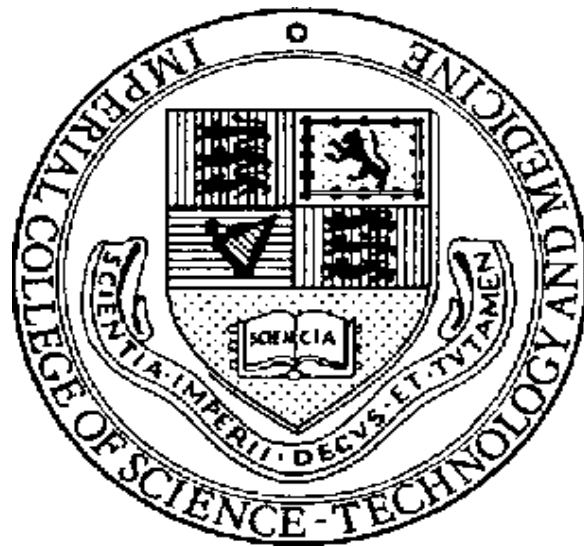


Imperial College  
of  
Science, Technology and Medicine



CHARTER  
AND  
STATUTES  
2023

## CHARTER AND STATUTES

### Explanatory Note

The Charter of Incorporation of the Imperial College of Science and Technology was granted under Letters Patent by HM King Edward VII at Westminster on 8th July 1907.

Conditions under which the City and Guilds College (then the Central Technical College of the City and Guilds of London Institute) was to become an integral part of the Imperial College were set forth in a Schedule to the Charter. This Schedule was cancelled by an Order in Council of 19th July 1910, and the original conditions were replaced by those set forth in the Schedule to that Order (commonly known as 'the Schedule of 1910').

Other Orders in Council which have resulted in additions to, or amendments of, the Charter or the Schedule of 1910 were made on (a) 21st November 1908; (b) 7th July 1916; (c) 6th February 1940; (d) 29th January 1947; (e) 29th June 1951 (which cancelled the Order made in 1916); and (f) 22nd June 1988. The last of these incorporated St Mary's Hospital Medical School as a constituent College and entitled the College as the Imperial College of Science, Technology and Medicine.

The merger with St Mary's Hospital Medical School was enacted by the Imperial College Act 1988 (chapter xxiv), which came into effect on 1st August 1988. Further mergers were also enacted by (a) the Imperial College Act 1997 (chapter ii), which united the Charing Cross and Westminster Medical School and the Royal Postgraduate Medical School with the College and which came into effect on 1st August 1997; and (b) the Imperial College Act 1999 (chapter iii), which united Wye College with Imperial College and which came into effect on 1st August 2000.

Two further mergers have been made by Contract. On 1st August 1995 the National Heart and Lung Institute transferred its assets and rights to the College; and on 1st August 2000 the Kennedy Institute of Rheumatology transferred its assets and rights to the College.

Following the merger with the Charing Cross and Westminster Medical School and the Royal Postgraduate Medical School, a Supplemental Charter and Statutes were granted by HM Queen Elizabeth II on 24th June 1998. Further Orders in Council which have resulted in additions, to or amendments of, the Charter and Statutes of 1998 were made on (a) 8th May 2003 (which granted the College the power to award degrees in its own name); (b) 16th July 2003; and (c) 10th January 2005.

In 2006 the College concluded that its objects and duties would be better achieved and performed if it were a separate university in its own right and therefore agreed with the University of London that Imperial College's status as a College of the University of London should be withdrawn. On 4th April 2007 a Supplemental Charter and Statutes were granted by HM Queen Elizabeth II. This Supplemental Charter, which came into force on the date of the College's Centenary, 8th July 2007, established the College as a University with the name and style of "The Imperial College of Science, Technology and Medicine".

On 6 July 2009 the Statutes were amended by an Order in Council increasing the size of the Council. Further Orders in Council which have resulted in additions, to or amendments of, the

Charter and Statutes of 2007 were made on (a) 16 March 2011; (b) 5 November 2014 (which provided for the replacement of the Rector by the President and the creation of the new role of Provost) and (c) 13 December 2023.

In this pamphlet are set forth the provisions of the Charter and Statutes of 2007 incorporating the amendments made on 6 July 2009, 16 March 2011, 5 November 2014 and 13 December 2023.

# 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 Imperial College of Science and Technology was established by Royal Charter granted by His Late Majesty King Edward the Seventh on the 8th day of July 1907 (hereinafter referred to as “the Charter of 1907”) combining the Royal College of Science, the Royal School of Mines and the City and Guilds College, for the purpose of giving the highest specialised instruction, and providing the fullest equipment for the most advanced training and research in various branches of science, especially in its application to industry:

AND WHEREAS the Imperial College of Science and Technology became a School of the University of London in 1908 and was redesignated a College of the University of London in 1994:

AND WHEREAS on the 22nd day of June 1988 the Royal Charter of the Imperial College of Science and Technology was amended by Order in Council to change the name of the body to the Imperial College of Science, Technology and Medicine (hereinafter referred to as “Imperial College”) with the purpose, inter alia, of carrying on the work of St. Mary’s Hospital Medical School:

AND WHEREAS by the Imperial College Act 1988, which came into effect on the 1st day of August 1988, St. Mary’s Hospital Medical School became united with Imperial College:

AND WHEREAS on the 23rd day of June 1948, under schemes made pursuant to section 15 of the National Health Service Act 1946, both the Charing Cross Hospital Medical School and the Westminster Medical School (hereinafter referred to as “the Medical Schools”) were constituted bodies corporate and in accordance with those schemes were administered as Schools of the University of London with the main objects of providing for the education of students in medicine and allied subjects, promoting research work for the advancement of medical sciences and engaging in ancillary activities:

AND WHEREAS on the 1st day of August 1984, in pursuance of the policy of the University of London that the academic strength and financial viability of the Medical Schools of the University of London should be enhanced by the merger of some of those Schools, the Medical Schools were dissolved, and a new body corporate was constituted by the Charing Cross and

Westminster Medical School Act 1984, which also provided for the new body corporate to be known as the Charing Cross and Westminster Medical School and for the schemes made pursuant to section 15 of the National Health Service Act 1946 to be revoked:

AND WHEREAS the Royal Postgraduate Medical School was incorporated by a Charter granted by His Late Majesty King George the Fifth on the 10th day of July 1931:

AND WHEREAS We Ourselves granted a Charter on the 25th day of February 1974 (hereinafter referred to as "the Charter of 1974"), whereby the Royal Postgraduate Medical School was reconstituted as a University of London medical school, having the objects of the teaching and practice of and research into the science and art of medicine and such allied subjects as may be decided upon from time to time by the Council of the Royal Postgraduate Medical School:

AND WHEREAS the National Heart and Lung Institute (hereinafter referred to as "the Institute") was originally incorporated in 1973 under the name "the Cardiothoracic Institute" as a company limited by guarantee with the main objects of promoting the study of disease and particularly diseases of the heart, circulation and chest and generally improving the standard of knowledge of the means of prevention, diagnosis and methods of treatment and cure of such diseases:

AND WHEREAS on the 1st day of August 1995, in pursuance of the policy of the University of London that the academic strength and financial viability of its Medical Schools should be enhanced by the merger of some of those Schools with certain of its multi-faculty institutions, the Institute transferred its assets and rights to Imperial College:

AND WHEREAS Imperial College, the Charing Cross and Westminster Medical School and the Royal Postgraduate Medical School (hereinafter referred to as "the former College and Schools") agreed that it was expedient that they should be united as one college and provision made for this in the Imperial College Act 1997 (hereinafter referred to as "the Act"), which also provided for the revocation of the Charter of 1974:

AND WHEREAS We Ourselves granted a new Charter on the 24th day of June 1998 (hereinafter referred to as "the Charter of 1998"), whereby the Charter of 1907 was replaced by one making suitable provision in consequence thereof:

AND WHEREAS the Charter of 1998 revoked the Charter of 1907, except insofar as it incorporates the Imperial College of Science, Technology and Medicine and confers on it perpetual succession and a Common Seal and power to sue and be sued and to do all such things as are ancillary to a body corporate:

AND WHEREAS the College of St. Gregory and St. Martin at Wye was founded in 1447 as a religious house and was dissolved in 1545, after which the site continued to be used for educational purposes, becoming a grammar school in 1627:

AND WHEREAS the Grammar School at Wye continued until 1894 when the South Eastern Agricultural College was established on the site:

AND WHEREAS the South Eastern Agricultural College became a school of the University of London in 1898 and in 1946 the said College entered into association with the Horticultural College for Women, Swanley:

AND WHEREAS on 13th September 1948 those associated bodies were incorporated by Royal Charter as The College of St. Gregory and St. Martin at Wye generally known as "Wye College" having the objects among others of providing for persons of both sexes instruction and means of research in all or any of the subjects relating to the practice and science of agriculture and horticulture comprised in the Faculty of Science of the University of London and in such other subjects of or cognate to a University Education in Agriculture and Horticulture as might be decided upon from time to time by the Governing Body of Wye College:

AND WHEREAS by the Imperial College Act 1999, which came into effect on the 1st day of August 2000, The College of St. Gregory and St. Martin at Wye became united with Imperial College:

AND WHEREAS Imperial College has now concluded that its objects and duties would be better achieved and performed if it were a separate university in its own right and has agreed that it is expedient that the Charter of 1998 should be replaced by one making suitable provision in consequence thereof:

AND WHEREAS a humble Petition has been presented to Us by the Court and Council of Imperial College praying that We should be graciously pleased to grant a new Charter replacing the Charter of 1998:

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

NOW THEREFORE KNOW YE that We, 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. There shall be and there is hereby constituted a University with the name and style of "The Imperial College of Science, Technology and Medicine" (hereinafter referred to as "the University").
2. The Charter of 1998, except insofar as it revoked the Charter of 1907, shall be and is hereby revoked but nothing in this revocation shall affect the remaining provisions of the Charter of 1907 or the legality or validity of any act, deed or thing lawfully done or executed under the provisions of the Charter of 1907 or the Charter of 1998.
3. Notwithstanding the remaining terms of the Charter of 1907, the following shall henceforth constitute the University, that is to say, those persons who for the time being are members of the Court or of the Council, the Fellows of the University, the staff, students or other members of the University.
4. The Objects of the University shall be to provide the highest specialised instruction and the most advanced training,

education, research and scholarship in science, technology and medicine, especially in their application to industry; and in pursuit of these objects to act in co-operation with other bodies.

5. The University, subject to this Our Charter and Statutes, shall have power to do any lawful thing in furtherance of its objects and, without prejudice to the generality of the foregoing, shall have power:
  - (a) to grant or confer in the name of the University or in conjunction with another institution or institutions recognised by the University under conditions laid down in the Statutes, Ordinances or Regulations, Degrees, Diplomas, Certificates and other academic distinctions to and on persons who have pursued a course of study approved by the University, and to revoke such academic awards;
  - (b) to confer or revoke Honorary Degrees, Fellowships and Associateships of the University and other distinctions on approved persons provided that all Honorary Degrees, Fellowships, Associateships and other distinctions so conferred shall be conferred and held subject to any provisions which are or may be made in reference thereto by the Statutes, Ordinances or Regulations;
  - (c) to acquire, own, maintain, manage and dispose of real and other property;
  - (d) to solicit, receive and administer grants, fees, subscriptions, donations, endowments, legacies, gifts and loans of any property whatsoever, whether real or personal;
  - (e) to act as trustees for and in relation to endowments, legacies and gifts;
  - (f) to invest any monies in the hands of the University and available for investment in accordance with the relevant law and the Statutes;

- (g) to borrow and raise money in any lawful manner as determined by the Council in accordance with the Statutes and any Ordinances or Regulations made thereunder and in doing so may give security for loans and enter into any instrument which is ancillary or incidental to the exercise of such powers;
  - (h) to give guarantees;
  - (i) to join or collaborate with any other institution, organisation, company, partnership, joint venture or association;
  - (j) to provide indemnity insurance to cover the liability of the members of the Council in accordance with the statutory provisions to purchase indemnity insurance;
  - (k) to enter into engagements and to accept obligations and liabilities in all respects without any restriction whatsoever; and
  - (l) generally to do all other lawful acts whatsoever that may be necessary for and conducive or incidental to the attainment of the objects of the University.
6. All the functions of the University shall be performed by or through the authorities of the University established by or under the provisions of this Our Charter and the Statutes, being the authorities to whose respective jurisdictions those functions are thereby assigned in the manner therein provided.
  7. The work of the University shall be carried out in a spirit of tolerance. Academic staff shall have freedom within the law to question and test received wisdom, and to put forward new ideas and controversial or unpopular opinions, without placing themselves in jeopardy of losing their jobs or privileges.
  8. In carrying out its functions, the University shall not discriminate unlawfully against any person.
  9. There shall be a Council of the University (hereinafter referred to as "the Council") which, subject to the provisions of this Our Charter, shall be the governing and executive body of the University and shall exercise all the powers of the University, save to the extent that this Our Charter and the Statutes otherwise provide.
  10. Subject to the provisions of this Our Charter, the constitution of the Council shall be as prescribed by or under the Statutes with its powers and duties, the manner of appointment of election and period of office of its members, the manner of filling vacancies in its membership, the conduct of its meetings and affairs and all other matters relating to the Council shall be as prescribed by or under the Ordinances.
  11. Subject to the provisions of this Our Charter and the Statutes, the Council may delegate any of its functions, powers and duties (other than its power to make Ordinances) to committees appointed by it, its officers, other entities (comprising its own officers or members or otherwise) or individuals, and such committees, individuals or entities may further delegate unless the Council has provided to the contrary.
  12. The Council shall have the custody and sole use of the Common Seal of the University, and arrangements for its safe keeping and manner of authentication shall be as prescribed by Ordinance.
  13. There shall be a Court of the University (hereinafter referred to as "the Court") with constitution, powers and functions as defined by Ordinance.
  14. There shall be a Senate of the University (hereinafter called "the Senate") whose duties 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 work of the University.

15. There shall be a President of the University (hereinafter referred to as "the President"):
  - (a) who shall be appointed by the Council;
  - (b) who shall be the chief academic and administrative officer of the University; and
  - (c) whose powers and duties shall, subject to the provisions of this Our Charter, be as prescribed in or under the Statutes.
16. There shall be such other officers of the University as may be designated in accordance with or under the Statutes.
17. There shall be a Students' Union of the University (hereinafter referred to as "the Imperial College Union") for the benefit of the students of the University and in their interests as students which shall conduct its affairs in accordance with a constitution approved by the Council.
18. Subject to Article 19 hereof, the Council may make Statutes for the promotion and fulfilment of the objects of the University and for its governance and management, provided that no Statute affecting academic policy shall be made until the Senate has been consulted.
19. The Council may add to, amend or revoke the Statutes by Special Resolution, provided that no new Statute, addition, amendment or revocation shall have effect until it has been approved by the Lords of Our Most Honourable Privy Council, of which approval a certificate under the hand of the Clerk of Our Privy Council shall be conclusive evidence.
20. Subject to the provisions of this Our Charter and the Statutes, the Council may make such Ordinances and Regulations as it

considers necessary or desirable for the purpose of carrying out the objects of the University, provided that no Ordinance or Regulation shall have effect if it be repugnant to the provisions of this Our Charter or to the Statutes. Such Ordinances and Regulations may add to, amend or repeal Ordinances and Regulations from time to time in force.

21. The Statutes may direct that any of the matters authorised or directed in this Our Charter to be prescribed or regulated by Statute shall be prescribed or regulated by Ordinance or Regulation or by decision made by the Council, provided that any such further prescription, regulation or decision shall not be repugnant to the provisions of this Our Charter or of the Statutes.
22. The Council may at any time seek to add to, amend or revoke any of the provisions of this Our Charter by Special Resolution, and any such addition, amendment or revocation shall, when allowed by Us, Our Heirs or Successors in Council, have effect so that this Our Charter shall 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.
23. For the purpose of this Our Charter, a "Special Resolution" means:
  - (a) a resolution passed at a meeting, of which at least 21 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; and
  - (b) a resolution passed in writing (without notice) by a majority of not less than three-quarters of the members of Council in accordance with the provisions of the Statutes.
24. We reserve unto Ourselves, Our Heirs and Successors to be the Visitor of the University, acting through the President of Our Privy Council, or, on representation of the Court, 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 their jurisdiction shall be final.

25. 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.

26. This Our Charter shall come into force on the 8<sup>th</sup> day of July 2007.

IN WITNESS whereof We have caused these Our Letters to be made Patent  
WITNESS Ourselves at Westminster the day of in the year of Our Reign

**BY WARRANT UNDER THE QUEEN'S SIGN MANUAL**

# STATUTES OF IMPERIAL COLLEGE OF SCIENCE, TECHNOLOGY AND MEDICINE

## 1. DEFINITION OF TERMS

- (1) In these Statutes and the Appendices thereto words bear the same meaning as in the Charter and, unless the context otherwise requires:
  - (a) “the Charter” means the Charter of the University granted in 2007 (as amended) to which these Statutes are scheduled;
  - (b) “Ex Officio Staff Member” means a senior member of Staff who shall be a member of Council pursuant to Statute 3(1)(iv);
  - (c) “Independent Members” means members of the Council who are not Students, Staff or other persons holding office or employment in the University. Such members to be appointed by the Council;
  - (d) “Ordinance” means an Ordinance made by the Council in accordance with the Charter and these Statutes;
  - (e) “Regulation” means a Regulation made by the Council in accordance with the Charter and these Statutes;
  - (f) “Staff” means persons employed by the University;
  - (g) “Staff Member” means a member of Council (other than an Ex Officio Staff Member) who is a member of Staff and appointed in accordance with Statute 3(1)(v);

- (h) “Students” means persons registered for courses of study at the University;
- (i) “Student Members” means such members of Council who are Students who shall be appointed in accordance with the Ordinances, or, in the case of the President of the Students’ Union, ex officio;

- (2) Any reference to a numbered Statute shall be taken to refer to the Statute of such number in these Statutes.
- (3) Except where the context otherwise requires, words importing the singular number shall include the plural number and vice versa.
- (4) References to the provisions of any statute or statutory provision include, unless the context otherwise requires, reference to the corresponding provisions of any subsequent statute or statutory provision directly or indirectly amending, consolidating, extending, replacing or re-enacting the same.

## 2. MEMBERSHIP OF THE UNIVERSITY

The membership of the University shall be defined by Ordinance.

## 3. THE COUNCIL

### (1) Membership of the Council

- (a) The Council shall consist of the following persons:
  - (i) The President, ex officio;
  - (ii) The Provost, ex officio;

- (iii) The Chief Operating Officer (or, if not appointed, the Chief Financial Officer), ex officio;
- (iv) Four Ex Officio Staff Members, as prescribed in the Ordinances;
- (v) Up to four Staff Members appointed in accordance with the Ordinances;
- (vi) At least ten and not more than fourteen Independent Members;
- (vii) At least one and up to two Student Members;

provided that the Independent Members always comprise the majority.

- (b) There shall be a Chair of Council who shall be appointed by Council from amongst the Independent Members.
- (c) A Deputy Chair of Council and a Senior Independent Member of Council may be appointed by Council from amongst the Independent Members.
- (d) Procedures for the appointment of members of the Council, including procedures for the filling of casual vacancies, shall be as prescribed by Ordinance.
- (e) Members of the Council shall hold such terms of office as prescribed by Ordinance, up to four years, with eligibility to be reappointed.

(f) Retirement of and removal of members of Council shall be as prescribed by Ordinance provided that:-

- (i) Ex officio members shall cease to be members on vacation of the relevant office;
- (ii) A Staff Member or Student Member shall cease to be a member of the Council if they cease to be a member of Staff or a Student respectively;
- (iii) The Council may require any member against whom a bankruptcy order has been made, or who makes a voluntary arrangement or any form of composition with their creditors, or a similar or equivalent order or arrangement in any jurisdiction or who is convicted on indictment of a criminal offence, to resign from membership;
- (iv) Any member of the Council may resign by sending notice of resignation in writing to the Clerk to the Council.

(2) **Meetings of the Council**

- (a) The Council shall meet at least three times during the academic year, but additional meetings shall be called as required by the Chair or at the written request of no fewer than one-third of the members.

- (b) The quorum for a meeting of the Council shall be ten, of which at least six shall be Independent Members.
- (c) A meeting of the Council may be held either in person or by suitable electronic or virtual means.
- (d) A resolution approved in writing or by electronic means, by the majority of the members of Council (or in the case of a Special Resolution three quarters of the members of Council), shall be as valid as a resolution passed at a meeting. For this purpose, the resolution may be approved in or by more than one document and will be treated as passed on the date the majority is received.

(3) **Powers and Functions of the Council**

Subject to the Charter and Statutes, the Council shall exercise all the powers of the University which, without limiting the above, shall be prescribed by Ordinance including the power:

- (a) to appoint the President;
- (b) to make, amend or revoke Ordinances and Regulations; and
- (c) to establish committees with such membership as deemed necessary to assist in the discharge of its responsibilities.

4. **ACTS DURING VACANCIES**

No act or resolution of the Council or any committee or board constituted in accordance with these Statutes shall be invalid by

reason only of any vacancy in the body doing or passing it or by reason of any want of qualification by or invalidity in the election or appointment of any de facto member of the body whether present or absent, or by reason of the accidental omission to give any member notice of the meeting or the non-receipt by any member of that notice.

5. **OFFICERS OF THE UNIVERSITY**

(1) **The President**

- (a) The President of the University shall be appointed by the Council.
- (b) The President shall hold office for such period and on such terms and conditions as the Council shall determine.
- (c) Subject to the provisions of the Charter and these Statutes, the President shall be responsible for ensuring that the objects of the University are fulfilled, for maintaining and promoting the efficient and proper management of the affairs of the University, and for such other duties as may be prescribed by Ordinance or determined by the Council from time to time.
- (d) Subject to any directions or limitations imposed by the Council, the President shall have power to delegate any powers and duties to any person or committee.

(2) **The Provost**

- (a) The Provost of the University shall be appointed by the Council, on the recommendation of the President.

- (b) The Provost shall hold office for such period and on such terms and conditions as the Council shall determine.
- (c) Subject to the provisions of the Charter and these Statutes, the Provost shall be responsible for the delivery of the University's core academic mission, including oversight of the quality and efficacy of education and research; recruitment, development and retention of academic and research staff; and student life and well-being and for such other duties as may be prescribed by Ordinance or determined by the Council from time to time.
- (d) Subject to any directions or limitations imposed by the Council, the Provost shall have power to delegate any powers and duties to any person or committee.

(3) **Chief Operating Officer**

The Council shall, on the recommendation of the President, appoint for such a period as the Council shall determine a Chief Operating Officer of the University or, if so recommended by the President, a Chief Financial Officer of the University, who shall undertake such duties as shall be assigned to them by the President, including responsibility for the financial reporting of the University.

(4) **University Secretary & Registrar**

The Council shall, on the recommendation of the President, appoint a person to act as University Secretary, or, if so recommended by the President, a University Secretary & Registrar, who shall be responsible for the functioning of Council, its committees and meetings (reporting to the Chair of

Council for this purpose) and to undertake such other duties as are assigned to them by the President.

(5) **Other Officers**

The Council may, on the recommendation of the President and in accordance with the Ordinances, designate other University posts as University Officer posts to discharge such responsibilities and duties as may be assigned to them by the President.

6. **STAFF OF THE UNIVERSITY**

Procedures governing the discipline, grievances and dismissal of academic staff employed by the University shall be set out in the Ordinances.

7. **ACCOUNTS AND AUDIT**

The Council shall ensure that financial accounts are kept and that an annual statement of the University's finances is prepared and published. The University shall have external Auditors who shall be appointed by the Council. The Auditors shall be members of a recognised supervisory body and eligible for appointment under the rules of that body.