tutor who is elected a Governor shall serve for not more than three years, being eligible for re-nomination and re-election for a second term of three years up to a maximum of six.
- (v) For the purposes of maintaining the Anglican tradition of the College, four persons who are communicant members of the Church of England or of a Church in full communion with the Church of England, one each to be nominated by the Archbishop of York, the Bishop of Durham, the Bishop of Carlisle, and the Bishop of Newcastle, and each to be approved by the Governors; to be elected on the following basis:
- (a) In the event of a vacancy in the See of York, or Durham, or Carlisle, or Newcastle, the senior Archdeacon of the diocese concerned shall have the Bishop's power to nominate a Governor;
 - (b) A Governor who was nominated from one of the above dioceses shall serve for a period of not more than five years, being eligible for re-nomination and re-election for a second term of five up to a maximum of ten.
- (vi) If there be more than one nomination for any of the above positions of Governor other than those held *ex officio*, a secret ballot shall be held by Governors present at the meeting of the College at which the election is to be made.
- (vii) The Governors shall have power to elect further Governors up to a maximum of twenty in accordance with the following considerations:
- (a) The Chair having from time to time conducted and consulted on an audit of expertise among the Governors and finding that the skills and experience needed for the due governance of the College are not to be sufficiently represented among the present Governors, the Chair, Principal and other members of the Nominations Committee shall seek suitable candidates;
 - (b) The Nominations Committee should seek to recruit Governors from the local and regional community for their contribution in the fields of public, business, professional and voluntary service and have due regard to and diversity and an appropriate balance of gender,

- ethnicity and experience among the membership of the Governors;
- (c) Candidates for nomination must be proposed to the Nominations Committee with a report on their suitability and willingness to serve, on the basis of which the Committee may decide to make a formal nomination to the Governors at their next forthcoming meeting;
 - (d) Upon the approval of the Governors at a regular meeting, the duly nominated candidate is immediately elected a Member and Governor of the College;
 - (e) The Governors have no power to co-opt additional members on a temporary or interim basis.

III. THE CHAIR OF GOVERNORS OF THE COLLEGE

- 31. The Chair of Governors shall be elected by the Governors and may not be a salaried officer or scholar or student in the College or the University.
- 32. The Chair of Governors is appointed for up to five years in the first instance and may be reappointed at the end of his or her first term for a further three years up to a limit of eight years in all, but such reappointment shall require a deliberative vote of the Governors. While the Chair of Governors is subject to the same overall limitation as other Governors and may not serve as a Governor in any capacity for more than ten years (subject to Statute 42 below), he or she is normally expected to resign as a Governor on completing the final term of office in the Chair, provided that an Acting Chair who in the event of exceptional circumstances is requested to take the Chair for an extended period before a successor is elected shall not be expected to resign as a Governor on relinquishing the Chair.
- 33. When the Chair of Governors' term of office is due to end, whether according to the above Rule or owing to a resignation duly notified to the Secretary to the Governors, the Governors shall consider whether to elect a Chair of Governors from among their number or to conduct a wider process of recruitment.
- 34. If the Governors decide to elect one of their number to the Chair, the Vice-Chair is to invite nominations in writing, proposed and seconded by Governors, to be submitted to the Secretary by a date agreed between the Secretary and the Vice-Chair. The Vice-Chair, in consultation with the Principal, may seek the advice of other Governors and of University officers, prior to presenting nominations for election at a meeting of the Governors. Thus in the case of an internal election:
 - (i) If the Chair falls vacant less than a calendar month before the published date of the Governors' next meeting, the election shall take place at that meeting, being the first main item of business. The Governor thus elected immediately takes the Chair at the meeting, taking over from the Vice-Chair;
 - (ii) In the event of there being more than one nomination for the post, a secret ballot shall be held;
 - (iii) In the event of there being only one nomination, the election may proceed by a show of hands unless two members present ask for a ballot;

- (iv) If the vacancy fall outside a calendar month before the published date of the Governors' next meeting, the Secretary together with the Vice-Chair shall arrange for a postal ballot, the Rector or a Fellow appointed by the Rector not being a Governor acting as scrutineer;
 - (v) When a majority of those replying to the Secretary by the agreed date signify their approval for a nomination, the candidate shall be deemed elected after the result has been shown to the Rector or to the Fellow designated by the Rector as scrutineer for confirmation;
 - (vi) Upon confirmation, the Secretary shall write to the Governors, notifying them of the result of the election.
35. If the Governors decide upon a wider process of recruitment, or if the Governors fail to elect one of their number to the Chair according to the above provisions, they shall delegate the selection of a new Governor to the Nominations Committee, which shall for this purpose constitute a Selection Panel chaired by the Vice-Chair without the participation of the retiring Chair of Governors and with the assistance of the Secretary, and to which the Governors may appoint additional members from among the Governors not being students of the University. Thus in the case of a Selection Panel:
- (i) The Selection Panel may seek applicants directly, or by engaging the services of a consultant at a fee agreed by the Governors;
 - (ii) The Selection Panel is to compose a short list showing the names of those it will call for interview together with their *curriculum vitae*. The Vice-Chair is to consult the Principal on those to be interviewed. The Vice-Chair together with the Principal may seek advice from Governors not being members of the Panel and from officers of the University, prior to the Panel's nomination of a selected candidate for election by the Governors;
 - (iii) When a selection has been made by the Panel, the Vice-Chair immediately nominates the candidate to the Governors. Upon receiving the assent of a majority of Governors by the date he or she designates, the Vice-Chair announces the appointment to the candidate and the Secretary informs the other Governors and the Rector. At the next forthcoming meeting of the Governors, at the first main item of business the appointed Chair is formally elected a Member of the Association and Governor of the College;
 - (iv) If the outgoing Chair is still in office, the new Chair of Governors succeeds at the end of the meeting. If the Chair is vacant, the newly elected Chair of Governors immediately takes the chair from the Vice-Chair.
36. If the Vice-Chair seeks election to the Chair in accordance with either Statute 34 or 35, the Governors shall choose another Governor to oversee the process of selecting a Chair.

IV. THE VICE-CHAIR

37. The Governors shall elect one of their number to serve as Vice-Chair at a regular

meeting of the Governors, nominations being verbally proposed and seconded. The Vice-Chair may not be a salaried officer or scholar or student in the College or the University.

38. In the event of there being more than one nomination for the post, a secret ballot shall be held.
39. The Vice-Chair's term of office shall be three years in the first instance unless otherwise determined at the time of his or her appointment and may be renewed for further terms.
40. The Vice-Chair of Governors is subject to the same overall limitation as other Governors and may not serve as a Governor in any capacity for more than ten years (subject to Statute 42 below).

V. REAPPOINTMENT AND RETIREMENT

41. The Chair of the Governors must retire from the Chair after eight years and is normally expected to resign as a Governor upon completing of his or her term of office. Governors elected under the provisions of Statute 30 may be re-elected for further terms but must retire upon completion of ten years of service, or six in the case of the Governor nominated by the Tutors.
42. Unless determined otherwise, an outgoing Chair or Vice-Chair of Governors shall retire from that office on the day a new Chair or Vice-Chair is due to serve for the first time in that capacity at a meeting of the Governors or at an Annual General Meeting, even if strictly speaking that takes him or her beyond the limit of his or her appointment.

VI. HONORARY TREASURER

43. The Governors shall elect one of their number not being the Chair of Governors to act as Honorary Treasurer (hereinafter known as the Treasurer). The Treasurer shall usually chair the Finance Committee, report to the Governors on the satisfactory discharge of the Finance Committee's responsibilities, and responsibilities shared with the Chair of the Audit Committee.
44. In the event of there being more than one nomination for this post, a secret ballot should be held.
45. The Treasurer's term of office is three years in the first instance unless otherwise determined at the time of appointment and may be renewed for further terms.
46. The Treasurer is subject to the same overall limitation as other Governors and may not serve as a Governor in any capacity for more than ten years (subject to Statute 42 above).

VII. SECRETARY TO THE GOVERNORS

47. The Governors shall appoint a College Officer or else, on an honorary or stipendiary basis, some other suitably qualified and experienced person as Secretary to the Governors of the College, with responsibility to the Governors for procedural matters and for professional advice to Governors about their responsibilities under the rules and regulations to which they are subject, and how these responsibilities should be discharged. This role is distinct from that of Company Secretary, although the two may be combined.
48. The term of office is undefined, but the Governors may appoint a Secretary for as long as it thinks fit and remove the Secretary at any time.

F. STANDING ORDERS FOR MEETINGS OF THE GOVERNORS

I. THE COLLEGE IN GENERAL MEETING

49. A General Meeting of the College is a meeting of its Legal Members being the Governors of the College convened by the Chair of Governors for the following purposes:
 - (i) to appoint auditors and receive and approve the Annual Report and Accounts at an Annual General Meeting;
 - (ii) to approve or amend the governing documents and the Statutes of the College;
 - (iii) to elect the Visitor and the Rector;
 - (iv) to terminate the appointment of a Legal Member and Governor, in accordance with the Articles of Association;
 - (v) to conduct special business referred from an Ordinary Meeting of the Governors or at the discretion of the Chair of Governors.
50. At the discretion of the Chair of Governors in consultation with the Principal the Chair may also convene an Extraordinary General Meeting of the College.
51. 21 clear days' written notice shall be given of the Annual General Meeting and any General Meeting convened to pass a special resolution. 14 clear days' notice shall be given of other General Meetings and the general nature of the special business to be conducted.
52. A Governor being one of the Legal Members of the College unable to be present at an Annual or Extraordinary General Meeting of the College shall have the right to name a proxy to take part in and exercise a vote at an Annual or Extraordinary General Meeting of the College, in accordance with Section 324 of the Companies Act 2006, which provides as follows: "A member of a company is entitled to appoint another person as his proxy to exercise all or any of his rights to attend and to speak and vote at a meeting of the company." The names and addresses of proxies must be received at the College's registered address no later than 48 hours before the time for holding the General Meeting. Likewise, termination of the authority to act as proxy must be

received at the College's registered address no later than 48 hours before the time for holding the General Meeting.

53. A quorum of eight Legal Members is required for a General Meeting of the College, one of whom must be one of the Governors nominated or approved by the University. Proxies may be counted to determine whether a Meeting is quorate.
54. The order of business shall be:
- (i) Signing of the minutes of the last General Meeting (and of any subsequent Extraordinary General Meeting), after confirmation and, if necessary, correction;
 - (ii) Approval of the Annual Report and Accounts (at the Annual General Meeting);
 - (iii) Approval of the Annual Budget (at the Annual General Meeting);
 - (iv) Appointment of Auditors (at the Annual General Meeting);
 - (v) To consider and receive other Reports as determined by the Chair or the Principal;
 - (vi) To consider any special resolution that has been notified;
 - (vii) To conduct any special business that has been notified.
55. An open Extraordinary General Meeting of the College Governors may be held at least once a year to which the Rector, Fellows, Scholars and Students of the College and other members of its Common Rooms shall be invited for the presentation of Reviews and Reports from the Governors, the Principal, the Finance & Operations Director and other Officers of the College on its governance, strategy and management during the preceding Academic Year. Those duly attending such an open General Meeting of the College shall be entitled to ask questions of the Governors, Principal and Officers of the College concerning their reports.

II. ORDINARY MEETINGS OF THE GOVERNORS

56. There shall be at least three ordinary meetings of the Legal Members of the College as Governors in each Academic Year. On the occasion of one of these ordinary meetings, there shall also be convened a General Meeting of the Governors which shall be the Annual General Meeting of the College.
57. Subject to the discretion of the Chair, the order of business at an ordinary meeting shall include:
- (i) Declaration of interests;
 - (ii) Signing of the minutes of the last ordinary meeting (and of a subsequent extraordinary meeting), after confirmation and, if necessary, correction;
 - (iii) Business arising out of the Minutes;
 - (iv) Business which the Chair may bring forward;
 - (v) Business which the Principal may bring forward;
 - (vi) The Principal's Report on the College's activity, relations with the University and the implementation of the College strategy;
 - (vii) Reports from the College Officers and other Senior Staff in relation to

- the work of the College and its strategy;
 - (viii) Reports from the Treasurer;
 - (ix) Reports from the Audit Committee and Reviews of Risk and Policies;
 - (x) Reports from other Committees;
 - (xi) Governance matters and any formal items of business;
 - (xiv) Approval of the Annual Report to the Rector on the Christian character of the College and the maintenance of its aims and objects in accordance with the Anglican tradition;
 - (xii) Reports from the Common Rooms and the Tutors;
 - (xiii) Other items of business of which notice appears on the order paper;
 - (xiv) Items of minor importance.
58. In presenting their reports, the Chair, Principal, Chairs of Committees and others shall draw the attention of Governors to important matters or recommendations which raise matters of principle, or which require discussion or a decision.
59. Governors shall also have the opportunity to raise matters in connection with any other item in any report. If no further questions are raised, it will be assumed that the report has been accepted and all the recommendations contained therein approved.
60. The Governors shall cause proper minutes to be made of all appointments of officers, Committees and chairs of Committees made by the Governors and of the proceedings of all meetings of the Governors, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chair of such meeting, or by the Chair of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.
61. The rules for the conduct of Meetings of the Governors in these Standing Orders shall be applied in accordance with the Articles of Association.

III. NOTICE OF MOTION

62. The full terms of motions to be placed on the agenda papers must reach the Secretary in writing not less than fourteen days before the date of the meeting.
63. No resolution may be rescinded or altered at the meeting following that in which it was passed, unless the notice of the motion proposing to rescind or alter it, or to reintroduce a motion which was rejected, is signed by five Governors.

IV. QUORUM & ATTENDANCE

64. The duly notified ordinary meetings of Governors shall be quorate with at least five members present.
65. Meetings of the Governors may include meetings held by voice or video telecommunication link, provided that the voice or video telecommunication link is so arranged that it is possible for each Governor to hear and be heard by, or in the case of video telecommunication link, see and be seen by, each other participant in the

meeting.

66. A Governor shall be deemed to be present at a meeting of the Governors notwithstanding his or her being physically present, if he or she is in communication with the meeting by voice or video telecommunication link, such participation thus to be noted in the Minutes.
67. Any three Governors may at any time summon a meeting of the Governors by notice served upon each of the Governors severally. A notified representative of a Governor who is absent from the United Kingdom shall only be entitled to notice of a meeting if he or she has provided the College with an address for such service.
68. A meeting of the Governors at which a quorum is present shall be competent to exercise all the authorities, powers and discretions vested in the Governors generally by or under the College's Articles.
69. All acts *bona fide* undertaken by any meeting of the Governors or by any person acting as a member of the Governors shall, notwithstanding its being afterwards discovered that there was some defect in the appointment or continuance in office of any such member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a Governor.
70. A resolution in writing signed by all the Governors for the time being who are entitled to receive notice of a meeting of the Governors shall be as valid and effectual as if it had been passed at a meeting of the Governors duly convened and constituted.
71. Whereas a Governor being a Legal Member of the St Chad's College as an Association is entitled to appoint another person as his or her proxy to exercise all or any rights to attend and to speak and vote at an Annual or Extraordinary General Meetings, no such right shall apply to Ordinary Meetings of the Governors, whose duties as trustees and directors are not transferable.
72. Student Governors are expected to be able to attend all meetings of the Governors. When, however, the timing of meetings does not coincide with the dates of keeping term, Student Governors may seek permission from the Chair to designate another student from their Common Room to attend in their stead as an observer, provided that such an observer shall not have the power of a deliberative or consultative vote.
73. Statutes 67 & 68 shall not affect the right of any Governor being one of the Legal Members of the College unable to be present to name a proxy to take part in and exercise a vote at an Annual or Extraordinary General Meeting of the College.
74. College Officers may be required, and other University Officers may be invited, to attend any meeting of the Governors, but shall not have the power of a deliberative or consultative vote at a meeting of the Governors.

V. DELEGATION

75. Governors may delegate any decision within their remit to a Committee, Sub-Committee, Management Committee, or to a College Officer. However, the following matters are reserved to the Governors and business in respect of them

cannot be approved or confirmed other than by the Governors:

- (i) Changes to Articles of Association only at a General Meeting;
- (ii) Changes to the Memorandum of Understanding with the University;
- (iii) Appointment or removal of the Principal;
- (iv) Appointment or removal of the Finance & Operations Director;
- (v) Decision to terminate employment of College Officers or Staff Directors for reason of redundancy;
- (vi) Approval of annual accounts at a General Meetings;
- (vii) Approval of corporate plan, strategy or mission statement;
- (viii) Approval of financial planning and forecasts of income and expenditure;
- (ix) Capital development;
- (x) Election of nominated Governors, Fellows, Foundation Fellows and Honorary Fellows other than Research and Visiting Fellows;
- (xi) Transfer of title to or the grant of any interests in College property relinquishing the patronage of any of the College livings;
- (xii) The grant, amendment, renewal or termination of any license granted by the College;
- (xiii) All guarantees, warranties or indemnities in relation to the discharge of any debts and liabilities and/or the performance of any obligations or commitments by any third party, other than those granted by the normal course of business.

VI. SUSPENSION OF STANDING ORDERS

76. In cases of urgency any standing order may be suspended at any meeting of the Governors provided that a majority of Governors present and voting so decide and provided that no business be conducted contrary to the provisions of the Memorandum and Articles of Association. Such suspension shall affect only business transacted at that meeting of Governors unless the Governors decide after due notification to change the Standing Order concerned.

VII. RESERVED BUSINESS

77. The Governors may decide to conduct reserved business when dealing with disciplinary, pastoral, and other confidential matters. The Chair shall have the sole discretion to decide who may remain for reserved business. The Chair shall be guided by the principle that, when a reserved matter is to be considered, Governors academically or administratively junior to the person under consideration will be asked to absent themselves for the duration of the discussion. The Chair shall also be guided by current good practice by University Council, Senate and Boards of Study.
78. The Chair shall also have sole discretion to decide who may remain for business where a conflict of interest may arise, whether it has been declared or not.
79. The Chair furthermore shall have sole power to require a Governor to retire from a

meeting for business related to his or her employment by the College or in the case of his or her nomination for election as a Governor, Vice-Chair, Treasurer, Fellow, Chair of Committee or other appointment on behalf of the Governors.

VIII. CONFLICTS OF INTEREST

80. According to law, Governors as the trustees and directors of the College have a duty always to further its best interests. When there is a conflict of interest between this duty and other duties with regard to any decision, it must be declared. Any Governor with a personal, family, business or pecuniary interest in an item or items of business on the agenda at a meeting shall disclose that interest and leave the room during the discussion of such items.
81. It shall be for the Chair to decide whether by way of exception a Governor may remain or ought to absent himself or herself from the whole or part of meeting when a particular matter is being discussed. The Chair may also decide that the conflict is such as to preclude the Governor from contributing to a debate or participating in a decision.
82. The duty of a Governor to further the best interests of the College is not confined to meetings of the Governors of the College and does not exclude meetings, decisions or responsibilities in connection with other organizations, associations or institutions of which they are also members, the interests of which may affect those of the College. A potential conflict of interests must be declared and registered, lest one duty or interest be privileged over another.

G. REGISTER OF INTERESTS

83. The Secretary shall maintain a register of interests of the Legal Members of the College who are its Governors and of the College Officers who execute and discharge its decisions and operate its purposes and objects according to the Memorandum and Articles of Association. This register shall be open to inspection by all recognized as members of the College under Statute 19 above, and by the University's Council. The register will include the following interests of Governors and College Officers (as here defined in these Statutes) and of their families (spouses or partners, parents, children and siblings) and of any other person with whom they have a close connection:
 - (i) Names of firms or organizations in which they have a substantial interest;
 - (ii) Personal or family interests in University employees;
 - (iii) Personal interests in other Higher Education Institutions.
84. The Chair of Governors or the Secretary should be consulted in cases where there is doubt as to whether to declare something as an interest.

H. COMMITTEES OF THE GOVERNORS

85. The Committees of the Governors advise the College on the matters remitted to them for consideration according to Terms of Reference approved by the Governors. They shall have power to act in their respective areas of responsibility except where the matter being considered is reserved to the Governors.
86. All Committees may from time to time invite the attendance for consultation of persons other than their members, provided that those invited shall not be eligible to vote on the committee unless the Governors decide otherwise.
87. It is the responsibility of each Committee:
- (i) To appoint a secretary responsible for the minutes;
 - (ii) To inform the Secretary to the Governors of any additional person it may wish to invite or has already invited to attend for consultation;
 - (iii) To inform the Secretary to the Governors of an additional member it wishes to co-opt requiring the approval of the Governors;
 - (iv) To inform the Governors when a vacancy arises in its membership and to ensure that where provided in the Statutes of the College the Fellows, Tutors, and Common Rooms are able to nominate some person to serve according to the particular constitution of each constituency, subject to the approval and appointment of the Governors;
 - (v) The lack of appointment of a nominee from any such constituency to any Committee under Statute 87.iv above shall not affect any decisions made by the Committee.

I. THE CHAIR OF GOVERNORS' COMMITTEE

Membership

88. The Chair of Governors' Committee shall be appointed by the Governors from among their number to enable the effective governance of the College.
89. The Chair's Committee shall be composed of at least three and no more than four members, including the Chair of Governors and the Principal.
90. The Chair of Governors may invite other Governors, Officers of the College or other members of the staff, or professional advisers, to attend some or all of any meeting.

Register and Conflict of Interests

91. All members of the Committee having completed entries for the register of interests maintained by the Governors shall ensure that there are no conflicts of interest that could interfere with the exercise of the work of the Committee.

Terms of Reference & Powers

92. The Chair of Governors' Committee shall have power and responsibility:
- (i) to request and receive minutes or summaries of Governors' Committees and College Management Committees, Panels and Advisory Group meetings as

- needed;
- (ii) to recommend strategy matters, policy and other items for the Governors requiring their consideration at a meeting;
- (iii) to refer matters to Governors' committees, Management Committees, Panels and Advisory Groups or other working groups;
- (iv) to advise the Chair of Governors and the Principal respectively on any matter they may bring to the Committee's attention;
- (v) to advise, when an urgent governance matter emerges between ordinary meetings of the Governors, on action on behalf of the Governors, in respect of a matter reserved to the Governors, or a matter foreseen by the Governors and referred to the Committee for decision or action between ordinary meetings, and especially where action on the part of the Chair of Governors is deemed appropriate;
- (vi) to undertake and oversee the arrangements for the recruitment and employment of a Principal (without the participation of the outgoing Principal), provided that the Council of the University shall be consulted in accordance with the Memorandum of Understanding between the College and the University prior to the appointment of the Principal.

Meetings

93. The conduct of meetings shall be as follows:
- (i) The Committee shall be convened by the Chair of Governors at least once between each ordinary meeting of the Governors;
 - (ii) The Chair shall keep a record of every meeting and any decision made, including meetings by conference call and remote visual communication;
 - (iii) A meeting of the Chair of Governors' Committee shall be quorate with two members including the Chair and the Principal.

Reporting

94. The Chair shall report any decisions of the Committee to the next regular meeting of the Governors, and any other matter requiring their consideration or decision.

II. THE FINANCE COMMITTEE

Membership

Appointed Members

95. The Governors shall appoint a Finance Committee constituted of no fewer than three and no more than five non-executive Governors of the College, who shall not be members of the Audit Committee, together with the Treasurer or another representative of the Junior Common Room, and the Treasurer or another representative of the Middle Common Room.
96. The Chair of the Committee is the Treasurer appointed by the Governors, or in the absence of a Treasurer, the Chair or Vice-Chair of the Governors.

Co-opted Members

97. No more than two additional members may be co-opted onto the Finance Committee to bring current and relevant experience, subject to confirmation of appointment by the Governors. Members of the Committee thus need not be Governors of the College.

Members ex officio

98. The Finance & Operations Director and the Financial Controller shall be members of the Finance Committee *ex officio*. The Finance & Operations Director shall be the Secretary of the Committee.

In attendance:

99. The Finance & Operations Director as Secretary may invite the assistance of a Minute Secretary from the College staff.

100. The Chair of the Committee may invite other Governors, College Officers, or members of the staff of the College, or professional advisers to attend some or all of any meeting.

Register of Interests

101. All members of the Committee and the Secretary of the Committee shall complete entries for the register of interests maintained by the Governors.

Matters Reserved to the Governors

102. The Committee shall exercise all the powers of the Governors in financial matters except in relation to those which are reserved to the Governors in their Statutes, on which the Committee shall advise the Governors.

103. The matters reserved to the Governors for approval are:

- (i) College Strategy, including the financial strategy;
- (ii) Revenue and capital budgets;
- (iii) Annual financial statements;
- (iv) Setting of financial authorisation levels;
- (v) Individual decisions with an estimated financial impact in excess of £100,000.

Terms of Reference & Powers

104. The task of the Finance Committee shall be to monitor the health of the College's financial resources and strategies on behalf of the Governors.

105. The Finance Committee's relationship with the Governors' Audit Committee is important and the Chairs of the two Committees shall communicate to ensure that the more proactive, advisory role of the Finance Committee and the more assurance-based role of the Audit Committee are complementary and do not duplicate each other.

106. In addition to advising the Governors on all matters related to finances, the Committee's responsibilities are:

- (i) to monitor and facilitate the financial aspects of implementing the College's strategy, recommending budgets and financial and commercial strategies to the Governors within the context of that overall strategy;

- (ii) To supervise the financial administration of the College and make recommendations to the Governors where appropriate;
- (iii) To monitor progress against budgets during each financial year;
- (iv) To keep under review those aspects of the College's Risk Register that relate to financial and commercial matters, and suggest additional risks to be considered if appropriate;
- (v) To review the fees and charges made for student accommodation and other College services, hospitality and facilities, bearing in mind the University's policies and practices in relation to charges;
- (vi) To supervise the effective and efficient procurement and use of resources in accordance with the values and objectives of the College;
- (vii) To make recommendations to the Governors on the financing of capital and non-capital projects and ensure the proper financial evaluation and control of any projects undertaken by the College;
- (viii) To review the financial effectiveness of the College's fund-raising work, and ensure that restricted funds are properly administered and used for appropriate purposes;
- (ix) To receive reports and accounts from the Finance & Operations Director, other finance officers, other Committees of the Governors as appropriate, and the Common Rooms, on the use of funds allocated to them or for which they are responsible;
- (x) To inform the work of the Remuneration Committee in relation to the financial implications of proposed pay awards;
- (xi) To establish a reserves policy subject to approval by the Governors and to supervise the arrangements for safeguarding the College's assets;
- (xii) To establish an investment policy subject to approval by the Governors and to supervise the arrangements for investing the College's funds;
- (xiii) To supply reports and information requested by the Audit Committee and to work with it to address audit concerns and recommendations, and requirements it identifies for improvements to financial systems and procedures;
- (xiv) To approve on behalf of the Governors expenditure within the limits delegated to the Committee in the financial standing orders.

Meetings

107. The conduct of meetings shall be as follows:

- (i) The Committee shall meet separately from the meetings of the Governors at least four times a year, usually once every three months.
- (ii) The Secretary shall keep a record of every meeting together with its decisions and recommendations, including meetings by conference call and remote visual communication.
- (iii) A meeting of two non-executive members with one College officer shall constitute a quorum, provided that a College Officer shall keep the record of the meeting and the decisions made.

Reporting

108. The Committee shall:
- (i) Make a report on the finances and financial planning of the College to each ordinary meeting of the Governors and make recommendations accordingly;
 - (ii) Submit an annual assurance statement to the Governors on its activities in relation to each of the areas contained in its terms of reference.

III. COMMON ROOM TREASURERS' COMMITTEE

109. There shall be a Common Room Treasurers' Committee that shall be a sub-committee of the Governors' Finance Committee.

Membership

110. The members of the Common Rooms' Committee shall be:
- (i) The Finance & Operations Director in the Chair
 - (ii) The Treasurer of the Senior Common Room
 - (iii) The Treasurer of the Middle Common Room
 - (iv) The Treasurer of the Junior Common Room
 - (v) The Financial Controller
 - (vi) The Bar Treasurer
 - (vii) The Treasurer of the Candlemas Ball Committee of the Junior Common Room
111. At the discretion of the Chair, another senior Officer of the College may also be invited to attend for all or part of the meeting of the Committee as needed

Terms of Reference

112. The Common Room Treasurers' Committee shall oversee the restricted funds managed within the College by the Common Rooms and the departments attached to them, as well as to manage and resolve matters relating to finances between and among the College, the Common Rooms and their members.

Meetings

113. The Committee shall meet at least termly.
114. The Finance & Operations Director or the Financial Controller shall keep a record of discussions, matters to be referred for consultation with other management committees or to the Governors' Finance Committee, and any decisions agreed.
115. The Committee shall be quorate with four members present including the Finance & Operations Director, the JCR Treasurer and the JCR Bar Treasurer and Treasurer from one of the other Common Rooms.

Reporting

116. The Common Room Treasurers' Committee shall report to the Governors'

Finance Committee.

IV. THE AUDIT COMMITTEE

Membership

Appointed Members

117. The Governors shall appoint an Audit Committee constituted of no fewer than three non-executive Governors, membership of which shall be reviewed at a meeting of the Governors at least every three years.

118. The members of the Audit Committee shall not be students of the College or members of the Governors' Finance, Remuneration or Estates Committees, although the Audit Committee in pursuit of its tasks may from time to time meet together with one of the other Committees if needed.

119. The Chair of the Committee is appointed by the Governors.

Co-opted Members

120. Between each review of the appointment of members every three years, the Committee may co-opt one additional member other than a Governor to bring recent, current and relevant experience in finance, accounting or auditing, where the Committee decides that it lacks this, subject to confirmation of appointment by the Governors. The appointment of an additional member thus co-opted may be renewed by the Committee with the agreement of Governors.

In attendance:

121. The following Officers and members of the College staff normally attend the meetings of the Committee:

- (i) The Finance & Operations Director
- (ii) The Principal
- (iii) The College Officer with responsibility for risk assessment and policy review
- (iv) The Secretary to the Governors as Secretary to the Committee.

When the Secretary is also the Finance & Operations Director, or if it is otherwise desirable in the view of the Committee, the Secretary may invite the assistance of a Minute Secretary from the College staff.

122. A representative of the external auditors who may be invited to attend any meeting.

Register of Interests

123. All members of the Committee and the Secretary of the Committee shall complete entries for the register of interests maintained by the Governors.

Terms of Reference

124. The Audit Committee's remit is to maintain, on behalf of the Governors, regular oversight of the College's accounting, audit and risk procedures. The Committee shall also review the extent to which all wider areas of risk and

governance are addressed through the College's management and governance organisation.

125. The Audit Committee's relationship with the Governors' Finance Committee is important and the Chairs of the two Committees shall communicate to ensure that the more proactive, advisory role of the Finance Committee and the more assurance-based role of the Audit Committee are complementary and do not duplicate each other.

126. Where the Audit Committee believes that improvement to procedures is required, it shall raise this with the College Officers and also with the Finance Committee for follow up.

127. In particular, the Audit Committee's task is:

Audit and financial statements

- (i) to advise the Governors on the appointment of the external auditors, the audit fee, the provision of any non-audit services by the external auditors, and any question of the resignation or dismissal of the external auditors;
- (ii) to agree with the external auditors, before the audit begins, the nature and scope of the audit;
- (iii) to discuss with the external auditors any problems and reservations arising from the interim and final audits, including a review of the management letter incorporating management responses, and any other matters the external auditors may wish to discuss (in the absence of the College Officers where necessary); and this shall include a private session with the auditors each year without any College Officer or other staff being present;
- (iv) to consider the annual financial statements in the presence of the external auditor, including the auditor's formal opinion, the statement of members' responsibilities, corporate governance policy statements and internal controls and risk management statements, and to recommend adoption of the accounts to the Governors;
- (v) to monitor annually the performance and effectiveness of external auditors and to make recommendations to the Governors concerning their reappointment, where appropriate;
- (vi) in the event of the merger or dissolution of the College, to satisfy itself that the Finance Committee has ensured that the necessary actions are completed, including arranging for a final set of financial statements to be completed and signed.;

Internal controls

- (vii) to keep under review the effectiveness of risk management systems, internal controls, financial and investment procedures and in particular to review the external auditor's annual report, and senior management responses, together with any concerns raised by the Finance Committee;
- (viii) to oversee the College's policy on fraud and irregularity, including being notified of any action taken under that policy, ensuring that any significant losses have been properly investigated and that the external

auditors and, where appropriate, the Office for Students' Accounting Officer have been informed;

- (ix) to satisfy itself that procedures are in place for the proper investment of the Restricted Funds entrusted to the College, the keeping of governing documents for each fund and the transfer or use of any monies in accordance with them, and for the required reports to be made to the donor, grantor or settlor;

Wider governance, regulation and compliance

- (x) to review an annual report from the Finance & Operations Director on how the College has addressed wider aspects of regulation and compliance, particularly to ensure that appropriate oversight is in place in all cases, the report referring when relevant to any reports from the National Audit Office, the College for Students, the Charity Commission, and other authorities and organisations;
- (xi) to satisfy itself through this review that the Governors and College Officers keep risk management, health and safety, regulatory compliance, other policies and good governance under regular review, and to raise any gaps or clear deficiencies with the Governors;
- (xii) to satisfy itself that the findings of any internal or external quality or other audit are addressed by an appropriate group and to raise any gaps or clear deficiencies where necessary with the Governors.

Powers

128. The Committee shall have the power:

- (i) to invite members of staff with particular expertise to attend individual meetings;
- (ii) to require any member of the staff of the College to attend all or part of a meeting;
- (iii) to seek information from and require the co-operation of any member of staff of the College with respect to matters relevant to its terms of reference;
- (iv) to obtain external legal or other relevant professional advice including attendance at meetings, provided that, other than in exceptional circumstance, the Principal and Chair of the Governors shall be consulted before such action is taken and any expenditure in excess of £10,000 shall require the prior authorisation of the Governors;
- (v) to investigate any activity within its terms of reference.

Meetings

129. The conduct of meetings shall be as follows:

- (i) The Committee shall meet three times in each financial year at least normally once a term;
- (ii) The Secretary shall keep a record of every meeting together with its decisions and recommendations, including meetings by conference call and remote visual communication;

- (iii) The external auditors may request a meeting at any time if they consider it necessary;
- (iv) The members of the Committee may meet privately without the attendance of the College officers (with or without the external auditors), provided that a record is kept of the meeting and any decision made;
- (v) A meeting of two non-executive members shall constitute a quorum, the Secretary being in attendance.

Reporting

130. The Secretary shall supply the record of every meeting of the Audit Committee to the next forthcoming meeting of the Governors and it shall report on its activities at each meeting of the Governors and make recommendations accordingly.

V. THE REMUNERATION COMMITTEE

Membership

Appointed Members

131. The Governors shall appoint a Remuneration Committee constituted of the Chair of Governors, the Vice-Chair, the Treasurer or other person appointed by the Governors (especially with a view to employment and human resources expertise), and the Principal.
132. The Governors may commit the operation of the Remuneration Committee to the Chair of Governors' Committee.
133. The Chair of the Remuneration Committee is the Chair of the Governors of the College.

Co-opted Members

134. The Committee may co-opt no more than two additional members from among the Governors or otherwise, provided that, apart from the Principal, no employee of the College shall serve as a member of the Committee.

In attendance

135. The Finance & Operations Director shall normally attend the meetings of the Remuneration Committee, other than for matters concerning his or her own remuneration, terms and conditions and those of the Principal and Vice-Principal.

Register of Interests

136. All members of the Committee having completed entries for the register of interests maintained by the Governors shall ensure that there are no conflicts of interest that could interfere with the exercise of their independent judgement.

Matters Reserved to the Governors

137. The Committee may exercise the powers of the Governors assigned to it in relation to the terms and conditions of employment and the remuneration of the

College's staff, except those which are reserved to the Governors in their Statutes, on which the Committee shall advise the Governors.

138. The matters reserved to the Governors for approval are:
- (i) College Strategy, including the strategy for staff employment and development;
 - (ii) Overall budgets for remuneration awards;
 - (iii) Individual decisions with an estimated financial impact in excess of £100,000;
 - (iv) Any scheme for staff redundancy.

Terms of Reference and Powers

139. The Remuneration Committee shall determine the remuneration of the Principal, College Officers, and other senior staff in the light of advice from the Finance Committee on financial implications of proposed pay awards, the determinations of the Governors and the recommendation of the Principal; and to have oversight of terms and conditions for all staff employed by the College.
140. It is also responsible for the annual appraisal of the Principal by the Chair of Governors.
141. In particular, the Remuneration Committee shall:
- (i) Ensure that the terms and conditions, including options for pension arrangements, for all staff employed by the College are equitable and consistent;
 - (ii) Establish guidelines for holiday allowance and sick pay across the College, and for assessing performance against terms and conditions which may have a bearing on remuneration;
 - (iii) Be empowered to seek expert advice on terms and conditions of employment in accordance with the law and good practice;
 - (iv) Seek comparative information on salaries and other emoluments and conditions of service in Durham University and more widely within the university sector;
 - (v) Determine the remuneration and terms and conditions of employment of the Finance & Operations Director and the Vice-Principals strictly in the Finance & Operations Director's absence;
 - (vi) Determine the remuneration and terms and conditions of employment of the Principal strictly in the Principal's and the Finance & Operations Director's absence;
 - (vii) Receive and review the report of the Principal on any remuneration decisions taken under authority committed to the Principal in respect of staff employed by the College whose remuneration has not been set by the Committee, making recommendations to the Principal or the Governors as appropriate;
 - (viii) Review and resolve any apparent anomalies in remuneration across the College staff;
 - (ix) Agree in advance remuneration packages outside the norm;

- (x) Consider and make recommendations to the Governors on any scheme of redundancy;
- (xi) Consider and recommend to the Governors any severance payments proposed for the Principal or other senior staff.

Meetings

- 142. The Remunerations Committee shall meet separately from meetings of the Governors at least once a year and at the request of the Chair of Governors.
- 143. The Chair shall keep a record of every meeting of the Remuneration Committee and any decision made and communicate to the Principal and the Finance & Operations Director any determination on the remuneration of the Principal, Vice-Principals, the Finance & Operations Director, other College Officers and senior staff made in their absence.
- 144. A meeting of two members other than the Principal shall constitute a quorum.

Reporting

- 145. The Remuneration Committee shall submit to the Governors an annual assurance statement on its activities in relation to each of the areas contained within its Terms of Reference.
- 146. The Chair may share the record or decisions of meetings of the Remuneration Committee solely with Governors, subject to the provision that an individual's details are not revealed to a Governor or a member of the staff or of a Common Room attending meetings of the Governors who is junior to the individual concerned.

VI. THE ESTATES COMMITTEE

Membership

Appointed Members

- 147. The Governors shall appoint a Governor with current and relevant expertise, to support and consult with the Finance & Operations Director in the overall management of the College's properties, and to serve as Chair of the Governors' Estate Committee.
- 148. Accordingly, the Governors shall appoint an Estates Committee constituted of the Governor appointed to Chair it as above, the Chair of Governors, the Principal, and the Finance & Operations Director, who shall serve as Secretary of the Committee.

Co-opted Members

- 149. The Committee may co-opt no more than two additional members with current and relevant expertise from among the Governors or otherwise, with the agreement of the Governors.

In attendance

150. The Chair of the Committee may invite other Governors, the Clerk of Works, members of the staff of the College staff, or professional advisers, to attend some or all of any meeting.
151. The Finance & Operations Director as Secretary may invite the assistance of a Minute Secretary from the College staff.

Register of Interests

152. All members of the Committee shall complete entries for the register of interests maintained by the Governors.

Matters Reserved to the Governors

153. The Committee may exercise the powers of the Governors assigned to it in relation to the College's properties and development, except those which are reserved to the Governors in their Statutes, on which the Committee shall advise the Governors.
154. The matters reserved to the Governors for approval are:
- (i) College Strategy, including the estate and development strategy;
 - (ii) Budgets for capital and development projects;
 - (iii) Varying financial authorisation levels for capital and development projects;
 - (iv) The sale or purchase of the College's properties;
 - (v) Other individual decisions with an estimated financial impact in excess of £100,000.

Terms of Reference & Powers

155. The Estate & Development Committee shall:
- (i) oversee the sustainable conservation and maintenance of the College's historic buildings;
 - (ii) facilitate the Finance & Operations Director and the Chair of the Committee in regular consultation on the day-to-day and longer-term planning, management, maintenance and development concerning the College's properties;
 - (iii) take into account the effect of climate change and energy sustainability in so far as the affect the operation, maintenance and development of the College's estate;
 - (iv) advise the Governors on the development and improvement of the College's properties, as well as the procurement or disposal of land or buildings;
 - (v) at the request of the Governors form development plans and advice on strategy to be considered and approved by the Governors;
 - (vi) oversee any capital development projects and their implementation, including acting as a project steering group;
 - (vii) oversee health and safety on the College's property and compliance with the related regulatory requirements;
 - (viii) receive and consider reports through the Finance & Operations Director from College Management Committees, Panels and Forums on

matters concerning the College's properties requiring attention and resolution from the Committee;

- (ix) have the power to establish Sub-Committees to which the management and implementation of tasks and projects may be delegated, and to refer matters of day to day management for resolution through the College Environment Management Committee chaired by the Finance & Operations Director, or if needed the Common Room Treasurers' Management Committee.

Meetings

- 156. The Estate Committee shall meet separately from meetings of the Governors at least once a year and as needed at the request of the Chair or the Finance & Operations Director.
- 157. The Finance & Operations Director as Secretary shall keep a record of every meeting of the Estate Committee together with its decisions and recommendations, including meetings by conference call and remote visual communication.
- 158. A meeting of the Estate Committee shall be quorate with two members including the Chair and the Finance & Operations Director.

Reporting

- 159. The Finance & Operations Director shall make a report on the College estate and development planning to each ordinary meeting of the Governors and with the Chair report on the activities of the Committee and the tasks referred to it at least annually.

VII. THE NOMINATIONS COMMITTEE

Membership

Appointed Members

- 160. The Governors shall appoint a Nominations Committee constituted of the Chair of Governors, the Vice-Chair of Governors or another Governor, and the Principal to receive and review nominations of candidates and to make proposals to the Governors for appointment to senior offices in the College.
- 161. The Governors may commit the operation of the Nominations Committee to the Chair of Governors' Committee.

Co-opted members

- 162. The Committee may co-opt up to two additional Governors to assist in its work with the agreement of the Governors.

In attendance

- 163. The Chair of Governors may invite the Secretary of the Governors, other Governors, and professional advisers, to attend some or all of any meeting if needed.

Register and Conflict of Interests

164. All members of the Committee having completed entries for the register of interests maintained by the Governors shall ensure that there are no conflicts of interest that could interfere with the exercise of their independent judgement.

Matters Reserved to the Governors and the Principal

165. The Committee may exercise the powers of the Governors assigned to it in relation to nomination and appointment to the College's senior offices, except those which are reserved to the Governors in their Statutes, on which the Committee may be asked to advise the Governors.
166. The matters reserved to the Governors for approval are:
- (i) The appointment of the Principal
 - (ii) the Vice-Principal or Vice-Principals, and
 - (iii) the Finance & Operations Director
167. Matters concerning the employment of other officers and staff, discipline within the College, and admission or dismissal from the College are the responsibility of the Principal or as otherwise provided in these Statutes and lie beyond the remit of the Committee.

Terms of Reference & Powers

168. The remit of the Nominations Committee shall be:
- (i) to receive and review nominations of candidates to be Governors of the College from the University Council, the Northern Dioceses of the Church of England, St Chad's Society, the Fellows and the Tutors of the College, and to propose them for election, or otherwise advise the Governors;
 - (ii) to receive and review nominations of candidates to be the Rector or the Visitor of the College and to propose them for election or otherwise advise the Governors;
 - (iii) to receive and review nominations of candidates to be Fellows, Foundation Fellows and Honorary Fellows of the College, and to propose them for election or otherwise advise the Governors;
 - (iv) when requested by the Governors, to conduct the process for the selection and appointment of a Chair of Governors (without the participation of the outgoing Chair);
 - (v) when requested by the Governors, to conduct the process for the selection and appointment of the Principal (without the participation of the outgoing Principal), the Vice-Principal or Vice-Principals, and the Finance & Operations Director;
 - (vi) to oversee the appointment of Professorial and Senior Research Fellows by the Principal through the approval of the Chair of Governors;

Meetings

169. The Committee shall meet only when there is business to conduct.

170. The Chair shall keep a record of every meeting together with its decisions and recommendations, including meetings by conference call and remote visual communication.
171. A meeting of the Nominations Committee shall be quorate with two members.

Reporting

172. The Committee shall report after its meetings to the next forthcoming meeting of the Governors on any decision or recommendation, and on any matter committed to it for advice or implementation.

VIII. THE PATRONAGE COMMITTEE

173. The College shall appoint a Patronage Committee for the conduct of the College's responsibilities in respect of the following parishes in the Church of England for which it is patron or a joint patron:

Sole Patron

- (i) St Agnes, Toxteth in the Diocese of Liverpool
- (ii) St Margaret, Toxteth in the Diocese of Liverpool
- (iii) St Peter & St Paul, Syston in the Diocese of Leicester

Joint Patron

- (iv) St Faith, Great Crosby in the Diocese of Liverpool
- (v) St Anne, Stanley in the Diocese of Liverpool
- (vi) Elmsett with Adham, Hintlesham, Chattisham and Kersey in the Diocese of St Edmundsbury & Ipswich
- (vii) Stourhead in the Diocese of St Edmundsbury & Ipswich
- (viii) Pontesbury in the Diocese of Hereford
- (ix) St John, Elton in the Diocese of Durham

With others as a member of a Patronage Board

- (x) St Luke in the City, in the Diocese of Liverpool.

Membership

174. The Members of the Patronage Committee shall be the Principal, a College Officer designated by the Principal, and the Chaplain.

Register and Conflict of Interests

175. All members of the Committee having completed entries for the register of interests maintained by the Governors shall ensure that there are no conflicts of interest that could interfere with the exercise of their independent judgement.

Matters Reserved to the Governors

176. The Committee may exercise the powers of the Governors assigned to it in relation to patronage of the livings and the parishes for which the College holds the advowson and right of presentation of an incumbent, except those which are reserved to the Governors in their Statutes, on which the Committee may be asked to advise the Governors.
177. The relinquishment and disposal of advowsons is reserved to the Governors for approval.

Terms of Reference & Powers

178. The remit of the Patronage Committee shall be:
- (i) The proper conduct of the College's interests, rights and responsibilities in respect of the parishes under its patronage;
 - (ii) Participation in the process by which an incumbent is selected for the parishes under the College's patronage;
 - (iii) The presentation to the benefice of the candidates selected;
 - (iv) To maintain interest in the life and development of the parishes under the College's patronage and through the designated Vice-Principal to foster good relations between the College and the parishes and their incumbents;
 - (v) To report to the Governors on the suspension of the right of presentation to a benefice affecting the interests, rights and responsibilities of the College;
 - (vi) At the request of the Governors to advise on relations with the parishes and their incumbents, to report and on any question concerning the relinquishment of the College's patronage.

Meetings

179. The Committee shall meet only when there is business to conduct.
180. One of the members of the Committee shall be appointed to keep a record of every meeting together with its decisions and recommendations, including meetings by conference call and remote visual communication.
181. A meeting of the Patronage Committee shall be quorate with two members.

Reporting

182. The Committee shall report after its meetings to the next forthcoming meeting of the Governors on any decision or recommendation, and on any matter committed to it for advice or implementation.

IX. THE APPEALS COMMITTEE

Membership

183. The Governors shall provide for an Appeals Committee to be convened as required to hear appeals concerning Fellows, Scholars, Students or other members of the Common Rooms of the College. Other provision is made for appeals concerning

Staff Grievances and Discipline and the Appeals Committee shall not be empowered to hear them.

184. The Committee appointed by the Governors shall be constituted of the Chair of Governors or the Vice-Chair of Governors or another Governor appointed by the Governors, sitting with two other Governors appointed by the Governors, none of whom shall be a student or scholar of the College, or be employed by the College, or has heard the case or grievance at an earlier stage, and of whom at least one shall be a man and at least one shall be a woman.

Register and Conflict of Interests

185. All members of the Appeals Committee having completed entries for the register of interests maintained by the Governors shall ensure that there are no conflicts of interest that could interfere with the exercise of their independent judgement.

Terms of Reference & Procedure

186. The Appeals Committee is convened *ad hoc* to hear appeals when other internal grievance procedures have been exhausted, when College disciplinary matters are referred to the Committee by the Principal, Senior Tutor or Postgraduate Director, or when within fourteen days a Scholar or Student appeals a finding of breach of College Rules or Bye-Laws, or a penalty by the Disciplinary Committee.
187. The Chair of the Appeals Committee shall conduct the Appeal in accordance with the procedure established in these Statutes and the College Rules and Bye-Laws for considering the case or grievance at an earlier stage, noting the grounds of the appeal and hearing submissions and reviewing evidence prior to allowing or denying the Appeal.
188. The Committee shall reach its conclusion in private and communicate the decision of the Governors to the Appellant as soon as practicable after the end of the hearing and in writing no later than fourteen calendar days after the date of its conclusion.
189. If an appeal is successful, the College must accept the Governors' decision and withdraw any notice of dismissal or other disciplinary action.

Appeal

190. A student or scholar may further appeal a decision of the Governors to the Office of the Independent Adjudicator for Higher Education according to its rules.
191. In a case where rustication or expulsion from the College may affect a student's or a scholar's ability to continue to study, a student may also appeal to the University's Senate Discipline Committee for a ruling solely on whether the College has exceeded its authority.
192. In a case arising from the actions of a student or a scholar in the University where the findings of the Appeal Committee may affect that person's standing within the University, the Appeals Committee may itself refer the matter to the University's Senate Discipline Committee.

193. When the matter touches upon the College's Christian character or the obligation to advance its objects in accordance with the Anglican tradition, a final appeal lies to the Rector.
194. When the matter concerns the interpretation and application of its Memorandum and Articles of Association or Statutes a final appeal lies to the Visitor.

X. THE STAFF GRIEVANCE COMMITTEE

Membership

195. The Governors shall provide for a Staff Grievance Committee to be convened as required to hear appeals in accordance with the College's Staff Grievance Procedure Regulations.
196. When the grievance has been heard at an earlier stage by the Chair of Governors, the Committee shall be convened by the Vice-Chair of Governors or another Governor appointed by the Governors, not being a scholar or student of the College or employed by the College. When the grievance has been heard at an earlier stage by the Vice-Chair of Governors, the Committee shall be convened by the Chair of Governors or another Governor appointed by the Governors not being a scholar or student of the College or employed by the College, provided that no member of the Committee shall have heard the grievance at an earlier stage.
197. The Committee appointed by the Governors shall be constituted of:
 - (i) a Convener appointed as above;
 - (ii) a Governor who is not a person employed by the College; and
 - (iii) an academic Fellow in the case of an academic or academic-related member of staff or a Department Head or College Officer in the case of a member of the administrative, support or hospitality staff.
198. At least one member of the Committee shall be a man and at least one shall be a woman.
199. The Committee may engage the services of a Human Resources consultant to provide professional advice and administrative advice and support.

Register and Conflict of Interests

200. All members of the Appeals Committee having completed entries for the register of interests maintained by the Governors shall ensure that there are no conflicts of interest that could interfere with the exercise of their independent judgement.

Procedure

201. The Committee proceeds according to the provisions in the College's Staff Grievance Procedure Regulations.
202. The Committee shall consider all the evidence (written and oral) and shall reach its conclusions in private. It will submit a written report, to be sent to the Chair

of Governors and the Principal.

203. The Report of the Grievance Committee setting out its conclusions and, if appropriate, making proposals for resolution or redress of the grievance shall be referred to the Governors at the earliest opportunity and to their next meeting at the latest.
204. The Governors shall be the final arbiter of any action to be taken in relation to any recommendations made by the Grievance Committee except for an Appeal within the terms provided below.

Appeal

205. When the matter touches upon the College's Christian character or the obligation to advance its objects in accordance with the Anglican tradition, however, the grievance may be referred by the Committee or the Appellant for a final determination by the Rector.
206. When the matter concerns the College's Memorandum and Articles of Association or Statutes appeal on the sole ground of their interpretation and application lies to the Visitor.

XI. THE STAFF DISCIPLINARY TRIBUNAL

Membership

207. The Governors shall provide for a Staff Disciplinary Tribunal to be convened as required in accordance with the College's Staff Disciplinary Regulations to hear appeals concerning cases relating to staff conduct or performance that may constitute cause for dismissal or removal from office.
208. When the case has been heard at an earlier stage by the Chair of Governors, the Tribunal shall be convened by the Vice-Chair of Governors or another Governor appointed by the Governors not being a scholar or student of the College or a person employed by the College. When the case has been heard at an earlier stage by the Vice-Chair of Governors, the Tribunal shall be convened by the Chair of Governors or another Governor appointed by the Governors not being a scholar or student of the College or employed by the College, provided that no member of the Committee shall have heard the grievance at an earlier stage.
209. A Tribunal appointed by the Governors shall be constituted of:
- (i) The Convener appointed as above;
 - (ii) One other Governor, not being a person employed by the College;
 - (iii) A Fellow or Tutor nominated by the person whose case is before the Tribunal in the case of academic or academic-related staff, or a member of staff nominated by the person whose case is before the Tribunal in the case of support, domestic or hospitality staff.
210. At least one member of the Tribunal shall be a man and at least one shall be a woman.
211. The Tribunal may engage the services of a Human Resources consultant to

provide professional advice and administrative advice and support.

Register and Conflict of Interests

212. All members of the Appeals Committee having completed entries for the register of interests maintained by the Governors shall ensure that there are no conflicts of interest that could interfere with the exercise of their independent judgement.

Matters Reserved to the Governors

213. The Tribunal shall exercise the powers of the Governors assigned to it, except those which are reserved to a meeting of the Governors in their Statutes and the College's Memorandum and Articles of Association.
214. The matters reserved to the Governors concern the employment of:
- (i) The Principal
 - (ii) Vice-Principals, and
 - (iii) the Finance & Operations Director

Procedure

215. When all other processes, warnings and appeals have been exhausted, a complaint in writing, seeking the institution of charges to be heard by a Tribunal of the Governors may be made to the Principal who shall bring it to the attention of the Chair of Governors, or in the absence or unavailability of the Chair, the Vice-Chair.
216. If the Chair, or in the absence or unavailability of the Chair the Vice-Chair, after reviewing reports and investigations does not decide to dismiss the case or resolve it informally in person, he or she may direct that a Tribunal appointed to hear the charge or charges and to determine whether the conduct or performance of the member of staff concerned constitutes good cause for dismissal, or otherwise constitutes a serious complaint relating to the member of staff's appointment or employment, and may suspend the member of staff until the case is decided in accordance with the College's Staff Disciplinary Regulations.
217. The Tribunal shall proceed according to the College's Staff Disciplinary Regulations and must meet employment law tests of fairness regarding the conduct of the hearing and the reasons for the recommendation. Accordingly, in relation to any question of fact the standard of proof shall be the balance of probabilities.
218. The Committee shall consider all the evidence (written and oral) and shall reach its conclusions in private.
219. Where the charge or charges are upheld and the Tribunal finds good cause and recommends dismissal or removal from office, but in no other case, it shall report to the Chair (or the Vice-Chair as appropriate), who shall decide whether to dismiss the member of staff concerned, or to apply some other sanction in accordance with the Regulations, to be confirmed in writing no later than fourteen calendar days after the date of the conclusion of the hearing.

Appeal

220. The findings of fact of a Tribunal may not be appealed save where, with the consent of the Governor appointed to hear such an appeal, fresh evidence is called on behalf of the appellant at that hearing.
221. The parties to an Appeal shall be the Appellant and a Governor appointed by the Governors.
222. When an appeal is instituted, the Governors shall appoint one of their number not being a person employed by the College who has not previously been associated with the case.
223. The appointed Governor shall sit alone unless he or she considers that justice and fairness will best be served by sitting with two other persons, in which case those persons shall be one other Governor not being employed by the College, and a member of staff of the College.
224. The Appeal shall proceed according to the Staff Disciplinary Regulations and review the previous evidence and also receive the presentation of new evidence, documents and oral presentations from the appellant, which shall be subject to examination by the appointed Governor. The Principal may make submissions on the evidence presented and shall likewise be subject to examination by the Governor appointed to hear the Appeal.
225. The Governor appointed may allow or dismiss an appeal in whole or in part, and, without prejudice to the foregoing, may remit an appeal arising under the College's Staff Disciplinary Regulations for rehearing by a differently constituted Tribunal. The appointed Governor may also substitute a lesser penalty than would have been open to the Chair of College (or the Vice-Chair as appropriate) following the finding by the Tribunal which heard and pronounced upon the original charge or charges.
226. The appointed Governor shall send the reasoned decision in writing to the Chair and Governors, and to the Appellant, including any decision reached in exercise of his or her powers under the Regulations together with any findings of fact that differ from those decided by the original Tribunal within fourteen calendar days of the date of the conclusion of the appeal hearing.
227. If an appeal is successful, the College must accept the decision and withdraw the notice of dismissal or other disciplinary action.
228. When the matter touches upon the College's Christian character or the obligation to advance its objects in accordance with the Anglican tradition, however, the grievance may be referred by the Governor appointed or the Appellant for a final determination by the Rector.
229. When the matter concerns the College's Memorandum and Articles of Association or Statutes appeal on the sole ground of their interpretation and application lies to the Visitor.

XII. THE ST CHAD'S COLLEGE TRADING LIMITED COMPANY

Membership

230. St Chad's College Trading Ltd, being a wholly owned subsidiary of St Chad's College, Durham, shall be immediately accountable to the Governors as a Committee of the Governors.
231. The Governors shall appoint the directors of the Company, who are:
- (i) The Principal, who chairs the Company;
 - (ii) The Vice-Principal or other designated College Officer;
 - (iii) At least one person with current and relevant expertise who is neither a governor not employed by the College;
 - (iv) Such other persons with current and relevant expertise from among the Governors or otherwise as the Governors shall see fit.
232. The Finance & Operations Director shall serve as Company Secretary with responsibility for procedural matters and for professional advice to Directors about their responsibilities under the rules and regulations to which they are subject, and how these responsibilities should be discharged.

Register of Interests

233. All members of the Company and the Company Secretary shall complete entries for the register of interests maintained by the Governors.

Terms of Reference

234. The remit of the directors appointed by the Governors is to manage in accordance with the determination of the Governors and to keep account of the non-academic trading income and expenditure of the College, such as conferences, venue hire, events and other lettings.

Meetings

235. The Directors of the Company shall meet at least annually and as required for the conduct of business in accordance with company law.
236. The Secretary of the Company shall keep a record of every meeting of the Company together with its decisions and recommendations, including meetings by conference call and remote visual communication.
237. A meeting of the Company shall be quorate with two members including the Chair and with the attendance of the Secretary.

Reporting

238. The Directors of the Company being immediately accountable to the Governors shall keep accounts of their trading activity which they shall report to the regular meetings of the Finance Committee, and the Finance Committee shall include the report of this activity in its financial statements to each regular meeting of the Governors.

XIII. THE PRINCIPAL & COLLEGE OFFICERS' COMMITTEE

Membership

239. The Principal & College Officers' Committee conducts the management of the College under the direction of the Principal. Its members shall be the Principal who chairs it, the Vice-Principal or Vice-Principals, the Finance & Operations Director, the Senior Tutor and the Postgraduate Director.

Terms of Reference

240. Through the Principal the Committee shall serve as the means of co-ordination between the Governors, the Chair of Governors, the Chair's Committee and the day-to-day life and work of the College managed by the Principal and College Officers.
241. In particular the remit of the Committee shall be to:
- (i) Implement the decisions of the Governors;
 - (ii) monitor the operation and effectiveness and manage the life of the College, its business and performance, and its implementation of the Governors' strategy;
 - (iii) develop the necessary policies relating to the welfare of students, staff and the life of the College community;
 - (iv) keep and regularly review a register of risks, and act on time-sensitive Health & Safety emergencies before referring them to the Estate & Environment Committee and the Clerk of Works;
 - (v) Receive and consider the minutes and any written reports from all College management committees, advisory groups and panels and programmes, as well as oral reports from College Officers;
 - (vi) Oversee the College's widening participation, social outreach and engagement, and scholarship and Finance & Operations Directory programmes;
 - (vii) monitor the operation and effectiveness of the College's grievance and disciplinary processes;
 - (viii) support and assist the College's engagement with its alumni and the long-term work of fundraising and development.

Meetings

242. The Committee shall normally meet weekly during term and as required outside term
243. From time to time the Committee shall meet with other senior officers and staff, such as the Chaplain, the Hospitality & Conference Manager, the Director of Development and Alumni Relations, the Clerk of Works, and others, to address matters of mutual concern and business as needed.
244. The Committee shall meet at least once a term with student representatives through the Junior Common Room & College Officers' Forum and the Middle Common Room & College Officers' Forum, and at least annually through the Senior Common Room & College Officers' Forum.
245. The Principal shall keep a record of decisions and recommendations made by the Committee as needed.
246. A meeting of the Committee shall be quorate with three members including the Principal.

Reporting

247. The Committee shall report directly to the Governors through the written reports of the College Officers on their individual and collective responsibilities in accordance with the strategy and policies laid down by the Governors to each meeting of the Governors.

I. THE COLLEGE OFFICERS

248. The College Officers are the Fellows *ex officio* who manage the College and who provide it as a place of study and research for the students and scholars of the University of Durham with particular regard to the advancement of education, learning, religion and research.
249. The Governors shall be free to change the title of any College Officer.
250. At least one College Officer beside the Principal shall be trained and appointed as a Safeguarding Officer for the College.

I. THE PRINCIPAL

251. The Principal:
- (i) Shall have the sole right to admit students, scholars, and other members of the Common Rooms to the College, after consultation where appropriate with the academic staff of the University and in accordance with the Statutes and such procedures as the Governors of the College and the Senate of the University may from time to time prescribe;
 - (ii) Shall be responsible for the admission of students and the award of scholarships and Bursaries in consultation with the Senior Tutor or Postgraduate Director as appropriate;
 - (iii) Shall have the authority without prejudice to the Governors' responsibilities under the Memorandum and Articles of Association and the Statutes to exercise discipline over students, scholars, fellows and other members of the College, including their dismissal, in accordance with the regulations prescribed by the Governors and the University, and in consultation with the University Senate Disciplinary Committee;
 - (iv) Shall have the sole right of appointing College Tutors in accordance with the regulations prescribed by the Governors;
 - (v) shall be responsible to the Governors for the overall financial, academic, pastoral, social and spiritual wellbeing of the College, for the management of the College, the College's property and finances, its staff (including powers of appointment and dismissal except for a Vice-Principal and the Finance & Operations Director);
 - (vi) shall provide the resources and staff capacity for the support of the work of the Governors of the College;

- (vii) shall, as Chief Executive and Accounting Officer of the College, together with the Finance & Operations Director, present annual budgets and projections to ensure the long-term financial health of the College;
- (viii) shall be a practising and communicant member of the Church of England or of a Church in communion with it; and exercise the rights and fulfil the duties assigned to the Principal in the oversight of the Chapel and the Chaplain licensed by the Bishop of Durham in accordance with the Bishop of Durham's licence governing the Chapel;
- (ix) shall ensure that a Chapel is provided, and a Chaplain employed, in furtherance of the College's object to advance education, learning, religion and research in accordance with the principles of the Church of England and towards the spiritual and pastoral wellbeing of the students and scholars of the College;
- (x) shall govern the Fellowship and in accordance with Statute 168.iii above and subject to approval and election by the Governors institute stipendiary, non-stipendiary and honorary fellowships in accordance with the norms prescribed by the Governors and applied through their Nominations Committee;
- (xi) may appoint professorial, research and visiting Fellows with the approval of the Chair of Governors;
- (xii) may appoint teaching and research associates as Scholars of the College for such studies as the Principal shall determine;
- (xiii) shall prescribe and regulate the use of academic dress in the College in accordance with norms established by the Governors;
- (xiv) shall implement and oversee the operation of any academic-related matters or policies that are generally overseen or drawn-up by the University Senate and not reserved to the Governors of the College or to the University Council, informing College committees of such matters as appropriate;
- (xv) shall represent the College and its interests in all University matters and committees, and regulate College links to extramural bodies, delegating as may seem fit such responsibilities to other College Officers;
- (xvi) shall ensure compliance with those University Statutes and any General Regulations to which the College is bound or has agreed to be bound, and to implement all decisions of the Governors of the College, as well as those decisions of the University Council and the University Senate that rightfully pertain to the College and have been adopted by the College;
- (xvii) shall chair the following management committees as sub-committees of the College:
 - (a) The Development Advisory Group *ad hoc*
 - (b) The Senior Common Room & College Officers Forum at least annually
 - (c) The Middle Common Room & College Officers Forum termly
 - (d) The Junior Common Room & College Officers Forum termly
 - (e) The Disciplinary Panel *ad hoc*
 - (f) The Fellows' Research and Ethics Advisory Panel *ad hoc*
 - (g) The Library & Resources Committee annually

- (h) The Faith & Belief Forum termly;
- (xviii) Subject to the approval of the Governors may appoint a Vice-Principal or Vice-Principals to assist in such tasks and responsibilities assigned to the Principal as may be delegated to them;
- (xix) Shall ensure the Christian character and Christian social values of the College, and maintain the Chapel and a Chaplain for the regular celebration of Divine worship according to the rites and tradition of the Church of England and the provision of pastoral and spiritual care to all those belonging to the College;
- (xx) With the Governors shall report annually to the Rector on the maintenance and provision of the Christian character and the Chaplaincy of the College;
- (xxi) Shall report to the Chair of Governors and to meetings of the Governors.

II. THE VICE-PRINCIPAL or VICE-PRINCIPALS

252. The Vice-Principal or Vice-Principals:

- (i) Shall report to the Principal and to the Governors in respect of the tasks and responsibility assigned or delegated to a Vice-Principal of the College
- (ii) Shall assist the Principal in whatever ways seem suitable and appropriate including:
 - (a) effectively managing the life of the College, its business and performance, and its implementation of the Governors' strategy;
 - (b) supporting and assisting the College's engagement with its alumni and the long-term work of fundraising and development;
 - (c) assisting the Principal in disciplinary matters;
 - (d) fostering relationships with relevant University Departments.

III. THE FINANCE & OPERATIONS DIRECTOR

253. The Finance & Operations Director shall:

- (i) report to the Principal and directly to the Governors.
- (ii) have oversight of all the domestic, hospitality and catering arrangements within the College;
- (iii) be responsible for the day-to-day financial business of the College, including the collection and assignment of College and University fees, the preparation of annual budgets and accounts, and the preparation of the annual revenue account and balance sheet;
- (iv) furnish the Governors' Finance Committee and the meetings of the Governors with up-to-date financial statements and projections for the year;
- (v) maintain monthly trial balances and provide timely information to the Finance Committee;
- (vi) be responsible for Health and Safety and for the day-to-day maintenance of all College

- buildings and properties in support of its objectives, in consultation with the Governors' Estates Committee;
- (vii) develop, as far as is consistent with the academic aims of the College, the use of the College buildings and facilities by the public at large, in consultation with the Governors' Estates Committee;
 - (viii) in the exercise of all these duties, report to the Principal while being directly accountable to the Governors and their Committees;
 - (ix) act as Company Secretary to St Chad's College Trading Limited company;
 - (x) chair the following management committees:
 - (a) The College Environment Committee;
 - (b) Common Room Treasurers' Committee.

IV. THE SENIOR TUTOR

254. The Senior Tutor shall:
- (i) oversee the College's tutorial system, calling regular meetings with College Tutors, and monitoring the quality of the tutorial provision;
 - (ii) assist the Principal as required in the College's admissions processes, advise on the award of scholarships and Bursaries to undergraduate students, and convene with the Postgraduate Director the Scholarships Admissions & Bursaries Panel;
 - (iii) manage the Widening Participation programme;
 - (iv) collaborate with the Chaplain on the College's social outreach and engagement programmes;
 - (v) be responsible for the pastoral welfare and support of students in collaboration with the Chaplain and other College officers;
 - (vi) advise the Principal on the appointment and retention of College Tutors;
 - (vii) assist the Principal and other College Officers in disciplinary matters, and convene the Disciplinary Committee in respect of undergraduate students;
 - (viii) meet at least once a term with the Tutor Governor to discuss any matters of concern;
 - (ix) convene at least once a term a meeting of the Tutors' Forum for the discussion of matters of mutual concern;
 - (x) chair the following management committees of the College:
 - (a) The Disciplinary Panel *ad hoc*;
 - (b) The Scholarship and Admissions Panel at least annually
 - (c) Others as designated by the Principal;
 - (xi) foster relationships with University Departments and, with the appropriate support personnel, co-ordinate and facilitate the flow of information concerning students between the College and Departments;
 - (xii) report to the Principal.

V. THE POSTGRADUATE DIRECTOR

255. With the agreement of the Governors, the Principal may appoint as needed a Postgraduate Director to assume responsibilities as a College Officer in respect of postgraduate students.
256. The Postgraduate Director shall:
- (i) assist the Principal as required in the College's admissions processes, advise on the award of scholarships and bursaries to postgraduates, advise when consulted by the Principal on the appointment of Scholars who are graduate Teaching & Research Associates, and convene with the Senior Tutor the Scholarships and Admissions Panel;
 - (ii) be responsible for the pastoral welfare and support of postgraduate students in collaboration with the Chaplain and other College officers;
 - (iii) assist the Principal and other College Officers in disciplinary matters, and convene the Disciplinary Committee in respect of postgraduate students;
 - (iv) chair the following management committees of the College:
 - (a) The Disciplinary Panel in respect of postgraduate students;
 - (b) Others as designated by the Principal;
 - (v) foster relationships with University Departments and, with the appropriate support personnel, co-ordinate and facilitate the flow of information concerning students between the College and Departments;
 - (vi) report to the Principal.

J. OTHER SENIOR OFFICERS OF THE COLLEGE

I. THE CHAPLAIN

257. The Chaplain shall:
- (i) be a priest of the Church of England or of a Church in communion with it duly licensed by the Bishop of Durham, whose duties are to further the College's objects to advance education, learning, religion and research in accordance with the principles of the Church of England and to provide for the spiritual and pastoral welfare of the scholars and students of the College, as well as that of the whole College community;
 - (ii) be responsible for the College Chapel and its services subject to the Principal's jurisdiction as set out by the Bishop of Durham in the license of the Chapel, in accordance with the College's aim of preserving its Anglican tradition and Christian character;
 - (iii) assist the Principal, Senior Tutor, Postgraduate Director and other College Officers in the pastoral welfare of the students and scholars of the College;
 - (iv) collaborate with the Senior Tutor on the College's widening participation, social outreach and engagement programmes;
 - (v) assist the Principal in any other duties that may be assigned from time to time;

(vi) report to the Principal.

II. THE LIBRARIAN

258. The Librarian shall:

- (i) Keep, catalogue and manage the College's library collections and materials;
- (ii) Control the library's system of circulation for loans, reservations and recalls in conjunction with Student Librarians and the University's online library circulation system, and collect statistical data on usage;
- (iii) Keep regular stock of the library collections and have the power to levy fines for late returns;
- (iv) Manage the College's Library and Resources budget in collaboration with the Finance & Operations Director, keeping accurate financial records and providing to the Library and Resources Committee, and the Finance Committee an annual report and accounts;
- (v) Select and order new books and other stock for accession to the College library; accept donations and offers of books, dealing with donors; and discard, sell or otherwise redeploy outdated stock;
- (vi) Repair damaged stock and otherwise process and care for stock with the assistance of the Student Librarians;
- (vii) Be the Curator of the College's archives, acquiring, cataloguing and maintaining records, photographs and other relevant items for posterity in conjunction with the Archives Assistant; and promoting the College story where possible through talks, exhibitions and events;
- (viii) Appoint, train, and manage Student Librarians and the Archives Assistant, organising their rotas of work and ensuring staff are paid each term
- (ix) Ensure the regular meeting of the Library & Resources Committee, preparing the agenda and giving a regular account of activities and the use of the funds and other resources;
- (x) Promote the Library within the College as a learning resource, advising students on the use of the Library and other resources in the College and at the University library, and maintaining good relations on the use of the Library collections and other resources with the Fellows and Common Rooms;
- (xi) Ensure good order and behaviour within the Library rooms and associated quiet study areas;
- (xii) Ensure sufficient seating and space is provided at times of high usage, especially during potentially stressful periods around examinations;
- (xiii) Work with the housekeeping and maintenance staff to ensure the tidiness, cleanliness and good repair of the Library rooms and equipment are maintained at all times;
- (xiv) Represent the College within the University library community from the other Colleges, departments and the central University collections;
- (xv) Organise and support research forums, activities and events to use and

promote the Library collections and archives as appropriate within the College and the University, as well as for the wider public, external groups and individual scholars;

(xvi) Report to the Principal.

III. OTHER STAFF

259. The Principal may appoint additional senior members of the staff of the College, such as Directors of College Programmes, of Operations, of Development or Alumni Relations, or an Admissions Tutor, Financial Controller, or Assistant Chaplain.
260. All those so appointed shall be entitled to be members of the Senior Common Room *ex officio*.
261. The lines of management and accountability for all such staff shall be set out in their job descriptions.

K. THE COLLEGE TUTORS

262. The Tutors shall be appointed by the Principal in consultation with the Senior Tutor to assist the Principal and the other Officers of the College to provide a place of study and research for the students and scholars of the University of Durham with particular regard to the advancement and support of their education, and their spiritual, social and personal welfare.
263. The Senior Tutor shall assign a group of students to each Tutor who shall be asked to meet them each term individually as well as socially, in the context of the group for which they are responsible as a Tutor.
264. The Principal with the Senior Tutor shall provide and update annually a Handbook of Tutors' Guidelines, to ensure that Tutors are comprehensively aware of their responsibilities and of the College's expectations.
265. All Tutors shall subscribe to the aims of the College, to meet such requirements for admission as from time to time shall be laid down by the Governors, and to agree to abide by the College's Statutes, Rules, Bye-Laws, Codes of Conduct and policies laid down by the Governors.
266. College Tutors are entitled to the reimbursement of reasonable expenses incurred in the entertainment and other suffered to the students in their group by agreement with the Senior Tutor or the Finance & Operations Director.
267. All Tutors by virtue of their appointment by the Principal are members of the Senior Common Room and are entitled to its privileges free of the subscription charge if they so desire.

L. COLLEGE INSTITUTIONS

268. In pursuance of its objects to provide a College for the students and scholars of the University of Durham, and to advance religion in accordance with the principles of the Church of England, the Governors shall establish and provide the following institutions integral to the life of the College:
- (i) The College Fellowship
 - (ii) The Chapel of St Chad
 - (iii) The Senior Common Room
 - (iv) The Middle Common Room
 - (v) The Junior Common Room
 - (vi) St Chad's Society

I. THE COLLEGE FELLOWSHIP

269. The College Fellowship promotes the educational, research and academic life of the College and its scholars and students as a learning and intellectual community. It may be convoked from time to time by the Principal or at the request to the Principal of a majority of its members, and be consulted by the Governors or the Principal on matters concerning the academic life of the College, as well as on other matters concerning or supporting research and study at the College in relation to its current or forthcoming strategic plans.
270. Those College Fellows who have retired or otherwise relinquish office shall be eligible to be appointed Fellows emeritus, accounted as supernumerary to the body of honorary Fellows, and instituted accordingly.
271. The College Fellows, who shall not exceed thirty in number (excluding Foundation, Emeritus, Honorary, Research and Visiting Fellows), are:
- (i) The Official Fellows, being Fellows for the duration of office by virtue of appointment, or of election by the Governors:
 - a) The Rector
 - b) The Chair of Governors
 - c) The Principal
 - d) The Vice-Principal or Vice-Principals
 - e) The Finance & Operations Director
 - f) The Senior Tutor and other College Officers
 - g) The Postgraduate Director
 - h) The Chaplain
 - i) The Librarian.
 - (ii) Other College Fellows:
 - a) The President of the Senior Common Room during office
 - b) Professorial or other Fellows employed by the College for the purposes of conducting its research programmes or other educational work

- c) Those others of equivalent and active professional standing or expertise as shall be determined and elected by the Governors from time to time.
272. The College Fellows may nominate a candidate for election as a Governor of the College to serve for a period of three years which may be renewed once, or else determine with the Governors that the Fellow who shall serve as Governor shall be the President of the Senior Common Room during office.
273. The Governors may elect Foundation and Honorary Fellows of the College, who may also be consulted severally or collectively by the Governors or the Principal on matters concerning the academic life of the College, as well as on other matters concerning or supporting research and study at the College, in accordance with norms approved by the Governors:
- (i) Foundation Fellows, being those whom the Governors wish to recognise for their exceptional contribution to the College and its life, whether financially or in terms of expertise, wisdom and support;
 - (ii) Honorary Fellows, being those alumni and other individuals of distinction who represent the College's foundational values and aspiration and whom the Governors wish to recognise for their achievements in scholarship and service.
274. Foundation and Honorary Fellows are elected for life according to the following procedure. A nomination normally through the Principal is presented in the first instance to the Nominations Committee and, if approved, then proposed with a citation to the Governors at their next forthcoming meeting. Upon approval by the Governors, the candidate is duly elected.
275. At the invitation and appointment of the Principal with the approval of the Chair of Governors the College may appoint Professorial and Senior Research Fellows for a term to be fixed upon appointment between one and five years:
- (i) Professorial Fellows, being members of the academic staff of the University of Durham (including those on the Research or Teaching tracks) in any of the Faculties; or academic researchers of professorial rank from outside the University who has some association with the College, or whom the College wishes to contribute to its intellectual and research life, subject to the provisions of the Memorandum of Understanding between the College and the University of Durham. Fellowships are awarded for an initial period of three years before re-nomination or re-election and are both non-stipendiary and stipendiary.
 - (ii) Senior Research Fellows, being members of the academic staff of the University of Durham (including those on the Research or Teaching tracks) in any of the Faculties; or academic researchers from outside the University who has some association with the College, or whom the College wishes to contribute to its intellectual and research life, subject to the provisions of the Memorandum of Understanding between the College and the University of Durham.
276. Provided that the appointment of a non-stipendiary Professorial or Senior Research Fellow is reported to the Governors at its next forthcoming meeting and the appointment of a stipendiary Professorial or Senior Research Fellow employed by the College for the purposes of conducting its research programmes or other educational work is formally ratified by the Governors at their next forthcoming meeting for

- admission to the number of the College Fellows during office.
277. A Member of the Senior Common Room who is a Canon of the Cathedral and also a Professor of the University shall be appointed a Professorial Fellow of the College during office.
278. At the invitation and appointment of the Principal with the approval of the Chair of Governors the College may appoint other Research and Visiting Fellows for an annual term which may be extended at the discretion of the Principal, or for a term coterminous with a Fellowship or other appointment in the University of Durham or the Church, or other office, subject to the provisions of the Memorandum of Understanding between the College and the University of Durham, being academics, scholars, writers, artists, practitioners or other individuals whose work is judged by the College to offer a significant contribution to the life and learning of the College.
279. A Member of the Senior Common Room who is a Fellow of the University of Durham during the term of appointment shall be a Professorial or Research Fellow of the College as appropriate.
280. Professorial and Research Fellows shall give a lecture at the College during their tenure of a College Fellowship.
281. All Fellows are obliged to subscribe to the aims of the College, to meet such requirements for admission as from time to time shall be laid down by the Governors, and to agree to abide by the College's Statutes, Rules, Bye-Laws, Codes of Conduct and policies on freedom of research and expression subject to the regulations of the Senate of the University of Durham and the provisions of the Memorandum of Understanding between the College and the University.
282. All Fellows by virtue of their Fellowship are members of the Senior Common Room free of the subscription charge. Non-stipendiary Fellows may enjoy a dining allowance as determined by the Principal.
283. The Principal may admit or appoint Teaching and Research Associates not being Fellows as graduate Scholars of the College for such a period and for such a programme of study as may be agreed and determined by the Principal.
284. All such graduate Scholars are obliged to subscribe to the aims of the College, to meet such requirements for admission as from time to time shall be laid down by the Governors, and to agree to abide by the College's Statutes, Rules, Bye-Laws, Codes of Conduct and policies on freedom of research and expression subject to the regulations of the Senate of the University of Durham and the provisions of the Memorandum of Understanding between the College and the University where these apply.
285. It shall be for the Principal in consultation with the Postgraduate Director to determine whether such graduate Scholars who are Teaching and Research Associates of the College shall be eligible to be admitted to the Middle Common Room or to the Senior Common Room as appropriate.

II. ST CHAD'S COLLEGE CHAPEL

286. The Governors shall provide for the College a Chapel licensed as a place of Divine Worship according to the rites and ceremonies of the Church of England by the Bishop of Durham and entrusted to the authority of the Principal in pursuance of the College's objects to advance education, learning, religion and research in accordance with the principles of the Church of England and to provide for the spiritual and pastoral welfare of the scholars, students and other members of the College.
287. The Principal is to ensure that a Chaplain is employed to meet these needs and objects.

III. THE COMMON ROOMS

288. The Senior, Middle and Junior Common Rooms shall be responsible for managing their own affairs and electing their own officials, according to Constitutions approved by the Governors and subject to the terms of the Memorandum and Articles of Association and the Statutes of the College.
289. The Constitution of each Common Room is to be appended to the Statutes of the College approved by the Governors and no amendment to the Constitution of any Common Room may take effect without the prior approval of the Governors.
290. No person may be elected or admitted to a Common Room of the College other than provided by the Statutes save with the approval of the Principal who has absolute power and discretion over admission to and dismissal from the College in accordance with the Statutes.
291. The Common Rooms are responsible to the Governors' Finance Committee and Audit Committee for the management of their funds and those of any entities they manage as restricted funds of St Chad's College, Durham.
292. The Senior Common Room is composed of:
- (i) The Rector
 - (ii) The Chair of Governors
 - (iii) The Governors not being members of the Middle or Junior Common Rooms
 - (iv) The Principal
 - (v) The Fellows
 - (vi) The Vice-Principal or Vice-Principals
 - (vii) The Finance & Operations Director
 - (viii) The Senior Tutor
 - (ix) Other College Officers
 - (x) The Chaplain & Librarian
 - (xi) The Tutors
 - (xii) Other graduate directors and senior staff of the College
 - (xiii) The Teaching & Research Associates being the graduate Scholars admitted to the Senior Common Room by the Principal
 - (xiv) Other academically or otherwise suitable persons subscribing to the College's aims and objects with the agreement of the Principal and duly nominated and

elected.

293. The Middle Common Room is composed of:
- (i) The postgraduate students and scholars of the University of Durham admitted to the College by the Principal desiring to enjoy the rights and obligations of membership;
 - (ii) The Teaching & Research Associates being the graduate Scholars admitted to the Middle Common Room by the Principal in consultation with the Postgraduate Director desiring to enjoy the rights and obligations of membership.
294. The Junior Common Room is composed of those undergraduate scholars and students of the University of Durham admitted to the College by the Principal desiring to enjoy the rights and obligations of membership.

IV. ST CHAD'S SOCIETY

Membership

295. St Chad's Society shall be established and maintained by the College for its members, its alumni and alumnae, and its supporters and donors, in order to promote good relations and provide links with the College, as well as to support the College's efforts to raise funds for its development and educational work. All present and past Legal, Senior and Student members, supporters and donors, and past staff members wishing to remain part of the College membership community shall be entitled to belong to it.
296. The membership of the Society shall be classified as follows:
- (i) Student Members, being the matriculated undergraduate Students and Scholars of the College for the time being, as well as those graduates and alumni of other Colleges and Universities admitted in order to pursue postgraduate studies at the College;
 - (ii) Ordinary Members, being the alumni, Fellows, officers, staff, friends and supporters of the College;
 - (iii) Donors, being those who have make an annual single gift of between £12 and £50, or who have committed to make a regular gift of between £1 and £4 a month;
 - (iv) Supporters, being those who make an annual single gift of between £51 and £500, or who have committed to make a regular gift of between £5 and £40 a month;
 - (v) Patrons, being those who make an annual single gift of more than £500, or who have committed to make a regular gift of more than £40 a month;
 - (vi) Foundation Fellows, being those who make a significant long-term contribution to St Chad's College; and
 - (vii) The Members of the Horsfall Society, being the benefactors who have made a commitment to the College in a will.

Terms of Reference

297. The Society's remit shall be to pursue the following aims and activities on behalf of the College:
- (i) To be a membership organisation for all members, donors, supporters, donors and patrons of the College as listed above and as otherwise defined in these Statutes;
 - (ii) To raise charitable funds for the work of the College;
 - (iii) To arrange events and reunions for the members of the Society;
 - (iv) To keep members in regular touch with news from the College;
 - (v) To facilitate the members of the Society in keeping in touch with one another;
 - (vi) To facilitate students and new graduates in receiving career support and advice from other members of the Society.

Powers

298. In pursuit of its aims the Society shall have the power on behalf of the College to provide the following benefits to its members:
- (i) An annual College magazine *The Chadsian*, either in print or on-line;
 - (ii) An e-newsletter at least twice termly;
 - (iii) Invitations to Decades Reunions in College that celebrate significant year-group landmarks since members' year of matriculation;
 - (iv) Invitations to regular College events and alumni events in Durham, in London, regionally and based upon profession or interest;
- With additionally for Patrons, Foundation Fellows and Horsfall Society Benefactors:
- (v) An invitation to the College's annual Domus Dinner including weekend Bed & Breakfast accommodation;
 - (vi) A free copy of the College academic journal *Foundation*;
- And exclusively for Benefactors belonging to the Horsfall Society:
- (vii) An invitation to the annual Horsfall Society lunch.
299. The Society shall have the power exercised by the Committee to nominate through the Principal one of the alumni to serve as a Governor of the College subject to election by the Governors for a term of five years, subject to the provisions for the nomination and election of governors under Statute 30.

Committee

300. The Society shall be managed under the oversight of a Committee composed of:
- (i) The Principal in the Chair
 - (ii) The Director of Development and Alumni Relations
 - (iii) The Governor of the College nominated by the Society
 - (iv) An Honorary President, appointed by the Principal for a term three years
 - (v) Any Honorary Vice-Presidents, each appointed by the Principal for terms of three years

- (vi) Any representatives drawn from individual alumni groups and societies, appointed by the Director of Development for terms of three years.

Meetings

301. The Committee of the Society shall meet at least once annually.
302. The Director of Development and Alumni Relations shall keep a record of every meeting and any decision made, including meetings by conference call and remote visual communication.
303. A meeting of the Committee shall be quorate with three members including the Chair and the Director of Development and Alumni Relations.

Reporting

304. The Committee shall report after its meetings through the Principal and the Governor made who was nominated by the Society to the next forthcoming meeting of the Governors on any substantial decision or recommendation, and on any matter committed to it for advice or implementation.
305. The regular work of the Society shall be included in the regular reports to the Governors at their meetings from the Director of Development and Alumni Relations.

M. CONGREGATIONS OF THE COLLEGE

306. A Congregation of the Fellows, Scholars, Students and other Members of the College may be convoked by the Principal on the following occasions:
- (i) The Installation of The Rector, the Chair of Governors, or the Principal;
 - (ii) The Institution of a Foundation Fellow or an Honorary Fellow;
 - (iii) The Formal Reception to the College of the Chancellor or the Vice-Chancellor and Warden of the University of Durham or of the Lord Archbishop of York or of the Lord Bishop of Durham or other dignitary;
 - (iv) A Formal Visitation by the Visitor;
 - (v) An open session of the College Governors in General Meeting;
 - (vi) As determined by the Principal.
307. At the Installation of the Rector the Chair or Vice-Chair of Governors presides.
308. At the Installation of the Chair of the Governors the Rector or the Vice-Chair presides.
309. At the Installation of the Principal the Rector or the Chair of Governors presides.
310. At the Institution of Fellows or on other occasions the Rector, or the Chair of Governors or the Vice-Chair or the Principal presides.

N. ACADEMIC DRESS

311. The Principal shall prescribe the occasions and use of academic dress at the College and issue guidance on what is appropriate when formal academic dress is expected.
312. Graduates of the College wear the robes, gowns, and hoods of the colours, materials, and shapes as shall be from time to time prescribed by the University of Durham.
313. The Rector, Fellows, Foundation and Honorary Fellows of the College wear when appropriate the robes, gowns and hoods of the colours, materials, and shapes as shall be from time to time prescribed by the Governors.
314. Members of the College who are graduates of other universities may wear the appropriate academic dress of another university of which they are graduates on any College occasion on which they would be required to wear academic dress, other than at a Congregation at which they are to be admitted to a degree in the University of Durham, in which case they wear the academic dress prescribed by the Senate.
315. Members of the College who are scholars of the University wear a gown of black cord with pointed sleeves, cord and button, edged with palatinate ribbon one inch wide.
316. All scholars and students must acquire the appropriate gown upon arrival in College and prior to their matriculation and shall wear such gowns and other academic dress as and on the occasions that the Principal shall prescribe.
317. Full academic dress must be worn for:
- (i) Matriculation;
 - (ii) College Congregation;
 - (iii) Installation of The Rector, the Chair of Governors, The Principal, the College Officers, and the Fellows, Foundation Fellows and Honorary Fellows;
 - (iv) Formal Visitation by the College Visitor;
 - (v) Formal Hall on the occasion of any of the above occasions as determined by the Principal;
 - (vi) Any ceremony or occasion when there is an academic procession
 - (vii) Official photographs of the College;
 - (viii) Such occasions as are prescribed by the Senate of the University;
 - (ix) Such other occasions as are determined by the Principal.
318. On all occasions when full academic dress is to be worn, beneath their gown all members of the College should be attired as appropriate for formal occasions. They may wear smart dress or national dress. Ordained clerics may wear clerical dress beneath their gown, and bishops may wear their Convocation habit. Those serving in HM Forces may wear their service dress uniform beneath their gown, the uniform cap being worn outside and carried when indoors.
319. Other than as prescribed in Statute 317 above, Members of the College shall wear a gown without cap and hood unless otherwise determined by the Principal on the following occasions:
- (i) A General Meeting of the College attended by the Rector, Governors, Members, Fellows, Officers, Scholars and Students of the College;

- (ii) Events and services in the University, the Cathedral, or elsewhere as determined by the Principal;
 - (iii) Services in the College Chapel (at which, however, the hood may be worn);
 - (iv) When called to formal interview by the Principal, or before the Governors at a College Disciplinary Committee;
 - (v) Formal Hall.
320. Guests who are Members of other Colleges of the University of Durham are invited and requested but not required to wear a gown at Formal Hall. Other guests are not required to wear a gown at Formal Hall but may wear a gown appropriate to the highest degree to which they have been admitted.
321. Members of the College may also wear a gown at sung services in the Cathedral during term.
322. Non-graduate guests invited to take a formal part in a College ceremony not being undergraduate members of the University of Durham or other University or College may wear a Scholar's gown with no hood or cap.
323. In accordance with the current practice in the University, undergraduates shall not wear academic headdress to University Matriculation or Congregation.
324. When academic headdress is worn, the following rules are to be observed:
- (i) Caps are worn when standing or walking, i.e. in procession, when speaking at a ceremony, or when going to receive an award, except during prayer and the National Anthem;
 - (ii) Caps are removed when seated, except in the case of the one presiding, who wears a cap at all times except during prayer and the National Anthem;
 - (iii) The Principal, Vice-Principal or Senior Tutor may grant a dispensation from any of these regulations to any person who in their opinion has reasonable grounds.
325. Undergraduates do not wear bands but may do so when graduating.
326. The Rector's robe is made in the Oxford doctors' pattern in black corded silk with facings of palatinate purple taffeta edged on the outer edge with 1 1/2" of silver oak-leaf braid. The sleeves are lined with palatinate purple silk which is brought out at the front of the sleeve and held in place with a black cord and palatinate purple button. There is an olive-green cord and button on the black velvet yoke. This robe is generally worn with a black silk cassock and a palatinate purple cincture.
327. The academic dress of graduate Governors is the cap, gown and hood of the highest degree to which they were admitted in the University of Durham or another University. Non-graduate Governors may wear the University Scholar's gown, but with no hood or cap.
328. The Principal, Fellows, Professorial and Research Fellows, Visiting Fellows, graduate Officers and other staff who are members of the Senior Common Room wear the cap, gown and hood appropriate to the highest degree to which they were admitted in the University of Durham or another University.
329. Non-graduate Officers and other staff who are members of the Senior Common Room of the College may wear a University Scholar's gown, but with no hood or cap.
330. Postgraduate students wear the cap, gown, and hood of the highest degree to

which they were admitted in the University of Durham or another University, but may instead wear the academic dress corresponding to any of their degrees or a black gown (similar to that of a Bachelor or Master of the University of Durham as appropriate), with or without their own hood and cap.

331. Graduate Fellows may wear either the cap, gown and hood appropriate to the highest degree to which they were admitted in the University of Durham or another University, or the Master's gown and the ordinary College Hood in the Durham full pattern, the cowl faced inside with 2" olive-green silk, which is especially appropriate at Congregations of the College and the induction of College Officials and Fellows. Non-graduate Fellows other than Honorary Fellows wear the University Scholar's gown with no hood or cap.
332. Foundation Fellows and Honorary Fellows of the College (whether graduate or not) wear the Master's gown and the ordinary College Hood (see Statute 331 above), or after investiture a College Hood in the Oxford simple pattern, the cowl lined with green Ely brocade.
333. Teaching and Research Associates being the graduate Scholars of St Chad's College may wear the full-length gown of a Scholar of the University of Durham and on satisfactory completion of their study are entitled by award or leave of the Principal to wear the ordinary College Hood (see Statute 331 above).
334. Organ, Choral and Horsfall Scholars and other undergraduate scholars are entitled to wear the full-length Scholar's gown.
335. Graduates of the College holding a Diploma in Theology are entitled to wear the ordinary College Hood in the same way as the Fellows (see Statute 331 above). The Principal may give leave to any graduate of the College holding a Certificate of Theological or Ministerial Education or Training, or Certificate of Education for Teacher Training, or an equivalent professional qualification, likewise to wear the ordinary College Hood.
336. Undergraduates not being Scholars wear the gown of an undergraduate student of the University of Durham, or the College undergraduate gown, which is the same with the addition of an olive-green twisted cord approximately 5" long, held by two black buttons on each of the bottom vent edges of the sleeves.
337. The President of the Senior Common Room, the President of the Middle Common Room and the President of the Junior Common Room may wear the full-length gown of a scholar of the University of Durham with facings of olive-green.
338. Fellows, Scholars, Students, members of the Common Rooms, alumni and alumnae of the College may wear the olive-green College tie with the St Chad's Crosses, or the College tie of diagonally striped olive-green and silver. Alumni, alumnae and current postgraduate members of the College may wear the College's blue tie with narrow silver stripes bearing the College's coat of arms. Fellows, Scholars, Students, Alumni and Alumnae may wear the College scarf of black, cream and olive-green bands.

O. DISCIPLINE

339. The Governors shall from time to time in accordance with the Memorandum and Articles of Association and the Statutes make, alter or repeal such regulations, rules, codes of conduct, or bye-laws as it may deem necessary or convenient for the proper conduct and management of the College and for the discipline of its Members, Fellows, Tutors, Officers, Common Rooms, Scholars and Students, and staff, and in particular but without prejudice to the generality of the above, it may by such rules or bye-laws regulate all such matters as are commonly the subject matter of College rules.
340. All such rules, regulations, norms, codes of conduct, policies and bye-laws of the College approved by the Governors other than these Statutes shall be appended to the Statutes.
341. The Principal may alter or repeal such College rules to address more immediate and unforeseen circumstances arising from the conduct of staff and students with immediate effect, subject to the subsequent ratification of the Governors and notwithstanding the power of the Governors to amend or reject any alteration or repeal of rules made by the Principal.
342. The Principal and College Officers shall consult with the Forums for the representatives of the Common Rooms and College Officers on matters of mutual concern in respect of discipline within the College community.
343. All Fellows, Scholars, Students and members of the College Common Rooms by virtue of their appointment, election or acceptance of a place in the College are obliged to subscribe to the aims of the College, to meet such requirements for admission as from time to time shall be laid down by the Governors, and to agree to abide by the College's Statutes, Rules, Bye-Laws, Codes of Conduct and policies on freedom of research and expression subject to the regulations of the Senate of the University of Durham and the provisions of the Memorandum of Understanding between the College and the University.
344. All scholars and students, by accepting a place in the College, shall also be bound to abide by the General Regulations of the University and by the pertinent regulations of other Colleges whenever they visit those Colleges.
345. The Principal shall have the authority without prejudice to the Governors' responsibilities under the Memorandum and Articles of Association and the provisions of these Statutes to exercise discipline over students, Scholars, Fellows and other members of the College, including their dismissal, in accordance with the regulations prescribed by the Governors and the University, and in consultation as appropriate with the University Senate Disciplinary Committee.
346. In the maintenance of discipline in the College and among its members, the Principal may be assisted from time to time by other College Officers. The Principal may accordingly delegate the more serious disciplinary matters to the responsible Vice-Principal, Senior Tutor or Postgraduate Director, who may act in consultation with the Tutors (and with the President of the relevant Common Room) as appropriate.
347. In the event of a serious complaint or allegation of an offence against the College's regulations and discipline, the student or scholar concerned is to be notified

of the nature of the complaint or allegation and the matter shall be dealt with by the Principal, who may refer matters to the Disciplinary Committee. In the event of a major offence on the part of a student or scholar of the College where there is clear and compelling evidence, the Principal may refer the case directly to the University's Senate Discipline Committee without recourse to the College Disciplinary Committee.

348. The Principal may delegate responsibility for minor disciplinary matters to a designated officer in the Junior and Middle Common Rooms.
349. A student or scholar may appeal decisions by College Officers to the Principal.
350. If the matter cannot thus be resolved, students and other members of the College may appeal a decision by the Principal to the Disciplinary Committee.
351. When all other internal efforts toward the resolution of a disciplinary case or a grievance concerning a student, scholar, Fellow or other member of a Common Room of the College have been exhausted, resource may be made to the Governors' Appeals Committee in accordance with its regulations.
352. On behalf of the Governors, the Principal shall be responsible for the discipline of those persons employed by the College in accordance with the provisions of these Statutes and the Staff Grievance and Disciplinary Regulations laid down by the Governors, except in respect of the employment or dismissal of a Vice-Principal or Finance & Operations Director which are matters reserved to the Governors.

P. THE DISCIPLINARY COMMITTEE

295. The Disciplinary Committee shall be convened to consider cases where a serious complaint or offence against College rules on the part of a student or a scholar has been referred to it by the Principal.
296. In addition, where a decision on a disciplinary matter involving a student or scholar cannot be resolved by an appeal to a College Officer or to the Principal, the student or scholar concerned may ask the Disciplinary Committee to meet.
297. If the Principal was involved in the disciplinary decision or an earlier appeal, the Principal may not serve on the Disciplinary Committee, the place of the Principal in the chair being taken by a Governor of the College not being a student or scholar of the College.

Membership & Attendance

298. The Committee shall be constituted of the Principal or the Principal's delegate in the Chair, one other College Officer, and a member of the Executive of the same Common Room as the scholar or student whose case is being heard.
299. At the request of the scholar or student whose case is being heard, an additional member of the same may also be invited to sit on the Committee.
300. At least one member of the Committee shall be a man and at least one shall be a woman.

Procedure

301. The order of proceedings shall be as follows:
- (i) A College Officer shall speak first, outlining the nature of the charge, calling witnesses, and bringing submitted papers to the attention of the Committee.
 - (ii) The scholar or student shall speak next. Any person accompanying the scholar or student may speak with the consent of the Chair. The student may call witnesses, and any papers submitted may be brought to the attention of the Committee.
 - (iii) The Committee may call and seek evidence from any Fellow, Tutor, Officer, Scholar, Student or member of the staff of the College.
 - (iv) At the hearing, both the scholar or student whose case is being heard and the College Officer who presented the charges may question and be questioned by each other and also by any of the members of the Committee.
 - (v) The Committee shall ask the student to outline any mitigating circumstances that he or she would like to be taken into account if a breach of College Rules shall be established and before a penalty is decided.
302. The Committee shall consider the case and reach its conclusion in private.
303. If the charges are upheld, the Committee shall have the power to impose penalties reflecting the severity of the offence. Such penalties may include reprimands, fines, restrictions, prohibitions, rustication (suspension) and a recommendation for expulsion by the Principal.
304. If the Committee concludes that there may be evidence of a major offence according to the University's regulations, the case shall be referred to the University Senate Discipline Committee.
305. The decision of the Committee shall be communicated to the scholar or student whose case is being heard as soon as practicable and in writing no later than fourteen days after the date on which the case was heard.

Appeal

306. If found in breach of College Rules, the scholar or student shall be advised of the appeal procedure.
307. A student who has been subject to a finding by the College Disciplinary Committee has the right of appeal within fourteen days to the Governors, who will convene the Appeals Committee. A student may further appeal a decision of the Governors' Appeals Committee to the Office of the Independent Adjudicator according to its rules.
308. In a case where rustication or expulsion from the College may affect a student's or a scholar's ability to continue to study, a student may also appeal to the University's Senate Discipline Committee for a ruling solely on whether the College has exceeded its authority.

309. In a case arising from the actions of a student or a scholar in the University where the findings of the Disciplinary Committee or the Appeal Committee may affect that person's standing within the University, the Disciplinary Committee may itself refer matters to the University's Senate Discipline Committee.

Q. MANAGEMENT COMMITTEES, ADVISORY PANELS & FORUMS

353. The Principal and College Officers shall establish and maintain such other Committees, Advisory Panels, Groups and Forums as are required or expedient for the purpose of the good management of the College's operation in pursuance of its aims and in accordance with the Memorandum and Articles of Association and these Statutes subject to the approval of the Governors, including the following:

- (a) The Tutors' Forum
- (b) The College Environment Committee
- (c) The Junior Common Room & College Officers' Forum
- (d) The Middle Common Room & College Officers' Forum
- (e) The Senior Common Room & College Officers' Forum
- (f) The Chapel Committee
- (g) The Faith & Belief Forum
- (h) The Library & Resources Committee
- (i) The Fellows' Research & Ethics Advisory Panel
- (j) The Welfare Committee
- (k) The Scholarships, Admissions & Bursaries Committee
- (l) The Development Advisory Group
- (m) The Buildings & Estates Advisory Group

354. The Management Committees, Advisory Panels, Groups and Forums shall operate in keeping with regulations approved by the Governors which shall determine:

- (a) Membership and, where appropriate in the case of a possible conflict, the need to complete the College's Register of Interests;
- (b) Terms of Reference and, where appropriate, such matters as are reserved to the Governors;
- (c) Rules for the conduct, record, reporting and frequency of Meetings.

By Order of the Governors, September 2019

Promulgated at the Open General Meeting of the Governors, October 2019

Appendices to the Statutes

1. Organograms of the Governance and Management Structure of the College
2. College Management Committee Regulations and Terms of Reference
3. Constitutions of Common Rooms
4. Student Handbook
5. Student Grievance Regulations
6. Handbook of Tutors' Guidelines
7. Other College Bye-Laws and Codes of Conduct
8. Other Policies and Procedures established by the Governors