

BY-LAWS
OF
THE MASTER, FELLOWS, AND
SCHOLARS OF
PEMBROKE COLLEGE
IN THE UNIVERSITY OF OXFORD

As approved by Governing Body

11th February, 2026

Contents

PREAMBLE	4
1 DEFINITIONS AND INTERPRETATION	5
1.1 Definitions	5
1.2 Interpretation	5
2 THE GOVERNING BODY	6
2.1 Composition	6
2.2 Meetings	6
2.3 Quorum	7
2.4 Voting	7
2.5 Minutes	7
3 CONDUCT OF MEETINGS	8
3.1 Chair	8
3.2 Order of Business	8
3.3 Management of the Agenda	9
3.4 Declarations of Interest	10
3.5 Proposals and Amendments	10
3.6 Procedural Motions	10
3.7 Points of Order and Information	11
3.8 Adjournment and Closure	11
3.9 Attendance and Participation	12
3.10 Record of Attendance	12
4 OFFICERS OF THE COLLEGE	12
4.1 Representation in the University	12
4.2 Additional College Officers	13
4.3 College Officers Group	13
4.4 Senior Executive Officers of the College	14
5 COMMITTEES	15
5.1 The Committee of the Whole	15
5.2 Senior Committees	15
5.3 Scrutiny and Audit Committees	16
5.4 Ordinary and Consultative Committees	18
5.5 Standing and Tutors' Committees	18
5.6 Working Groups	19
5.7 Committee Composition and Procedures	19

5.8 Urgent Business	19
6 FELLOWS	20
6.1 Categories of Fellowship	20
6.2 Election and Appointment	20
6.3 Rights and Duties	21
7 THE VISITOR	21
8 FORMAL LEAVE	24
9 CLERK TO GOVERNING BODY AND RECORD-KEEPING	25
10 STUDENTS	26
11 OTHER COLLEGE POLICIES	26
12 FINANCIAL MATTERS	27
12.1 Financial Year	27
12.2 Budget	27
12.3 Accounts	27
12.4 Investments	28
13 PROPERTY AND CONTRACTS	28
13.1 College Property	28
13.2 Contracts	28
14 AMENDMENTS	29
14.1 Procedure for Amendment	29
15 GENERAL PROVISIONS	29
15.1 Good Order	29
15.2 Severability	29
15.3 Supremacy of Statutes	29
15.4 Compliance with University Regulations	30
15.5 Resolutions of Governing Body	30

PREAMBLE

These By-laws are enacted pursuant to the Statutes of The Master, Fellows, and Scholars of Pembroke College in the University of Oxford (hereinafter 'the College'), a College of the University of Oxford, and shall be read in conjunction with the College Statutes and the Statutes and Regulations of the University of Oxford.

The purpose of these By-laws is to provide detailed regulations for the governance and administration of the College consistent with the provisions of the College Statutes.

These By-laws may be amended by a resolution of the Governing Body in accordance with the procedures set out in the College Statutes and in these By-laws.

BY-LAW 1: DEFINITIONS AND INTERPRETATION

Section 1.1: Definitions

In these By-laws, and in the resolutions of Governing Body, unless the context otherwise requires:

- (a) 'College' means The Master, Fellows, and Scholars of Pembroke College in the University of Oxford;
- (b) 'Statutes' means the Statutes of the College as amended from time to time;
- (c) 'Governing Body' means the Governing Body of the College as constituted under the Statutes;
- (d) 'Fellows' means the Fellows of the College as defined in the Statutes;
- (e) 'Governing-Body Fellows' (or 'GB Fellows') means those Fellows who are members of Governing Body in accordance with the Statutes;
- (f) 'College Members' means all Fellows, students, alumni, and staff of the College;
- (g) 'Junior Member' means all students of the College;
- (h) 'University' means the University of Oxford;
- (i) 'Academic year' means the period from 1st October to 30th September;
- (j) 'Term' means Michaelmas, Hilary, or Trinity Term as defined by the University;
- (k) 'Full Term' means the main eight-week period of teaching within each term as defined by the University.

Section 1.2: Interpretation

In these By-laws, and in the resolutions of Governing Body, unless the context otherwise requires:

1. Words importing the singular include the plural and vice versa.
2. Words importing the feminine include the masculine and vice versa.
3. Headings and numbering are for convenience only and do not affect interpretation.
4. Any reference to a statute, by-law, resolution, or regulation includes amendments or replacements thereof.

BY-LAW 2: THE GOVERNING BODY

Section 2.1: Composition

The composition of the Governing Body shall be as set out in the College Statutes.

Section 2.2: Meetings

1. The Governing Body shall meet at least nine times in each academic year.
2. Ordinary meetings shall be held on the Wednesday of the First, Fourth, and Eighth week of each full term.
3. Extraordinary meetings of the Governing Body may be called by the Master, or shall be called by the Master at the request of any four Fellows.
4. Notice of meetings shall be given to all members at least four days in advance.
5. The agenda and any papers shall be circulated at least four days before the meeting.
6. Items may be added to the agenda after this time with the consent of the chair and two thirds of those present at start of the meeting, if delaying their discussion would hinder the good operation of the College.

Section 2.3: Quorum

1. The quorum for meetings of the Governing Body shall be one half of the total membership, excluding those who have been granted leave in accordance with the provisions of these By-laws.
2. A quorum count shall be taken at the start of any meeting.
3. Once a meeting has been declared quorate, it shall be deemed to remain quorate for all subsequent business unless and until a formal quorum count is requested and conducted. A quorum count may be initiated by the chair or by any two members present as a point of order. If a formal count does not establish that a quorum is present, no business may be conducted. A meeting that is not quorate for more than fifteen minutes shall be adjourned.

Section 2.4: Voting

1. Decisions shall normally be taken by consensus where possible.
2. Where a vote is required, each GB Fellow who is present or attending the meeting electronically shall have one vote.
3. As specified in the Statutes, decisions on all questions shall be by simple majority of those present and voting, except as the Statutes otherwise require.
4. The Master or presiding GB Fellow shall have a casting vote in the event of a tie but shall not otherwise vote.
5. Unless otherwise required by the Statutes, voting may be by show of hands, ballot, or electronic means as determined by the chair.

Section 2.5: Minutes

1. Minutes of all meetings shall be kept by the Clerk to the Governing Body or by a person appointed for that purpose by the meeting.
2. Minutes shall be approved at the next ordinary meeting of the Governing Body.

BY-LAW 3: CONDUCT OF MEETINGS

Section 3.1: Chair

1. All meetings of the Governing Body shall be chaired by the Master, or in their absence, by the Vicegerent, or by the most senior Fellow present by order of election.
2. The chair shall be responsible for ensuring the orderly conduct of meetings.
3. The chair shall rule out of order any proposal that would, if adopted, be incompatible with the law, with the Statutes, or the charitable purposes of the College.
4. The chair's ruling on matters of procedure shall be final unless challenged and overturned by a majority of those present by the procedures set out in these by-laws.
5. The chair may restrict time for debate of any question, and may publish an agenda with specified timings in advance. These times may be varied by a vote of those present.

Section 3.2: Order of Business

1. Meetings shall normally follow this order of business:
 - (a) Apologies for absence
 - (b) Declarations of interest
 - (c) Approval of minutes of previous meeting
 - (d) Reports on actions and matters arising from the minutes
 - (e) Reports and proposals from College Officers
 - (f) Reports and proposals from committees
 - (g) Common Room business
 - (h) Other business from the agenda
 - (i) Any other business
 - (j) Date of next meeting

2. The chair may vary the order of business with the consent of the meeting.
3. Urgent business may be taken at any point at the discretion of the chair.

Section 3.3: Management of the Agenda

1. Items on the agenda shall be classified as:
 - (a) Category A: questions for decision.
 - (b) Category B: items for discussion. No decision shall be taken or resolution passed on these items, except to refer the matter to a committee if appropriate.
 - (c) Category C: items to note. These items shall be taken as agreed or as noted without discussion, unless any member of Governing Body notifies the chair in advance of the meeting that they wish to discuss the item.
2. The chair shall call on the proposer of any item of business to speak first, and then on any members of Governing Body who have notified the chair in advance of the meeting that they wish to speak to the particular item of business.
3. No person shall be called to speak twice on any matter until all other members wishing to speak have done so, except that the chair shall give the proposer of any item of business an opportunity to reply to substantive points made during debate.
4. Members shall speak when recognized by the chair and shall address their remarks to the chair.
5. Any member may request a motion with multiple parts to be divided, or for a longer proposal to be debated and amended by section.
6. Matters raised under 'Any Other Business' or otherwise not appearing on the agenda may only constitute matters to note and no question may be put, except to refer a matter to a committee.

Section 3.4: Declarations of Interest

1. Members shall declare any personal, financial, or professional interest in any matter under discussion in accordance with the Conflict of Interest policy of the College.
2. Members with a material interest in a matter shall withdraw from the meeting during discussion and voting on that matter unless the Governing Body determines otherwise.
3. A register of interests shall be maintained by the Head of Governance and kept available for inspection.

Section 3.5: Proposals and Amendments

1. Substantive proposals should normally be circulated in writing with the agenda.
2. No question shall be put that has not been first reduced to a definite form of words.
3. Amendments to proposals or amendments must be moved and seconded before debate.
4. Amendments shall be decided before the substantive proposal they amend.
5. Only one proposal or amendment may be under discussion at a time.
6. An amendment must be relevant to the original proposal or amendment and not constitute a direct negative.

Section 3.6: Procedural Motions

1. The following procedural motions may be moved at any time:
 - (a) that the question be now put (closure);
 - (b) that the matter be referred to a committee;
 - (c) that debate be adjourned;
 - (d) that the meeting proceed to next business;

- (e) that the meeting be adjourned; or
- (f) that an item be moved into an open, closed, or restricted section of the meeting.

2. Procedural motions take precedence over substantive business.

Section 3.7: Points of Order and Information

- 1. A member may raise a point of order at any time by addressing the chair.
- 2. Points of order must relate to procedure or interpretation of the By-laws.
- 3. The chair shall rule on points of order; the ruling may be challenged by any member, unless these by-laws make other provision in specific cases.
- 4. Any challenge to a ruling must be made immediately, and a challenged ruling shall be put to a vote without debate.
- 5. Points of information may be offered through the chair with the consent of the member speaking.

Section 3.8: Adjournment and Closure

- 1. The chair shall adjourn a meeting if
 - (a) there is no quorum;
 - (b) the conduct of the meeting becomes disorderly;
 - (c) business cannot be completed; or
 - (d) emergency circumstances require it.
- 2. A decision by the chair to adjourn the meeting has effect immediately unless the ruling of the chair is successfully challenged by a point of order.
- 3. The chair's ruling that a quorum is not present may not be challenged by a point of order.
- 4. The meeting may be adjourned to a specified date by resolution.

5. Unfinished business shall be carried over to the next meeting unless otherwise determined.

Section 3.9: Attendance and Participation

1. Members unable to attend may send apologies through the Head of Governance.
2. The Governing Body may permit attendance by electronic means.
3. Non-members of Governing Body shall only attend at the invitation of the Governing Body to address specific items, and shall not otherwise attend.
4. Meetings of Governing Body shall be divided into:
 - (a) Open sections at which the representatives of the student body or others who are invited may be present, and during which items tabled by Junior Members of the College shall be discussed.
 - (b) Closed sections at which only members of Governing Body and others invited by Governing Body are present.
 - (c) Restricted sections at which only trustees of the College are present.

Section 3.10: Record of Attendance

1. Attendance at each meeting shall be recorded in the minutes.
2. Persistent non-attendance without an excuse accepted by the chair is notifiable to the charity commission and may be grounds for review of membership of Governing Body or for other action taken under the relevant provisions of Statute XII.

BY-LAW 4: OFFICERS OF THE COLLEGE

Section 4.1: Representation in the University

1. For the purposes of representing the College at relevant meetings of the University or Conference of Colleges, or for decision-making

in a University context, the Academic Director shall be the 'Senior Tutor', 'Tutor for Graduates', 'Admissions Tutor', 'Tutor for Research', and 'Tutor for Visiting Students' within the meaning of any applicable University or Conference of Colleges statutes, regulations, or procedures.

2. For the purposes of representing the College at relevant meetings of University or Conference of College bodies, the Bursar shall be the 'Estates Bursar' and the 'Finance Bursar' within the meaning of any applicable University or Conference of Colleges statutes, regulations, or procedures.

Section 4.2: Additional College Officers

1. In addition to those Officers specified in the Statutes, Governing Body shall elect each year at least the following officers:
 - (a) a Deputy Dean, who may act on behalf of the Dean.
 - (b) Two Deans of Graduates, one for arts and one for science, who may deputize for the Academic Director in graduate matters.
 - (c) two Deans of Undergraduates, one for arts and one for science, who may deputize for the Academic Director in Undergraduate matters.
 - (d) a Development Fellow.
2. Fellows' Remuneration Committee shall be asked to consider appropriate remuneration for these officers and shall make a recommendation to Governing Body.

Section 4.3: College Officers Group

1. The Master (or in his absence, the Vicegerent, Academic Director, or Bursar) shall convene a College Officers Group that shall meet at least fortnightly to ensure that urgent matters of business are dealt with.
2. The College Officers Group shall consist of the Master, Vicegerent, Academic Director, and Bursar, and such other College Officers or Executive Officers as the chair of the College Officers Group shall direct.

3. The College Officers Group shall minute its meetings, and those minutes shall be reported to Governing Body.
4. The College Officers Group has no decision-making power other than the delegated authority of its individual members and shall be principally a vehicle by which the Officers share urgent information or offer advice to each other.
5. Should Governing Body delegate a decision to 'the College Officers', unless Governing Body shall direct otherwise, it shall mean a unanimous decision by the Master, the Vicegerent, the Academic Director, and the Bursar.

Section 4.4: Senior Executive Officers of the College

1. The following senior members of College staff shall provide expert advice to the College Officers and shall be responsible for the line management of all College staff and day-to-day operation of the College in all matters within their remit as specified by their job descriptions:
 - (a) The Operations Director shall be responsible for the operation of the domestic operations of the College. The Bursar shall be their line-manager.
 - (b) The Estates Director shall be responsible for the maintenance and development of the College estate and its buildings, and the estates and maintenance officers. The Bursar shall be their line-manager.
 - (c) The Finance Director shall be responsible for the finances of the College and for the operation of the Finance Office. The Bursar shall be their line-manager.
 - (d) The Development Director shall be responsible for the Development Office. The Development Fellow shall be their line-manager.
 - (e) The Human Resources Director shall be responsible for the Human Resources team. The Bursar shall be their line-manager.
 - (f) The Academic Registrar and Director of Admissions shall be responsible for the operation of the Academic Office. The Academic Director shall be their line-manager.

- (g) The Head of Governance, who shall be the clerk to the Governing Body and other committees unless another secretary be appointed, shall maintain the College's instruments of governance, journals, registers, and records, and manage the Master's Office and the Communications Office. The Master or Bursar shall be their line-manager.
- 2. This group of Executive Officers shall meet at least every two weeks to review and plan the operation of the College's activities, in a meeting chaired by the Bursar or, in the absence of the Bursar, the Academic Director. The minutes of this meeting shall be reported to College Officers Group.

BY-LAW 5: COMMITTEES

Section 5.1: The Committee of the Whole

- 1. If it is expedient for the purpose of discussion or trustee training to meet in a less formal manner, Governing Body may resolve itself into the Committee of the Whole, which shall be chaired by the Vicegerent or the most senior Fellow present, unless it shall seem to the committee expedient that the Master should be the chair.
- 2. The Committee of the Whole shall have no decision-making power.

Section 5.2: Senior Committees

- 1. Except in the case of urgent matters, Governing Body shall not make a decision on any matter that has not been first considered by one of the Senior Committees of the College, unless Governing Body shall have given some other committee the task of considering a particular matter and making a direct report or recommendation to Governing Body.
- 2. The Senior Committees of the College shall be chaired by the Master, or in their absence the Vicegerent, or the most senior Fellow available in the absence of the Vicegerent.
- 3. A proposal that a Senior Committee, or any other committee to which an item of business has been referred, has declined to recommend

to Governing Body may still be tabled for discussion and decision at Governing Body at the request of seven GB Fellows, but the chair of the relevant committee shall be given the opportunity to set out the committee's objections in writing before the matter is discussed.

4. The Senior Committees shall be:

1. Fellowships Committee, which shall consider all matters relating to the election and re-election of Fellows, and requests for other academic associations with the College as Visiting Fellows or Research Associates, and all matters concerning the size and shape of the Fellowship. It shall consider all requests for leave and variation of duties made by Governing Body Fellows. It shall consider the appointment of College Officers. The Academic Director shall convene this Committee, and its membership shall be limited to the Master and those holding GB Fellowships on the strength of academic appointments.
2. Academic Committee, which shall review and discuss matters concerning research and teaching in the College. The Academic Director shall convene this committee.
3. Finance and Planning Committee, which shall review and discuss all matters relating to the College's strategic planning, shall review budget proposals for each year, and shall consider all proposals for expenditure beyond that authorized in the approved budget for the year, unless those proposals fall within the terms of reference or delegated authorities of another committee or College Officer. The Bursar shall convene this committee.

Section 5.3: Scrutiny and Audit Committees

1. The following committees shall have a scrutiny and audit function, not a decision-making function, and shall alert Governing Body and its committees to any legal, financial, or operational risks. Governing Body shall appoint such external members to these committees as are sufficient to ensure that they have the necessary expertise to perform their scrutiny functions.
 1. Governance Committee shall manage the College's risk-register and shall review the conduct of business and decision-making

in the College. It shall review conduct-of-business documents, other delegations of authority, and all procedures and policies adopted by Governing Body or its committees. It shall alert the Governing Body to any actions necessary to comply with legal or regulatory obligations. It shall review these By-Laws and the Statutes, and from time to time recommend changes to Governing Body or other Senior Committee. The Head of Governance shall convene this Committee.

2. Audit and Risk Committee shall commission and receive the annual audit, and report and make proposals to the Finance and Planning Committee, Governance Committee, or to Governing Body arising from it. It shall assist the Governance Committee in reviewing and updating the College's risk-registers.
3. Health and Safety Committee shall commission, receive, and review reports on health and safety risks within the College and compliance with relevant legislation and regulations, and shall make recommendations arising from them to Governing Body and other relevant committees.
4. Equalities Committee shall discuss the actions of the College and advise the Governing Body, Governance Committee, and the College Officers on any proactive steps that it should take to conform with or to rectify any possible breaches of its duties under equalities law.
5. Fellows' Remuneration Committee, which shall advise Governing Body on appropriate remuneration for the Master and GB Fellows, including additional remuneration for College offices held. The composition of the committee shall be chosen so as to avoid conflicts of interest, including appropriate external members, and shall be chaired by a GB Fellow not remunerated by the College. It shall be convened by the Director of Finance.
6. Staff Committee, which shall consider matters relating to the College's staff other than its Governing Body Fellows and the Master. It shall also act as the Staff Remuneration Committee, advising Finance and Planning Committee and Governing Body on matters relating to the remuneration of all staff other than Governing Body Fellows and the Master. It shall be convened by the Director of Human Resources. Staff Committee shall make no decisions, but make recommendations to other committees

and College Officers as appropriate.

Section 5.4: Ordinary and Consultative Committees

1. Ordinary Committees (with limited delegated authority for decision-making) or Consultative Committees (with no delegated authority for decision-making) shall be established each year by Governing Body with appropriate terms of reference. They shall ordinarily include, but not be limited to:
 1. Buildings Committee, which shall consider the detail of matters relating to the College's estate and its maintenance.
 2. Development Committee, which shall consider the detail of the College's fundraising efforts.
 3. Welfare Committee, which shall consider matters relating to student welfare and well-being.
 4. House Committee, which shall discuss matters relating to the domestic operation of the College insofar as they affect Junior Members, but shall not discuss any matter that impinges directly on provision for the members of the Senior Common Room.
 5. Faith and Chaplaincy Committee, which shall consider matters concerning the operation of the Chapel and its choir, matters relating to faith communities within the College, and oversight of the College's religious benefices.

Section 5.5: Standing and Tutors' Committees

1. Standing Committee shall be the principal investigative body acting on behalf of Governing Body, as set out in relevant policies and procedures, and shall act as the Academic Disciplinary and Grievance Committees for the purposes of Statute XII.
2. Members of Standing Committee may act as the Tutors' Committee for the purposes of the Academic Discipline Policy or Governing Body may appoint a separate committee for this purpose.

Section 5.6: Working Groups

1. Governing Body may from time to time establish such working groups as are necessary to oversee particular projects or to advise it or any of its committees on any specific matter, and delegate to these working groups such authorities as it deems expedient.

Section 5.7: Committee Composition and Procedures

1. Each committee shall have terms of reference approved by Governance Committee.
2. Each committee shall have a chair and a convenor (which may be the same person). All committees shall have a quorum that shall include at least two Governing Body Fellows who hold their Fellowship as a consequence of a research or teaching appointment.
3. Insofar as is appropriate, committees shall conduct their business according to the procedures and conventions of Governing Body.
4. Committee membership for each Academic Year shall be determined by the Governing Body, on a recommendation from Fellowships Committee, and may be adjusted by Governing Body during the year as Governing Body sees fit.
5. Governing Body may appoint to any committee 'external members' in order to provide relevant expertise to the College. These external members shall not be remunerated for their service.
6. Minutes of committee meetings shall be reported to Governing Body.
7. Through the convenor of the committee, any member of Governing Body may submit for discussion or decision any matter that falls within the remit of the committee, and shall be invited to attend the committee to speak to the item, except insofar as it would constitute a breach of the provisions relating to a possible conflict of interest.

Section 5.8: Urgent Business

1. Should any urgent business falling within the remit of any committee arise, the chair of that Committee may act on behalf of the committee

if it is proportionate to do so, notifying the committee members of this action as soon as is expedient.

2. Whenever possible, the chair shall notify the members of the Committee in advance of taking such urgent action, and shall call an extraordinary meeting of the committee if requested to do so.

BY-LAW 6: FELLOWS

Section 6.1: Categories of Fellowship

The categories of Fellowship are set out in the College Statutes and there shall be no other category of Fellowship.

Section 6.2: Election and Appointment

1. All appointments shall be subject to the equality and diversity policies of the College and University.
2. Those appointed to University Associate Professorship Teaching Fellow (APTF) posts as joint appointments with the College shall be elected to Official Fellowships under Statute III.1.2.a if eligible to serve as a trustee of the College.
3. Any person holding an Official Fellowship on the strength of a joint appointment with the University shall be deemed to have vacated their fellowship if they resign from the University appointment, or their University appointment is reduced to less than a 50% Full Time Equivalent post.
4. All nominations for Fellowships shall be considered by Fellowships Committee prior to any discussion at Governing Body.
5. No Election to a Fellowship under Statutes III.1.ii, III.1.iii, or III.1.iv, or under Statute VI.3, shall be made other than on the grounds of academic standing, except in the case of the Bursar or the Academic Director if not otherwise holding a Fellowship in the College as a consequence of a research or teaching appointment.

Section 6.3: Rights and Duties

1. Fellows shall have such rights and duties as are set out in the Statutes and in accordance with the College's policy on the responsibilities of trustees.
2. Fellows are expected to contribute to the academic, administrative, and social life of the College.
3. Fellows shall comply with all College policies, procedures, and regulations.

BY-LAW 7: THE VISITOR

1. THE VISITATORIAL JURISDICTION

1. The Visitor of the College is the Chancellor of the University.
2. There may be a Memorandum of Understanding between the College and the Visitor about the exercise by him of the jurisdiction of the Visitor as the judge ordinary. That memorandum may include the principles that relate to process and costs and the use by him of persons who may be selected by him to be Commissaries and/or Assessors from a panel that the College shall be responsible for maintaining.
3. If a dispute over the interpretation or application of the College's Statutes or any By-Law or Instrument of Governance made under the Statutes arises in the course of proceedings taken under the Statutes or any Instrument, it shall be decided, subject to any right of appeal, by the person or persons before whom the proceedings are taking place. Any other dispute concerning the interpretation or application of the College's Statutes and Instruments shall be dealt with in accordance with the following provisions.
4. Any individual with sufficient standing to bring a Petition before the Visitor (the 'Petitioner') may submit a Petition in writing to the Master. If the Petition concerns the Master, they shall refer it to the Vicegerent. Where a Petition has the support of not less than 7 Members of Governing Body (the Petitioner(s)) (excluding those who have intermitted or

demitted in accordance with the By-Law on Formal Leave) the Master or the Vicegerent shall refer the Petition to the Governance Committee for them to make a recommendation to the Petitioner(s) and the College about the resolution of the dispute. If the Governance Committee are unable to consider the Petition for reasons of conflict of interest or otherwise, the Petition shall be referred to the Visitor for his consideration. Save where the Governance Committee is unable to act, no Petition shall be referred to the Visitor before a recommendation for resolution has been made by the Governance Committee.

5. The Chair of the Governance Committee or his delegate from that Committee (acting as the 'Initial Assessor') may require the Petitioner(s) to provide further information regarding the matter in order to determine the appropriate means of considering the Petition, and may consult any person they think fit, provided that the Initial Assessor shall not consult any person to whom the Petition directly relates.
6. The Initial Assessor shall, within a reasonable period from receipt of the Petition (having regard to any need to consult others), notify the Petitioner(s):
 - i. as to whether the Petition:
 - A. falls within the scope of the process outlined in this By-Law;
 - B. falls to be considered under any other provision of the College's Statutes and Instruments; or
 - C. (c) has been resolved by other means;
 - ii. where the Petition falls within the scope of the process outlined in this By-Law, it shall be considered by the Principal Assessors who shall be:
 - A. the Initial Assessor; and
 - B. such other persons (not exceeding two in number) who shall be Members of the Governance Committee and who the Governance Committee considers to be appropriate,
7. The Principal Assessors shall determine what process is to be used for consideration of the Petition and shall notify the Petitioner(s) and the College accordingly. If there is a Respondent other than the College, the Respondent shall likewise be

notified of the process, have disclosed to them the same documents that the Petitioner(s) have, and be notified of all steps that are taken and all directions that are made. In deciding what process should be followed, the Principal Assessors' aim shall be to ensure that the Petition is considered in a manner which is fair, just and proportionate.

8. In particular (but not exclusively) the Principal Assessors may:
 - i. direct the Petitioner, the College or any other Respondent to provide or disclose relevant documents, provide written submissions and/or to attend one or more hearings;
 - ii. decline to take into account any materials which are not provided in accordance with relevant directions; and
 - iii. draw inferences from any failure to comply with relevant directions, provided that no inference will be drawn from any failure by the Petitioner(s), the College or any other Respondent to produce a document which that party would have been entitled to withhold in legal proceedings.
9. Following consideration of the Petition, the Principal Assessors shall provide a written recommendation to the Petitioner(s), the College and any other Respondent as soon as is reasonably practicable, together with the reasons for the recommendation.
10. If the Petitioner(s) and not less than 7 [seven] of them are dissatisfied with the recommendation of the Principal Assessors and wish to pursue the Petition, the Petitioner(s) may within [fourteen (14) days] of receiving the recommendation give notice to the Initial Assessor requiring the matter to be referred to the Visitor. In that circumstance, the Initial Assessor must forward the Petition to the Visitor within a reasonable period of notice being given.
11. Upon receipt of a Petition, the Visitor will determine what process is to be used for consideration of the Petition and will notify the Petitioner(s) the College and any other Respondent accordingly.
12. The determination of the Visitor including the determination of who shall pay the reasonable legal costs, fees and expenses of the College and the Visitor shall be final and binding on the Petitioner(s), the College and any other Respondent.

13. Nothing in the Statutes or this By-law enables or requires the Principal Assessors or the Visitor to adjudicate on:
 - i. any matter which falls within the scope of sections 20 or 46 of the Higher Education Act 2004; or
 - ii. legal questions which are related to but do not form part of the principal subject matter of the complaint.

BY-LAW 8: FORMAL LEAVE

1. For the purposes of this By-Law, 'formal leave' means:
 - (a) sabbatical leave exceeding one academic term or three successive Governing Body meetings, whichever is the shorter, authorized by Academic Committee in accordance with the Scheme of Delegations;
 - (b) any period of leave exceeding one academic term or three successive Governing Body meetings, whichever is the shorter, which a Fellow is entitled or required to take by virtue of their employment by the College as recorded by Academic Committee in accordance with the Scheme of Delegations; and
 - (c) any other period of leave [exceeding one academic term or three successive Governing Body meetings, whichever is the shorter,] which is approved by Governing Body.
2. A Fellow who is a Member of Governing Body (for the purposes of this By-Law, 'a Fellow') may at any time prior to or during a period of formal leave notify the College that they wish to be designated an Intermittent Fellow.
3. A Fellow who so notifies the College shall forthwith upon its receipt by the College become an Intermittent Fellow and shall for the duration or remainder of their formal leave:
 - (a) temporarily cease to be a member of the Governing Body;
 - (b) be entitled to participate in elections to the Mastership of the College but shall not otherwise be entitled to participate in decisions of the Governing Body;

- (c) cease to be a member of any Committee of the College, and/or to undertake any roles or duties which a Fellow ordinarily performs otherwise than as an employee of the College; and
- (d) as a consequence of the foregoing, temporarily demit from the responsibilities of and not be regarded as a charity trustee of the College.

4. A qualifying Fellow on formal leave who has not become an Intermittent Fellow will be required to continue to perform their duties as a charity trustee of the College, including participating in meetings and decisions of the Governing Body and its Committees. Where a Fellow on formal leave has not elected to become an Intermittent Fellow, and in the reasonable opinion of the Governing Body is unable for a period of not less than one academic term or three successive Governing Body meetings, whichever is the shorter, to perform their duties as a charity trustee, the Governing Body may resolve that the Fellow in question should become an Intermittent Fellow for the remainder of their formal leave.

5. An Intermittent Fellow shall at the end of their period of formal leave automatically be restored to their previous Fellowship and such other roles and duties as they performed in the College prior to the commencement of their leave, including their responsibilities as a charity trustee, without the need for any further decision of Academic Committee or Governing Body.

6. The College shall be responsible for maintaining the register of intermission from Governing Body and demission as a charity trustee and for informing the Charity Commission of the demission as a charity trustee of any Member of Governing Body and their subsequent re-admission.

BY-LAW 9: CLERK TO GOVERNING BODY AND RECORD-KEEPING

1. The Head of Governance, or if circumstances require some other person appointed by Governing Body, shall act as the Clerk to the Governing Body.

2. The Clerk to the Governing Body shall keep at least the following registers, and such other records as Governing Body shall direct:
 - (a) College Officers and committee memberships;
 - (b) registers of attendance;
 - (c) the decisions of governing body and its committees;
 - (d) committee papers and minutes;
 - (e) conflicts of interest;
 - (f) intermissions and demissions from trustee responsibilities;
 - (g) professional advice sought and received;
 - (h) risks;
 - (i) serious incidents;
 - (j) trustee induction and training;
 - (k) assets; and
 - (l) policies and regulations approved by Governing Body or its delegates.

BY-LAW 10: STUDENTS

1. Governing Body or committees on its behalf shall make regulations and establish polices concerning Junior Members, which shall include but not be limited to those covering:
 - (a) Academic Discipline;
 - (b) Non-Academic Discipline;
 - (c) Fitness to Study;
 - (d) Suspension from Study;
 - (e) Student complaints; and
 - (f) Contracts.

BY-LAW 11: OTHER COLLEGE POLICIES

1. Governing Body or committees on its behalf shall make regulations and establish polices concerning the following matters and any others required by law or the good operation of the College:

- (a) Complaints;
- (b) Grievances;
- (c) Preventing harassment;
- (d) Discipline; and
- (e) Illness and incapacity.

BY-LAW 12: FINANCIAL MATTERS

Section 12.1: Financial Year

The financial year of the College shall run from 1st August to 31st July.

Section 12.2: Budget

1. The Bursar shall prepare an annual budget for approval by the Governing Body.
2. An initial budget for the following Academic Year shall be presented no later than the final ordinary meeting of Hilary Term.
3. In approving the budget, Governing Body shall also identify the budget-holder for each line of the budget, and establish delegated financial authorities that specify:
 - (a) the level of in-budget expenditure that may be approved by the budget holder;
 - (b) the level of in-budget expenditure that requires the permission of the a specified College Officer; and
 - (c) the level of in-budget expenditure that requires the permission of a specified College Committee.
4. The Finance and Planning Committee shall review budget proposals before submission to Governing Body.

Section 12.3: Accounts

1. Annual accounts shall be prepared in accordance with applicable accounting standards and University requirements.

2. Accounts shall be audited by qualified external auditors.
3. Audited accounts shall be presented to the Audit Committee and then to Governing Body for approval.

Section 12.4: Investments

1. The Investment Committee shall advise the Governing Body on investment policy, including the management of risks relating to investments.
2. Investments shall be managed in accordance with the investment policy approved by the Governing Body.
3. The College shall comply with all applicable charity law regarding investments.

BY-LAW 13: PROPERTY AND CONTRACTS

Section 13.1: College Property

1. All College property shall be held in accordance with the Statutes and relevant trust deeds.
2. The Bursar shall maintain a register of College assets.
3. Major property transactions require approval of the Governing Body.

Section 13.2: Contracts

1. Authority to enter into contracts on behalf of the College is vested in the Master, Bursar, and Academic Director.
2. Contracts above a value which shall be specified by Governing Body each year as part of the process for agreeing the budget require approval of the Governing Body.
3. All contracts shall comply with University regulations, the College Statutes, Governing Body resolutions, and applicable law.

BY-LAW 14: AMENDMENTS

Section 14.1: Procedure for Amendment

1. These By-laws may be amended by resolution of the Governing Body subject to these provisions:
 - (a) notice of any proposed amendments shall be given to Governing Body at least 7 days in advance of any meeting in which they are to be discussed;
 - (b) proposed amendments may be amended as any other motion put before Governing Body; and
 - (c) to come into force, any amendment to the By-laws must be passed in the same form of words by two consecutive ordinary meetings of Governing Body.
2. Amendments must not conflict with the College Statutes or University regulations.

BY-LAW 15: GENERAL PROVISIONS

Section 15.1: Good Order

The Master or most senior Fellow present shall have the authority to exclude any person from any College event if in their judgment safety or good order requires it.

Section 15.2: Severability

If any provision of these By-laws is held to be invalid or unenforceable, such invalidity shall not affect the remaining provisions.

Section 15.3: Supremacy of Statutes

In the event of any conflict between these By-laws and the College Statutes, the Statutes shall prevail.

Section 15.4: Compliance with University Regulations

All provisions of these By-laws shall be interpreted consistently with University regulations and applicable law.

Section 15.5: Resolutions of Governing Body

No resolution of Governing Body or any committee inconsistent with these By-laws shall be valid.

Adopted by the Governing Body and effective from 11th February 2026.