



Changes to Royal Charter

Outcome requested:	Governance Committee is asked to note progress with Queen Mary's application for University Title.
Executive Summary:	<p>[a] Queen Mary's application for University Title has progressed to the stage where the Privy Council, the Department for Education and the Office for Students are considering specific changes to our governing instruments, in particular our petition for a Supplemental Charter.</p> <p>[b] The changes are being considered in principle, so that any feedback on the drafting of the Supplemental Charter can be incorporated more easily before the formal process of replacing our Royal Charter is initiated. Informal feedback from the Department for Education suggests that the feedback will not require us to make material changes to the proposed Supplemental Charter. No feedback has been received from the Privy Council or the Office for Students so far.</p> <p>[c] The formal process of replacing our Royal Charter will commence with the Queen Mary Council passing a Special Resolution. The Council Secretary served notice to Council in August that it may be asked to pass a Special Resolution in October or November.</p> <p>[d] Governance Committee is asked to note the following documentation that has been submitted to the Privy Council, the Department for Education and the Office for Students:</p> <ul style="list-style-type: none"> • summary of proposed amendments; • proposed Supplemental Charter (clean copy); • proposed Supplemental Charter (tracked changes); • formal directions to amend the Royal Charter.
QMUL Strategy:	Reputational development
Internal/External regulatory/statutory reference points:	Regulatory Framework for Higher Education in England Queen Mary Charter Higher Education and Research Act 2017
Strategic Risks:	N/A
Equality Impact Assessment:	N/A

Subject to prior and onward consideration by:	The petition for a Supplemental Charter requires a Special Resolution to be passed by Council, probably at its November meeting.
Confidential paper under FOIA/DPA	No
Timing:	N/A
Author:	Jonathan Morgan, Registrar and Secretary
Date:	02 October 2019
Senior Management Sponsor:	Jonathan Morgan, Registrar and Secretary

Summary of Amendments Requested by Queen Mary University of London to its Royal Charter

August 2019

1. The Council of Queen Mary University of London, together with other member institutions of the University of London, wishes to apply for University Title.
2. In view of the fact that this would require an amendment to the existing Charter of 1989, the Council is requesting that some other amendments are considered at the same time. The purpose and effect of these amendments would be —
 - (a) to refer to the institution’s duty under the Higher Education and Research Act 2017 to uphold freedom of speech alongside the existing commitment in the Charter to uphold academic freedom;
 - (b) to clarify in line with existing practice the criteria by which individuals may become members of Council and to explain what should occur if a Council member’s circumstances change;
 - (c) to permit the President and Principal to nominate as members of Council “Senior Officers”, to be defined in the Ordinances under Article 18 of the Charter as Vice-Principals *and members of staff of equivalent rank*, rather than only members of staff with the title “Vice-Principal”;
 - (d) to permit Council members *as an exception* to participate in Ordinary meetings via video or telephone conferencing and *as an exception* to consider resolutions in writing outside Ordinary meetings, so that Council can continue to be appropriately engaged in governing the institution;
 - (e) to refer to the existing role of “Vice-Chair” of Council, which performs a significant role in governance and in overseeing the appointment of the Chair of Council;
 - (f) to bring nomenclature in line with current usage :-
 - (i) “QMUL” to be substituted with “the University”;
 - (ii) “Principal” to be substituted with “President and Principal”;
 - (iii) “Chairman” to be substituted with “Chair”.
3. In 1995, following the grant of the existing Charter of 1989, The Medical College of St. Bartholomew’s Hospital and The London Hospital Medical College were united with Queen Mary and Westfield College, University of London, which in 2013 was given the name “Queen Mary University of London”. The Council of Queen Mary University of London therefore wishes to petition for a Supplemental Charter, which, as well as containing the proposed amendments to the Articles, would reflect these significant developments in the history of the institution by incorporating text from the Queen Mary and Westfield College Act 1995 in the preamble.

END

Supplemental Charter
Requested by Queen Mary University of London
(Clean Copy)

August 2019

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

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS the People's Palace Technical Schools were founded in 1887 and became the East London Technical College in 1896 which was, as East London College, first admitted as a School of the University of London in 1907:

AND WHEREAS the persons constituting the governing body of East London College were incorporated by the name of Queen Mary College under a Charter granted by His late Majesty King George the Fifth on the 30th day of November 1934:

AND WHEREAS Westfield College, University of London, was founded in 1882 to provide residence and instruction in a Christian context for women students preparing for the examinations of the University of London, and was admitted as a School of the University of London in 1902:

AND WHEREAS the governors of Westfield College were incorporated by a Charter granted by His late Majesty King George the Fifth on the 19th day of July 1933, subsequently amended in 1964 to allow the admission of male students, and a Supplemental Charter was granted to Westfield College by Us on the 15th day of September 1976, which Charter redesignated the governing body as a Council, and which enjoined that the work of the College be carried on in accordance with Christian principles in a spirit of tolerance, freedom of opinion, mutual concern and community service and that facilities be provided for regular Christian worship in accordance with the doctrines of the Church of England:

AND WHEREAS in 1989, by virtue of the Queen Mary and Westfield College Act 1989, both the said colleges merged and their rights, properties, assets and obligations were transferred to a college which was incorporated by the name of Queen Mary and Westfield College, University of London by a Charter granted by Us on the 1st day of September 1989 (hereinafter referred to as "the Charter of 1989"):

AND WHEREAS The Medical College of St. Bartholomew's Hospital in the City of London was recognised with the construction of a lecture theatre in 1791 and became a constituent body under the University of London in 1900:

AND WHEREAS the governors of The Medical College of St. Bartholomew's Hospital were incorporated by a charter granted by His late Majesty King George the Fifth on the 26th day of July 1921 for the purpose of constituting a Collegiate Corporation with the objects among others of acquiring and taking over property and obligations of the medical officers and lecturers of St. Bartholomew's Hospital and of the governors of that Hospital in connection with the education of students of medicine and the property held in trust for or in connection with the same purposes and of carrying on the work of the medical school of that Hospital:

AND WHEREAS on the 30th day of March 1949 The London Hospital Medical College (which was founded in 1785 and from 1900 had been an unincorporated general medical school of the University of London associated with the Teaching Hospital known as The London Hospital) was incorporated by a scheme pursuant to section 15 of the National Health Service Act 1946 as a body corporate, with the main objects of taking over and carrying on the former Medical College, continuing the work of medical and dental education and research previously carried on by the former Medical College and promoting research connected with or likely to advance the condition of the sciences and arts of medicine and surgery and other connected sciences and arts:

AND WHEREAS in 1995, by virtue of the Queen Mary and Westfield College Act 1995, The Medical College of St. Bartholomew's Hospital in the City of London and The London Hospital Medical College were united with Queen Mary and Westfield College, University of London and their rights, properties, assets and obligations were transferred to that College with the exception of a freehold property in Charterhouse Square, London, which was transferred to The Medical College of St. Bartholomew's Hospital Trust:

AND WHEREAS the Charter of 1989 was amended, on the 12th day of February 2008 to provide for Queen Mary and Westfield College, University of London to award its own degrees and other academic awards, and on the 13th day of June 2013 to amend the name of Queen Mary and Westfield College, University of London to Queen Mary University of London:

AND WHEREAS a Petition has been presented unto Us by the Council of Queen Mary University of London humbly praying that We would be graciously pleased to grant it a Supplemental Charter in order to recognise its change in status to become a University, whilst remaining as a member institution of the University of London:

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

1. At the date of the grant of this Our Charter, the body politic and corporate created by the Charter of 1989 and known as "Queen Mary University of London" (hereinafter referred to as "the University") shall be granted the status of a university, and the Charter of 1989, except insofar as it continues in force the incorporation of the University, and the conferring of perpetual succession and a common seal, shall be and is hereby revoked, but nothing in this revocation shall affect the legality or validity of any act, deed, or thing lawfully done or executed under the provisions of the said Charter.
2. The Objects of the University shall be to promote, for the public benefit, education, research and scholarship and, without prejudice to the generality of the foregoing, for that purpose to provide courses and instruction leading to degrees and other academic awards of the University of London (hereinafter referred to as "the University of London") and/or the University and to promote and undertake research, and to disseminate the results of such research.
3. The University, subject to this Our Charter and to the Statutes and Regulations of the University of London, shall have all the powers of a natural person and thus power to do any lawful thing in furtherance of its Objects and, without prejudice to the generality of the foregoing, shall have power: to award all forms of degrees, diplomas and certificates to persons who have met the requirements for award as approved by the University and to award all forms of degrees, diplomas and certificates in conjunction with other institutions to persons

who have met the requirements for award as approved by the University, including dual and joint awards.

4. The University shall uphold freedom of speech within the law and academic staff shall have freedom within the law to question and test accepted ideas, and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy of losing their jobs or privileges.
5. The University shall be committed to the fair and equal treatment of every person and shall only discriminate on grounds permitted or required by law.
6. We reserve unto Ourselves, Our Heirs and Successors to be the Visitor of the University, acting through the Lord President of Our Privy Council, or, on representation of the Council, to appoint by Order in Council, a Visitor for such period as We, Our Heirs or Successors shall see fit, and the Visitor's decision on matters within his or her jurisdiction shall be final.
7. There shall be a Council of the University. The Council shall be the supreme governing body of the University and shall act in a way that promotes the University's interests. Subject to the Charter, and in furtherance of its role as the governing body, the Council shall exercise all the powers of the University; and without limiting the above, the Council has the specific powers set out in the Ordinances.
8. The Council shall:
 - (a) have ultimate responsibility for the affairs of the University;
 - (b) determine the strategic direction of the University;
 - (c) ensure the effective management and control of the University's affairs, property and finances;
 - (d) set the framework for determining the structure, staffing and overall composition of the University;
 - (e) set the framework for determining the pay and conditions of service of staff;
 - (f) appoint the President and Principal of the University.
9. The Council shall comprise not more than 23 members such that there is a majority of members who are not staff or students of the University (hereinafter referred to as "external members"), and consist of at least:
 - (a) ten external members, of whom two are nominated by the Drapers' Company, appointed by the Council;
 - (b) the President and Principal (ex-officio);
 - (c) two Senior Officers nominated by the President and Principal in a way that may be prescribed by Ordinance, appointed by the Council;
 - (d) the President of the Students' Union (ex-officio);
 - (e) four academic staff members who are not Senior Officers, elected by the staff of the University in a way prescribed by Ordinance;
 - (f) one staff member who is not an academic staff member or a Senior Officer, elected by the staff of the University in a way prescribed by Ordinance.
10. The terms of office for members of Council, unless there are special circumstances, shall be:
 - (a) Four years for an external member, commencing from the date of his/her appointment to Council and extendable by one further period of four years.

- (b) Four years for an elected member, commencing from the date of his/her appointment to Council, following the election, and extendable by one further period of four years, subject to re-election. Where, before the completion of his/her current term of office, a member in this category ceases to meet the criteria under which he/she was elected for a period lasting twelve consecutive calendar months or more, or commences a period of sabbatical or other planned leave lasting twelve consecutive calendar months or more, he/she shall cease to be a member of Council.
- (c) Four years for a Senior Officer, commencing from the date of his/her appointment to Council, following his/her nomination, and extendable by one further period of four years, subject to re-nomination. Where a member in this category ceases to be a Senior Officer, or commences a period of sabbatical or other planned leave lasting twelve consecutive calendar months or more, before the completion of his/her term of office, he/she shall cease to be a member of Council.
- (d) A former member shall be eligible for re-appointment for the terms of office specified above following a period of two years from the end of his/her second consecutive period of office.

11. A member who does not attend for twelve consecutive calendar months shall be deemed to have resigned his/her membership unless the Council decides otherwise.

12. The quorum for a meeting of Council shall be seven such that there is a majority of external members. Ordinary meetings of Council shall take place as determined by Ordinance. A meeting of Council includes (except where inconsistent with any legal obligation):

- (a) a physical meeting;
- (b) a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation; and
- (c) telephone conferencing.

The Council may decide as an exception to consider a resolution in writing or in electronic form outside one of its Ordinary meetings. A resolution that is presented for consideration in this form and agreed by all members of Council that are entitled to receive notice of a meeting and to vote upon the resolution shall be valid and effectual as if it has been passed at a meeting of Council duly convened and held.

13. The Council shall elect a Chair and a Vice-Chair from amongst its external members. The period of office of Chair and Vice-Chair shall be four years from the date of appointment to the role, following the election, or the remainder of that member's term of membership of the Council, whichever is shorter. The same member shall be eligible for re-election as Chair or Vice-Chair for one further period of office. There may be other officers of Council as prescribed by Ordinance.

14. Subject to the provisions of this Our Charter and the Ordinances, the Council may delegate such of its functions, powers and duties to such bodies or individuals as it may think fit. In accordance with the relevant Ordinances, the Council may appoint standing and temporary committees, formed from its own number or otherwise, which shall have the power to establish sub-committees unless the Council has provided to the contrary.

15. The Council may not delegate its powers:

- (a) to appoint the President and Principal and to approve the President and Principal's terms and conditions of appointment;

- (b) to approve the annual budget;
 - (c) to amend the Charter under the provisions set out;
 - (d) to make Ordinances;
 - (e) to adopt the University's Annual Accounts;
 - (f) to appoint the University's Auditors.
16. The Council shall appoint an Auditor or Auditors. Every such Auditor shall be a member of a recognised supervisory body who is eligible for appointment under the rules of that body. There shall be an Audit Committee.
17. There shall be a Senate of the University (hereinafter called "the Senate") whose constitution and membership shall be as prescribed by Ordinance and it shall, subject to the general superintendence and control of the Council, be the body responsible for the academic activity of the University.
18. There shall be a President and Principal of the University (hereinafter referred to as "the President and Principal") who shall be appointed by the Council and who shall be the chief academic and accounting officer of the University and whose powers and duties shall, subject to the provisions of this Our Charter, be as prescribed by Ordinance. There may be other Senior Officers of the University as prescribed by Ordinance.
19. There shall be a Students' Union of the University whose constitution, membership, powers and functions shall be prescribed by Ordinance.
20. The Council may at any time add to, amend or revoke any of the provisions of this Our Charter by Special Resolution, and any such addition, amendment or revocation shall, have effect so that this Our Charter shall, when allowed by Us, Our Heirs or Successors in Council, thereafter continue and operate as if it had been originally granted and made as so added to, amended or revoked, and this provision shall apply to this Our Charter as so revoked or varied. Where an addition, amendment or revocation sought affects academic policy the Senate shall be consulted.
21. A "Special Resolution" means a resolution passed at a meeting, of which at least twenty-one days' notice has been given, of not less than two-thirds of the members of the Council by a majority of not less than three-quarters of those present and voting at the meeting.
22. Subject to the provisions of this Our Charter, the Council may make such Ordinances and Regulations as it considers appropriate for the purpose of fulfilling the objects of the University, provided that no Ordinance shall have effect if it be repugnant to the provisions of this Our Charter, or to the Statutes and Regulations of the University of London, and that no Ordinance which affects academic policy shall be made until the Senate has been consulted.
23. Our Royal Will and Pleasure is that this Our Charter shall ever be construed benevolently and in every case most favourably to the University and to the promotion of the objects of this Our Charter.

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

WITNESS Ourselves at [place] the [day] day of [month] in the [year] year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

**Supplemental Charter
Requested by Queen Mary University of London
(Tracked Changes)**

August 2019

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

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS the People's Palace Technical Schools were founded in 1887 and became the East London Technical College in 1896 which was, as East London College, first admitted as a School of the University of London in 1907:

AND WHEREAS the persons constituting the governing body of East London College were incorporated by the name of Queen Mary College under a Charter granted by His late Majesty King George the Fifth on the 30th day of November 1934 (~~hereinafter referred to as "the Charter of 1934"~~):

AND WHEREAS Westfield College, University of London, was founded in 1882 to provide residence and instruction in a Christian context for women students preparing for the examinations of the University of London, and was admitted as a School of the University of London in 1902:

AND WHEREAS the governors of Westfield College were incorporated by a Charter granted by His late Majesty King George the Fifth on the 19th day of July 1933 (~~hereinafter referred to as "the Charter of 1933"~~), subsequently amended in 1964 to allow the admission of male students, and a Supplemental Charter was granted to Westfield College by Us on the 15th day of September 1976 (~~hereinafter referred to as "the Charter of 1976"~~), which Charter redesignated the governing body as a Council, and which enjoined that the work of the College be carried on in accordance with Christian principles in a spirit of tolerance, freedom of opinion, mutual concern and community service and that facilities be provided for regular Christian worship in accordance with the doctrines of the Church of England:

~~AND WHEREAS it is desirable that Queen Mary College and Westfield College (hereinafter called "the former Colleges") should be merged by their incorporation in a new College to be known as Queen Mary and Westfield College, University of London, and that the rights, properties, assets and obligations of the former Colleges should, on the incorporation of Queen Mary and Westfield College, be transferred to that College by means of the Queen Mary and Westfield College Act 1989:~~

~~AND WHEREAS the Westfield Trust was established on the 1st day of November 1988 for charitable purposes connected with Westfield College and the College to be known as Queen Mary and Westfield College, University of London:~~

~~AND WHEREAS upon the grant of this Our Charter, on the condition that the new institution complies with the requirements of Statute 112 of the University of London, the University of London has agreed to its admission as a School of the University:~~

~~AND WHEREAS an humble Petition has been presented to Us by Our most dearly beloved Daughter the Princess Anne, the Princess Royal, Dame Grand Cross of Our Royal Victorian Order, the Chancellor of Our University of London, Our right trusty and well-beloved Brian Hilton, Lord~~

~~Flowers, Vice-Chancellor of Our University of London and by the governing bodies of the former Colleges praying that We should be graciously pleased to grant a Charter incorporating Queen Mary and Westfield College, University of London, without which the said Act will not come into operation:~~

~~AND WHEREAS We have taken the said Petition into Our Royal Consideration and are minded to accede thereto:~~

~~AND WHEREAS upon the grant of the said Charter, the passing of the said Act and the transfer of assets and liabilities thereunder, the former Colleges have proposed that We should be graciously pleased to accept the surrenders of the Charter of 1934, the Charter of 1933 and the Charter of 1976:~~

AND WHEREAS in 1989, by virtue of the Queen Mary and Westfield College Act 1989, both the said colleges merged and their rights, properties, assets and obligations were transferred to a college which was incorporated by the name of Queen Mary and Westfield College, University of London by a Charter granted by Us on the 1st day of September 1989 (hereinafter referred to as “the Charter of 1989”):

AND WHEREAS The Medical College of St. Bartholomew’s Hospital in the City of London was recognised with the construction of a lecture theatre in 1791 and became a constituent body under the University of London in 1900:

AND WHEREAS the governors of The Medical College of St. Bartholomew’s Hospital were incorporated by a charter granted by His late Majesty King George the Fifth on the 26th day of July 1921 for the purpose of constituting a Collegiate Corporation with the objects among others of acquiring and taking over property and obligations of the medical officers and lecturers of St. Bartholomew’s Hospital and of the governors of that Hospital in connection with the education of students of medicine and the property held in trust for or in connection with the same purposes and of carrying on the work of the medical school of that Hospital:

AND WHEREAS on the 30th day of March 1949 The London Hospital Medical College (which was founded in 1785 and from 1900 had been an unincorporated general medical school of the University of London associated with the Teaching Hospital known as The London Hospital) was incorporated by a scheme pursuant to section 15 of the National Health Service Act 1946 as a body corporate, with the main objects of taking over and carrying on the former Medical College, continuing the work of medical and dental education and research previously carried on by the former Medical College and promoting research connected with or likely to advance the condition of the sciences and arts of medicine and surgery and other connected sciences and arts:

AND WHEREAS in 1995, by virtue of the Queen Mary and Westfield College Act 1995, The Medical College of St. Bartholomew’s Hospital in the City of London and The London Hospital Medical College were united with Queen Mary and Westfield College, University of London and their rights, properties, assets and obligations were transferred to that College with the exception of a freehold property in Charterhouse Square, London, which was transferred to The Medical College of St. Bartholomew’s Hospital Trust:

AND WHEREAS the Charter of 1989 was amended, on the 12th day of February 2008 to provide for Queen Mary and Westfield College, University of London to award its own degrees and other academic awards, and on the 13th day of June 2013 to amend the name of Queen Mary and Westfield College, University of London to Queen Mary University of London:

AND WHEREAS a Petition has been presented unto Us by the Council of Queen Mary University of London humbly praying that We would be graciously pleased to grant it a Supplemental Charter in order to recognise its change in status to become a University, whilst remaining as a member institution of the University of London:

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

1. ~~At the date of the grant of this Our Charter, there shall be a body politic and corporate by the name and style of “Queen Mary University of London” (hereinafter referred to as “QMUL” and previously named “Queen Mary and Westfield College, University of London” from 1989 to 2013) with perpetual succession and a Common Seal and power to sue and be sued and to do all such other things as are ancillary to a body corporate.~~ At the date of the grant of this Our Charter, the body politic and corporate created by the Charter of 1989 and known as “Queen Mary University of London” (hereinafter referred to as “the University”) shall be granted the status of a university, and the Charter of 1989, except insofar as it continues in force the incorporation of the University, and the conferring of perpetual succession and a common seal, shall be and is hereby revoked, but nothing in this revocation shall affect the legality or validity of any act, deed, or thing lawfully done or executed under the provisions of the said Charter.
2. The Objects of ~~QMUL~~the University shall be to promote, for the public benefit, education, research and scholarship and, without prejudice to the generality of the foregoing, for that purpose to provide courses and instruction leading to degrees and other academic awards of the University of London (hereinafter referred to as “the University of London”) and/or ~~QMUL~~the University and to promote and undertake research, and to disseminate the results of such research.
3. ~~QMUL~~The University, subject to this Our Charter and to the Statutes and Regulations of the University of London, shall have all the powers of a natural person and thus power to do any lawful thing in furtherance of its Objects and, without prejudice to the generality of the foregoing, shall have power: to award all forms of degrees, diplomas and certificates to persons who have met the requirements for award as approved by ~~QMUL~~the University and to award all forms of degrees, diplomas and certificates in conjunction with other institutions to persons who have met the requirements for award as approved by ~~QMUL~~the University, including dual and joint awards.
4. ~~Academic~~The University shall uphold freedom of speech within the law and academic staff shall have freedom within the law to question and test accepted ideas, and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy of losing their jobs or privileges.
5. ~~QMUL~~The University shall be committed to the fair and equal treatment of every person and shall only discriminate on grounds permitted or required by law.
6. We reserve unto Ourselves, Our Heirs and Successors to be the Visitor of ~~QMUL~~the University, acting through the Lord President of Our Privy Council, or, on representation of the Council, to appoint by Order in Council, a Visitor for such period as We, Our Heirs or Successors shall see fit, and the Visitor’s decision on matters within his or her jurisdiction shall be final.

7. There shall be a Council of ~~QMUL~~the University. The Council shall be the supreme governing body of ~~QMUL~~the University and shall act in a way that promotes ~~QMUL's~~the University's interests. Subject to the Charter, and in furtherance of its role as the governing body, the Council shall exercise all the powers of ~~QMUL~~the University; and without limiting the above, the Council has the specific powers set out in the Ordinances.
8. The Council shall:
 - (a) have ultimate responsibility for the affairs of ~~QMUL~~the University;
 - (b) determine the strategic direction of ~~QMUL~~the University;
 - (c) ensure the effective management and control of ~~QMUL's~~the University's affairs, property and finances;
 - (d) set the framework for determining the structure, staffing and overall composition of ~~QMUL~~the University;
 - (e) set the framework for determining the pay and conditions of service of staff;
 - (f) appoint the President and Principal of ~~QMUL~~the University.
9. The Council shall comprise not more than 23 members such that there is a majority of members who are not staff or students of ~~QMUL~~the University (hereinafter referred to as "external members"), and consist of at least:
 - (a) ten external members, of whom two are nominated by the Drapers' Company, appointed by the Council;
 - (b) the President and Principal (ex-officio);
 - (c) two ~~Vice Principals~~ Senior Officers nominated by the President and Principal in a way that may be prescribed by Ordinance, appointed by the Council;
 - (d) the President of the Students' Union (ex-officio);
 - (e) four academic staff members who are not Senior Officers, elected by the staff of ~~QMUL~~the University in a way prescribed by Ordinance;
 - (f) one staff member ~~from staff other than those that apply in [e] above~~ who is not an academic staff member or a Senior Officer, elected by the staff of ~~QMUL~~the University in a way prescribed by Ordinance.
10. The terms of office for members of Council, unless there are special circumstances, shall be:
 - (a) Four years for an external member ~~of Council~~, commencing from the date of his/her appointment to Council and extendable by one further period of four years.
 - (b) Four years for ~~elected members~~ an elected member, commencing from the date of his/her appointment to Council, following the election, and extendable by one further period of four years, subject to re-election. Where, before the completion of his/her current term of office, a member in this category ceases to meet the criteria under which he/she was elected for a period lasting twelve consecutive calendar months or more, or commences a period of sabbatical or other planned leave lasting twelve consecutive calendar months or more, he/she shall cease to be a member of Council.
 - (c) Four years for a ~~Vice Principal~~ Senior Officer, commencing from the date of his/her appointment to Council, following his/her nomination, and extendable by one further period of four years, subject to re-nomination. ~~Where the~~ Where a member in this category ceases to be a ~~Vice Principal~~ Senior Officer, or commences a period of sabbatical or other planned leave lasting twelve consecutive calendar months or more before the completion of his/her term of office, he/she shall cease to be a member of Council.

(d) A former ~~external member or elected~~ member shall be eligible for re-appointment ~~or re-election, as applicable and for the terms of office specified above,~~ for the terms of office specified above following a period of two years from the end of his/her second consecutive period of office.

11. A member who does not attend for twelve consecutive calendar months shall be deemed to have resigned his/her membership unless the Council decides otherwise.

12. The quorum for a meeting of Council shall be seven such that there is a majority of external members who are not staff or students of QMUL. Ordinary meetings of Council shall take place as determined by Ordinance. A meeting of Council includes (except where inconsistent with any legal obligation):

(a) a physical meeting;

(b) a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation; and

(c) telephone conferencing.

The Council may decide as an exception to consider a resolution in writing or in electronic form outside one of its Ordinary meetings. A resolution that is presented for consideration in this form and agreed by all members of Council that are entitled to receive notice of a meeting and to vote upon the resolution shall be valid and effectual as if it has been passed at a meeting of Council duly convened and held.

13. The Council shall elect a ~~Chairman~~Chair and a ~~Vice-Chair~~ from amongst its external members. The period of office of ~~Chairman~~Chair and Vice-Chair shall be four years from the date of appointment to the role, following the election, or the remainder of that member's term of membership of the Council, whichever is shorter. The same member shall be eligible for re-election as ~~Chairman~~Chair or Vice-Chair for one further period of office. There may be other officers of Council as prescribed by Ordinance.

14. Subject to the provisions of this Our Charter and the Ordinances, the Council may delegate such of its functions, powers and duties to such bodies or individuals as it may think fit. In accordance with the relevant Ordinances, the Council may appoint standing and temporary committees, formed from its own number or otherwise, which shall have the power to establish sub-committees unless the Council has provided to the contrary.

15. The Council may not delegate its powers:

(a) to appoint the President and Principal and to approve the President and Principal's terms and conditions of appointment;

(b) to approve the annual budget;

(c) to amend the Charter under the provisions set out;

(d) to make Ordinances;

(e) to adopt ~~QMUL's~~the University's Annual Accounts;

(f) to appoint ~~QMUL's~~the University's Auditors.

16. The Council shall appoint an Auditor or Auditors. Every such Auditor shall be a member of a recognised supervisory body who is eligible for appointment under the rules of that body. There shall be an Audit Committee.

17. There shall be a Senate of ~~QMUL~~the University (hereinafter called “the Senate”) whose constitution and membership shall be as prescribed by Ordinance and it shall, subject to the general superintendence and control of the Council, be the body responsible for the academic activity of ~~QMUL~~the University.
18. There shall be a President and Principal of ~~QMUL~~the University (hereinafter referred to as “the President and Principal”) who shall be appointed by the Council and who shall be the chief academic and accounting officer of ~~QMUL~~the University and whose powers and duties shall, subject to the provisions of this Our Charter, be as prescribed by Ordinance. There may be other Senior Officers of ~~QMUL~~the University as prescribed by Ordinance.
19. There shall be a Students’ Union of ~~QMUL~~the University whose constitution, membership, powers and functions shall be prescribed by Ordinance.
20. The Council may at any time add to, amend or revoke any of the provisions of this Our Charter by Special Resolution, and any such addition, amendment or revocation shall, have effect so that this Our Charter shall, when allowed by Us, Our Heirs or Successors in Council, thereafter continue and operate as if it had been originally granted and made as so added to, amended or revoked, and this provision shall apply to this Our Charter as so revoked or varied. Where an addition, amendment or revocation sought affects academic policy the Senate shall be consulted.
21. A “Special Resolution” means a resolution passed at a meeting, of which at least twenty-one days' notice has been given, of not less than two-thirds of the members of the Council by a majority of not less than three-quarters of those present and voting at the meeting.
22. Subject to the provisions of this Our Charter, the Council may make such Ordinances and Regulations as it considers appropriate for the purpose of fulfilling the objects of ~~QMUL~~the University, provided that no Ordinance shall have effect if it be repugnant to the provisions of this Our Charter, or to the Statutes and Regulations of the University of London, and that no Ordinance which affects academic policy shall be made until the Senate has been consulted.
23. Our Royal Will and Pleasure is that this Our Charter shall ever be construed benevolently and in every case most favourably to ~~QMUL~~the University and to the promotion of the objects of this Our Charter.

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

WITNESS Ourselves at [place] the [day] day of [month] in the [year] year of Our Reign.

BY WARRANT UNDER THE QUEEN’S SIGN MANUAL

**Amendments Requested by Queen Mary University of London
to Articles in its Royal Charter**

August 2019

1. Delete Article 1 and substitute: “At the date of the grant of this Our Charter, the body politic and corporate created by the Charter of 1989 and known as “Queen Mary University of London” (hereinafter referred to as “the University”) shall be granted the status of a university, and the Charter of 1989, except insofar as it continues in force the incorporation of the University, and the conferring of perpetual succession and a common seal, shall be and is hereby revoked, but nothing in this revocation shall affect the legality or validity of any act, deed, or thing lawfully done or executed under the provisions of the said Charter.”
2. In Article 2, delete “QMUL” wherever it occurs and substitute “the University”.
3. In Article 3 —
 - (a) delete “QMUL” wherever it occurs and substitute “the University”;
 - (b) after “Statutes and Regulations of the University”, insert “of London”.
4. In Article 4, delete “Academic” and substitute “The University shall uphold freedom of speech within the law and academic”.
5. In Article 5, delete “QMUL” and substitute “The University”.
6. In Article 6, delete “QMUL” and substitute “the University”.
7. In Article 7 —
 - (a) delete “QMUL’s” and substitute “the University’s”;
 - (b) delete “QMUL” wherever it occurs and substitute “the University”.
8. In Article 8 —
 - (a) delete “QMUL’s” and substitute “the University’s”;
 - (b) delete “QMUL” wherever it occurs and substitute “the University”;
 - (c) in paragraph (f) before “Principal”, insert “President and”.
9. In Article 9 —
 - (a) delete “QMUL” where it occurs for the first time and substitute “the University (hereinafter referred to as “external members”)”;
 - (b) in paragraph (b) before “Principal”, insert “President and”;

- (c) in paragraph (c) :-
 - (i) delete “Vice Principals” and substitute “Senior Officers”;
 - (ii) before “Principal”, insert “President and”;
- (d) in paragraph (e) :-
 - (i) after “academic staff members”, insert “who are not Senior Officers”;
 - (ii) delete “QMUL” and substitute “the University”;
- (e) in paragraph (f) :-
 - (i) delete “from staff other than those that apply in (e) above” and substitute “who is not an academic staff member or a Senior Officer”;
 - (ii) delete “QMUL” and substitute “the University”.

10. In Article 10 —

- (a) in paragraph (a) :-
 - (i) after “external member”, delete “of Council”;
 - (ii) after “appointment”, insert “to Council”;
- (b) in paragraph (b) :-
 - (i) delete “elected members” and substitute “an elected member”;
 - (ii) after “appointment”, insert “to Council”;
 - (iii) after “re-election.”, insert “Where, before the completion of his/her current term of office, a member in this category ceases to meet the criteria under which he/she was elected for a period lasting twelve consecutive calendar months or more, or commences a period of sabbatical or other planned leave lasting twelve consecutive calendar months or more, he/she shall cease to be a member of Council.”;
- (c) in paragraph (c) :-
 - (i) delete “Vice Principal” where it occurs for the first time and substitute “Senior Officer”;
 - (ii) after “appointment to Council,”, insert “following his/her nomination,”;
 - (iii) after “four years”, insert “, subject to re-nomination”;
 - (iv) delete “Where the” and substitute “Where a”;

- (v) delete “Vice Principal” where it occurs for the second time and substitute “Senior Officer, or commences a period of sabbatical or other planned leave lasting twelve consecutive calendar months or more”;
 - (d) in paragraph (d) :-
 - (i) delete “external member or elected”;
 - (ii) delete “or re-election, as applicable and for the terms of office specified above,” and substitute “for the terms of office specified above”.
11. In Article 12 —
- (a) after “The quorum for”, insert “a meeting of”;
 - (b) after “a majority of”, insert “external”;
 - (c) after “members”, delete “who are not staff or students of QMUL”;
 - (d) after “Ordinance.”, insert “A meeting of Council includes (except where inconsistent with any legal obligation): (a) a physical meeting; (b) a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation; and (c) telephone conferencing. The Council may decide as an exception to consider a resolution in writing or in electronic form outside one of its Ordinary meetings. A resolution that is presented for consideration in this form and agreed by all members of Council that are entitled to receive notice of a meeting and to vote upon the resolution shall be valid and effectual as if it has been passed at a meeting of Council duly convened and held.”.
12. In Article 13, delete “Chairman” wherever it occurs and substitute “Chair and Vice-Chair”.
13. In Article 15 —
- (a) in paragraph (a) :-
 - (i) before “Principal”, insert “President and”;
 - (ii) before “Principal’s”, insert “President and”;
 - (b) delete “QMUL’s” wherever it occurs in paragraphs (e) and (f) and substitute “the University’s”.
14. In Article 17, delete “QMUL” wherever it occurs and substitute “the University”.
15. In Article 18 —
- (a) before “Principal” wherever it occurs, insert “President and”;
 - (b) delete “QMUL” wherever it occurs and substitute “the University”;

- (c) before “Officers”, insert “Senior”.
- 16. In Article 19, delete “QMUL” and substitute “the University”.
- 17. In Article 22 —
 - (a) delete “QMUL” and substitute “the University”;
 - (b) after “Statutes and Regulations of the University”, insert “of London”.
- 18. In Article 23, delete “QMUL” and substitute “the University”.

END