

*At the Council Chamber, Whitehall*



THE 15th DAY OF JULY 2015

BY THE LORDS OF HER MAJESTY'S MOST HONOURABLE  
PRIVY COUNCIL

The Privy Council has allowed revised Statutes of Heriot-Watt University as set out in the Schedule to this Order with effect from 1st September 2015.

*Richard Tilbrook*

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*SCHEDULE*

REVISED STATUTES OF HERIOT-WATT UNIVERSITY

**STATUTE 1: DEFINITIONS AND INTERPRETATION**

**1. Definitions and Interpretation**

- (a) All terms defined in the Charter shall have the same meaning where used in the Statutes, unless the context requires otherwise.
- (b) The headings used in the Statutes are provided for reference only and are not intended to have legal effect.
- (c) Unless the context requires otherwise, words in the singular shall include the plural and words in the plural shall include the singular and words importing the masculine shall be construed as including the feminine or the neuter or vice versa.
- (d) In construing these Statutes, the rule known as the ejusdem generis rule shall not apply nor shall any similar rule or approach to the construction of these Statutes and accordingly general words introduced or followed by the word "other" or "including" or "in particular" shall not be given a restrictive meaning because they are followed or preceded (as the case may be) by particular examples intended to fall within the meaning of the general words.
- (e) Where the Court has delegated any powers to a member of the Heriot-Watt Group such powers shall be set out in the constitutional documents of the relevant member

of the Heriot-Watt Group and shall be read and interpreted in conjunction with the Charter and Statutes.

## **STATUTE 2: APPOINTMENT, POWERS, DUTIES AND CONDITIONS OF SERVICE OF OFFICERS, DEANS, MEMBERS OF STAFF AND OTHER APPOINTEES OF THE UNIVERSITY**

### **1. The Chancellor**

- (a) The Chancellor shall be appointed by the Court on the recommendation of a Joint Committee of the Senate and the Court in a manner prescribed in the Ordinances.
- (b) The Chancellor shall hold office (subject to Statute 7) for a period of not more than five years and shall be eligible for re-appointment for a period of not more than five years.
- (c) The Chancellor shall perform such duties as are prescribed in the Ordinances.
- (d) The Chancellor may resign in writing addressed to the Secretary of the University.

### **2. Pro-Chancellor(s)**

- (a) The Pro-Chancellor(s) shall be appointed by the Court on the recommendation of a Joint Committee of the Senate and the Court in a manner prescribed in the Ordinances.
- (b) A Pro-Chancellor shall hold office (subject to Statute 7) for a period of not more than five years and shall be eligible for re-appointment for a period of not more than five years.
- (c) A Pro-Chancellor shall perform such duties as are prescribed in the Ordinances.
- (d) A Pro-Chancellor may resign in writing addressed to the Secretary of the University.

### **3. The Principal**

- (a) The Principal shall be appointed by the Court on the recommendation of a Joint Committee of the Senate and the Court in a manner prescribed in the Ordinances and having regard to the Statement of Primary Responsibilities.
- (b) The remuneration and the terms and conditions of the service of the Principal shall be determined by the Court from time to time.
- (c) The Principal shall be responsible for the effective working, management and good order of the University in accordance with the Charter and Statutes and such powers as are delegated by the Court.
- (d) The Principal shall have the power to institute and appoint such Staff as may be deemed necessary to fulfil the Objects of the University and the objects of the members of the Heriot-Watt Group as described in their respective constitutional documents.

**4. The Vice-Principal**

- (a) The Vice-Principal shall be appointed by the Court on the recommendation of a Joint Committee of the Senate and the Court in a manner prescribed in the Ordinances.
- (b) The terms and conditions of service of the Vice-Principal shall be determined by the Court.
- (c) The Vice-Principal shall undertake such duties and responsibilities as are delegated by the Principal from time to time.

**5. The Secretary of the University**

- (a) The Secretary shall be appointed by the Court on the recommendation of a Joint Committee of the Senate and the Court in a manner prescribed in the Ordinances.
- (b) The terms and conditions of service of the Secretary shall be determined by the Court.
- (c) The Secretary shall be responsible for the administration of the University, compliance with all procedures, and the provision of governance and administrative services for the Court and the Senate in accordance with the Charter and Statutes. In providing governance services to the Court, the Secretary shall exercise such powers as may be delegated by the Court from time to time and shall assist the Court to discharge its duties paying due regard to prevailing higher education legislation and best practice governance guidance.

**6. The Deans**

- (a) The Deans shall be appointed by the Senate from among the members of the Academic Staff in a manner prescribed in the Ordinances. The conditions as to re-appointment, removal or otherwise shall be prescribed in the Ordinances.
- (b) The responsibilities of the Deans shall be prescribed in the Ordinances.

**7. Staff duties, remuneration and terms and conditions**

University policies on the duties, remuneration and terms and conditions of service of members of Staff and any other appointees of the University appointed pursuant to Article 4.4.2 of the Charter shall be determined by the Court, and shall be subject to provisions contained in the Ordinances. Such provisions shall include the delegation of authority to implement such policies by the Court to the Principal.

**STATUTE 3: THE AUDITORS**

**1. External Auditor**

- (a) The Court shall appoint an external auditor firm for such period, and on such remuneration, as shall be determined by the Court (the "External Auditor").

Provisions for the appointment and removal of the External Auditor shall be contained in the Ordinances.

- (b) The commissioned principal external auditor(s) of the External Auditor shall hold membership of an appropriate professional body.
- (c) No person shall hold office as an External Auditor if he or she or any member of his or her organisation is a member of the Court or a member of Staff.
- (d) The Court shall ensure the objectivity and independence of the appointed External Auditor. Therefore, the appointment of an External Auditor to provide non-audit services to the University during the period of their appointment as External Auditor shall be reported by the External Auditor to the Court.
- (e) The External Auditor shall audit the annual statement of income and expenditure, the balance sheet and the other accounts of the University, and shall make a report to the Court at least once in each year.
- (f) The External Auditor shall have a right of access at all reasonable times to the books, records, accounts and vouchers of the University and shall be entitled to require such information and explanations as may be necessary for the performance of his, her or their duties.
- (g) If the position of External Auditor becomes vacant for any other reason before the expiration of the period of appointment, the Court shall as soon as reasonably practicable appoint a replacement External Auditor for the remainder of such period.
- (h) An External Auditor may resign in writing addressed to the Secretary of the University.

## **2. Internal Auditor**

- (a) The Court shall appoint an internal auditor who shall hold office for such period, and on such remuneration, as shall be determined by the Court (the "Internal Auditor"). Provisions for the appointment and removal of the Internal Auditor shall be contained in the Ordinances.
- (b) The commissioned principal internal auditor(s) of the Internal Auditor shall hold membership of an appropriate professional body.
- (c) The Internal Auditor shall have a direct right of access to the Chair of the Audit and Risk Committee.
- (d) The Court shall ensure the objectivity and independence of the appointed Internal Auditor. Therefore, the appointment of an Internal Auditor to provide non-audit services to the University during the period of its appointment as Internal Auditor shall be reported by the Internal Auditor to the Court.

- (e) If the office of Internal Auditor becomes vacant for any other reason before the expiration of his, her or their period of office the Court shall as soon as reasonably practicable appoint a replacement Internal Auditor for the remainder of such period.
- (f) An Internal Auditor may resign in writing addressed to the Secretary of the University.

#### **STATUTE 4: THE COURT**

The Court is the Governing Body of the University which, subject to the Charter, exercises all the powers of the University. In exercise of its powers, the Court comprises the Charity Trustees of the University.

##### **1. Composition of the Court**

- (a) The Court shall consist of the following persons:
  - i. up to thirteen external and independent members appointed by the Court in accordance with the recommendation of the standing Committee of the Court charged with responsibility for nominations including the nomination of the Chair of the Court;
  - ii. one member from the former Students and alumni of the University elected by the graduates' association of the University;
  - iii. up to three members of the Senate elected by the Senate;
  - iv. a Dean elected by the Senate;
  - v. up to three members of Staff elected by the Staff at least two of whom are not Academic Staff;
  - vi. the President of the Student Union (ex officio);
  - vii. one member (ex officio) of the Executive Committee (or its successor body) of the Student Union nominated by the Student Union;
  - viii. the Principal (ex officio); and
  - ix. the Vice-Principal (ex officio).
- (b) A person who is a member of Staff or a matriculated Student shall not be eligible for appointment to the Court under the provisions of paragraph 1 (a) i or ii of this Statute 4.
- (c) The manner of appointment of the members of the Court referred to in paragraph 1 (a) i, ii, iii, iv and v of this Statute 4 shall be prescribed in the Ordinances.
- (d) A person proposed for appointment as a member of the Court who is, or whose partnership or firm or employer is, in a contractual relationship with the University and/or any member of the Heriot-Watt Group for professional or other services

rendered or to be rendered to the University and/or any member of the Heriot-Watt Group shall declare his or her interest to the body with whom the appointment lies. A member of the Court having such an interest shall declare that interest to the Court annually and at any meeting at which it is discussed and should withdraw from discussion on that item.

(e) Membership terms are as follows:

- i. The members of the Court referred to in paragraph 1 (a) i, ii, iii, iv and v of this Statute 4 shall hold office for a period of three years commencing on the date they are appointed and coming to an end on the third anniversary of the 1 August immediately following their date of appointment. Subject to paragraph 1 (e) v and paragraph 4 (b) below, such members shall be eligible for reappointment for up to two further periods of three years.
- ii. Notwithstanding the provisions of paragraph 1 (c) and (e) i of this Statute 4, a person who has been appointed to the Court in terms of paragraph (a) iii, iv and v of this Statute 4 shall only be eligible to be a member of the Court for as long as he or she continues to be a member of the Senate or is a Dean or is a member of Staff (as the case may be).
- iii. The members of the Court referred to in paragraph 1 (a) vi and vii of this Statute 4 shall hold office for a period of one year from their appointment by the Student Union, and shall be eligible for re-appointment for one further year, as long as they hold the relevant Student Union office positions.
- iv. Vacancies among members of the Court shall be filled as soon as conveniently possible by the body which appointed the member whose place has become vacant and in such manner as shall be prescribed in the Ordinances. The person appointed to fill the vacancy shall be a member commencing on the day that person is elected or otherwise appointed to fill the vacancy and his or her period of office shall be for the unexpired portion of the period of office of his or her predecessor where this is applicable.
- v. Other than ex-officio members of the Court, no individual who has previously completed three terms of office, excluding any term of office as an ex-officio member, shall be re-admitted to the membership of the Court.
- vi. The graduates' association may elect an individual to act as an alternate for the member elected in terms of paragraph 1 (a) ii of this Statute 4 on occasions of absence. The individual elected as an alternate shall receive information and papers provided to the Court members for each meeting and when attending meetings shall have the full rights, privileges and responsibilities associated with membership of the Court.
- vii. Should a vacancy arise in an appointment made in terms of paragraph 1 (a) ii of this Statute 4 before the end of the term of office, the elected alternate individual shall assume full membership of the Court for the unexpired portion of the period of office.

- (f) A member of the Court, not being an ex-officio member, may resign in writing addressed to the Secretary of the University.

## **2. Powers and Functions of the Court**

- (a) Subject to the provisions of the Charter and the Statutes, the powers and functions of the Court shall, in addition to all other powers vested in it by the Charter and the Statutes, include the following:
  - i. on the recommendation of the Senate to (a) establish Schools, Boards, institutes, or other similar constituencies or bodies, to prescribe their organisation, constitution and functions and (b) to modify or revise the same;
  - ii. to receive recommendations and reports from the Senate and to review, amend or refer back to the Senate any act of the Senate required under these Statutes to be reported to the Court provided that any act of the Senate which is amended by the Court shall be referred again to the Senate for further consideration and report to the Court before being put into effect;
  - iii. to ensure that procedures are in place for the submission and consideration of complaints and Student academic appeals;
  - iv. in consultation with the Senate, to make provision for the welfare and recreation of the Students and the Staff;
  - v. to create and incorporate such bodies corporate, European economic interest groupings, partnerships or other commercial entities as it shall from time to time think fit, whether within or outside the United Kingdom, and to wind up and dissolve such companies, European economic interest groupings, partnerships or other commercial entities;
  - vi. to designate any entity created or incorporated pursuant to paragraph 2 a) v of this Statute 4 as a member of the Heriot-Watt Group;
  - vii. so far as may be practicable and possible, to make provision or to ensure that provision is made for schemes of superannuation, pensions or retirement benefits for all members of Staff, which schemes may also include benefits for the dependants of such persons;
  - viii. to govern, manage and regulate the finances, accounts, investments, property including patents and patent rights, business and all affairs whatsoever of the University;
  - ix. to exercise rights and responsibilities as Charity Trustees in accordance with the Charities and Trustee Investment (Scotland) Act 2005 as may be amended or replaced from time to time;
  - x. to invest any moneys belonging to the University, including any unapplied income, in such stocks, funds, shares or securities as it shall from time to time think fit, whether within or outside the United Kingdom, or in the purchase of

heritable property in the United Kingdom, including rents, with the like power of varying such investments from time to time or otherwise reduce the risk of loss to such moneys;

- xi. to acquire, hold, dispose of, take on feu, exchange, lease and deal with property or any interest in property, heritable or moveable, on behalf of the University;
- xii. to provide such facilities as may be reasonably required in furtherance of the Objects of the University;
- xiii. to borrow money on behalf of the University and for that purpose to grant securities over, to mortgage or to charge all or any part of that property of the University, whether heritable, moveable, real or personal, and to give such other security as the Court shall think fit;
- xiv. to give guarantees for the payment of any sum or sums of money or the performance of any contract or obligation by any company, body, society or person; and
- xv. to enter into, vary, carry out or cancel contracts on behalf of the University.

### **3. Quorum and Voting**

- (a) One half of the total actual membership of the Court or the nearest whole number greater than one half if the number of members is not a multiple of two, shall constitute a quorum. A member participating in a meeting remotely by way of video or audio conferencing or other means which enables that member to speak to each of the others, and to be heard by each of the others simultaneously shall be accounted for as being present and shall be included in the quorum.
- (b) If at any time the meeting becomes inquorate no business shall be transacted other than the adjournment of the meeting. For the purposes of this Statute, transaction of business means consideration of matters which require approval.
- (c) At the adjourned meeting, the business for which the original meeting was called may be completed in the absence of a quorum. The manner of summoning the adjourned meeting and the period of notice to be given shall be prescribed in the Ordinances.
- (d) Passing of an Ordinary Resolution requires agreement by a simple majority of the Court members present at a meeting of the Court.
- (e) Passing of a Special Resolution requires agreement by a majority of not less than three fourths of members of the Court present at a meeting of the Court.

### **4. Chair of the Court**

- (a) The Court shall appoint a Chair who shall be or who shall become one of the external and independent members of the Court referred to in paragraph 1(a) i of this Statute 4 and who shall hold office for three years and shall be eligible for reappointment for up to two further periods of three years, provided that a person



appointed as Chair of the Court shall not serve as a member of the Court, whether as Chair or as an external and independent member of the Court referred to in paragraph 1(a) i of this Statute 4, for longer than nine years in total.

- (b) If a person appointed as Chair of the Court resigns from the office of Chair of the Court, the Court has discretion to require that person to also resign as an external and independent member of the Court referred to in paragraph 1(a) i of this Statute 4 failing which to remove that person as an external and independent member of the Court referred to in paragraph 1(a) i of this Statute 4.

## **5. Deputy Chair of the Court**

- (a) The Court shall elect from among such of its members as are independent members of the Court a Deputy Chair of the Court who shall deputise by delegation from the Chair of the Court as and when appropriate in the circumstances prescribed in the Ordinances. The Deputy Chair of the Court shall hold office for three years and shall be eligible for re-election for up to two further periods of three years provided that a person shall not hold office as Deputy Chair or as an external and independent member of the Court referred to in paragraph 1(a) i of this Statute 4 for longer than nine years.
- (b) In the absence of the Chair of the Court, the Deputy Chair of the Court shall preside at meetings of the Court. In the absence of the Chair of the Court and the Deputy Chair of the Court, the Court shall appoint from among its members a Chair for a particular meeting.
- (c) If a vacancy occurs in the office of Chair of the Court, the Deputy Chair of the Court shall hold office as the Chair of the Court until such time as a new Chair is appointed in accordance with the provisions of paragraph 4 of this Statute 4.

## **6. Committees of the Court and Joint Committees of the Court and the Senate**

- (a) The Court may establish Committees of its members, and may appoint as full members or as co-opted lay members of such Committees persons who are not members of the Court.
- (b) The standing Committees of the Court established in terms of paragraph 6 (a) of this Statute 4 shall include Committees with responsibilities for:
  - i. audit and risk;
  - ii. remuneration;
  - iii. governance and nominations; and
  - iv. acting as an emergency Committee of the Court.
- (c) The Court may delegate to any Committee powers or functions which it is itself competent to perform, with the exception of the reserved powers set out at Article 8.4 of the Charter, where the composition of such Committee includes three or more

members of the Court. In determining the membership of its standing Committees the Court shall observe advice provided in the applicable national codes of governance good practice.

- (d) The Court may from time to time establish additional standing, special and advisory Committees, Sub-Committees or Boards on such a basis as the Court shall agree.#
- (e) The Court may establish Joint Committees of the Court and the Senate to which the Court may appoint members of the Court and the Senate may appoint members of the Senate. In addition the Court and the Senate may appoint as full members or as co-opted lay members of such Committees persons who are not members of the Court or the Senate.
- (f) The Court shall establish in the category of a Joint Committee of the Court and the Senate a Committee which shall have responsibility for considering and reviewing the Ordinances and Regulations.
- (g) Any Committee or Board of the Court or Joint Committee of the Court and the Senate shall have the power to seek the advice of other Committees within the University or to refer a matter to another Committee within the University.
- (h) Nothing in this Statute shall enable the Court to delegate the power to reach a decision as to whether there should be a reduction in the Academic Staff as a whole or of any constituent part of the University or any member of the Heriot-Watt Group by way of compulsory redundancy.
- (i) Except to the extent set out herein, in respect of Committees of the Court and Joint Committees of the Court and the Senate, provisions relating to membership of Committees of the Court and Joint Committees of the Court and the Senate, the remit, the Chair, quoracy, voting rules and attendance shall be contained within the Ordinances.

## **STATUTE 5: THE SENATE**

The Court shall delegate to the Senate all of its powers in relation to academic work and standards so that, subject to the terms of the Charter and these Statutes and to the powers reserved to the Court, the Senate shall be the executive body responsible for the academic work and standards of the University and in relation to programmes of study of the University, in relation to teaching and research, and for the regulation and superintendence of the education and discipline of the Students. The Senate shall take such measures and act in such manner as shall appear to it best calculated to promote the interests of the University and any member of the Heriot-Watt Group as places of education, learning, research and knowledge exchange in furthering the Objects of the University.

### **1. Composition of the Senate and terms of office**

- (a) The Senate shall consist of the following persons:
  - i. the Principal (ex officio);

- ii. the Vice-Principal (ex officio);
  - iii. vice- or deputy principals (as may be instituted) (ex officio);
  - iv. any Deans of the University (ex officio);
  - v. the Heads of Schools (ex officio);
  - vi. chairs of the Senate Committees who are members of the Academic Staff (not already included above) (ex officio). Chairs of Joint Committees of the Court and the Senate shall become members of the Senate provided such a person is a member of the Academic Staff (ex officio);
  - vii. the President of the Student Union (ex officio);
  - viii. one member of the Executive Committee (or its successor body) of the Student Union nominated by the Executive Committee of the Student Union;
  - ix. the holders of academic posts to be determined by the Court on the recommendation of the Senate as prescribed in the Ordinances; and
  - x. such number of elected members from the Schools as shall be prescribed in the Ordinances.
- (b) Membership terms are as follows:
- i. The members of the Senate referred to in paragraph 1 (a) i to vii and ix of this Statute 5 shall hold office for as long as they hold the relevant positions.
  - ii. The member of the Senate referred to in paragraph 1 (a) viii of this Statute 5 shall hold office for a period of one year from their appointment and shall be eligible for re-appointment for a further period of one year, as long as they hold the relevant Student Union office position.
  - iii. The members of the Senate referred to in paragraph 1 (a) viii and x shall not include and shall be in addition to those members of the Senate referred to in paragraph 1 (a) i to vii and ix of this Statute.
  - iv. The members of the Senate referred to in paragraph 1 (a) x shall be elected in a manner prescribed in the Ordinances. Subject to paragraph 1 (b) v below, elected members of the Senate referred to in paragraph 1 (a) x shall hold office for a period of three years commencing on the first day of August in the year in which they are elected and coming to an end on the third anniversary of their date of appointment. Such members shall be eligible for re-election for a further period of three years, provided that no person shall hold office for more than six consecutive years without a gap of three years before any further period of elected office for up to three years.
  - v. Vacancies among members of the Senate shall be filled as soon as conveniently possible in such manner as shall be prescribed in the Ordinances. The person appointed to fill the vacancy shall be a member of the Senate

commencing on the day that person is elected to fill the vacancy and his or her period of office shall be for the unexpired period of office of his or her predecessor where this is applicable.

## **2. Powers and Functions of the Senate**

Subject to the provisions of the Charter and these Statutes and the powers reserved to the Court, the powers and functions of the Senate which shall be delegated by the Court shall, in addition to all other powers vested in it by the Charter and these Statutes, include the following:

- i. to direct, regulate and promote learning and teaching, research, knowledge exchange and scholarship;
- ii. to regulate the admission of persons to the University and to programmes of study of the University on the basis of qualifications and experience;
- iii. to regulate and conduct examinations and assessments, and to appoint, remove and suspend external and internal examiners;
- iv. to authorise the granting of Degrees (including Honorary Degrees), Diplomas, Certificates and other awards to persons who have satisfied the conditions for the award thereof as prescribed in the Statutes and the Regulations;
- v. on what it shall deem to be good cause, to deprive persons of any Degree or other academic award to be conferred on them and to revoke all such academic awards that have been conferred on them by the University;
- vi. to provide oversight of the library services provision to Students and Staff with a strategic focus on academic-related Information Services;
- vii. to recommend or report to the Court as the Senate may require and to report or recommend to the Court on any matter or actions referred to the Senate by the Court;
- viii. to discuss and declare an opinion on any matter relating to the University;
- ix. to make recommendations to the Court on the establishment of Schools, Boards, institutes, or other similar constituencies or bodies and to make recommendations as to their organisation, constitution and functions and the modification or revision thereof;
- x. to receive and consider recommendations and reports from, and to review, amend, refer back, control or disallow any matter which falls within the remit of the Senate by any Schools, Boards, institutes or other similar constituencies or bodies, and to give directions to any such bodies;
- xi. to regulate the discipline of the Students;
- xii. to prescribe the academic dress to be worn by the various Officers and members of the University, and the occasions on which it shall be worn; and

xiii. to take such other action or do other such things as the Court may authorise.

### **3. Quorum**

- (a) One half of the total actual membership of the Senate, or the nearest whole number greater than one half of the number shall constitute a quorum. A member participating in a meeting remotely by way of video or audio conferencing or other means which enables that member to speak to each of the others, and to be heard by each of the others simultaneously shall be accounted for as being present and shall be included in the quorum.
- (b) If at any time the meeting becomes inquorate, no business shall be transacted other than the adjournment of the meeting. For the purposes of this Statute transaction of business means consideration of matters which require approval.
- (c) At the adjourned meeting, the business for which the original meeting was called may be completed in the absence of a quorum. The manner of summoning the adjourned meeting and the period of notice to be given shall be prescribed in the Regulations.

### **4. Committees of the Senate and Joint Committees of the Court and the Senate**

- (a) The Senate may establish Committees of its members but may also appoint as members of such Committees persons who are not members of the Senate. All members of a Committee (including members who are not also members of the Senate) shall be entitled to vote in any vote of that Committee.
- (b) The Senate may delegate any of its powers to any Committee which contains at least three of its members (at least one of whom should be an ex-officio member of the Senate). The quorum of any Committee of the Senate exercising delegated powers shall include at least two members of the Senate.
- (c) Any Committee of the Senate or Joint Committee of the Court and the Senate shall have the power to seek the advice of other Committees within the University or to refer a matter to another Committee within the University.
- (d) Except to the extent set out herein, provisions relating to membership, the Chair, quoracy, voting rules and attendance pertaining to Committees of the Senate shall be contained within the Ordinances.

### **5. Chair of the Senate**

The Principal shall be the Chair of the Senate. In the absence of the Principal, the Vice-Principal shall be the Chair of the Senate. In the absence of the Principal, and the Vice-Principal, the Senate shall appoint from among its members a Chair for a particular meeting.

## **STATUTE 6: REGULATIONS**

In addition to the matters which may, by virtue of the provisions of the Charter, the Statutes or the Ordinances, be dealt with in the Regulations, the Senate may make Regulations to regulate or govern:

- i. its proceedings and affairs; and
- ii. any other matters, not otherwise regulated by the Charter, the Statutes and the Ordinances, which lie within its powers or functions and for which the Senate considers Regulations ought to be made.

## **STATUTE 7: REMOVAL FROM OFFICE OR MEMBERSHIP**

### **1. The Chancellor and a Pro-Chancellor**

- (a) The Chancellor or a Pro-Chancellor may be removed from office by the Court if the Court considers that it has good cause to do so. Provisions for the removal by the Court of the Chancellor or a Pro-Chancellor shall be contained within the Ordinances.
- (b) The removal of the Chancellor or a Pro-Chancellor shall require a Special Resolution.

### **2. Members of the Court**

- (a) Any member of the Court may be removed from membership of the Court if the Court considers that it has good cause to do so. Provisions for the removal by the Court of a member of the Court shall be contained within the Ordinances.
- (b) The removal by the Court of any member of the Court shall require a Special Resolution.
- (c) Good cause in paragraphs 1(a) and 2 (a) of this Statute 7 means:
  - i. conviction for an offence which may be deemed by the Court as appropriate, to be such as to render the person convicted unfit for the execution of the duties of the office or membership; or
  - ii. failure, through mental or physical incapacity or persistent neglect, to perform properly the duties of his or her office or membership as has become evident to the Court; or
  - iii. conduct judged by the Court to be such as to constitute failure or inability of the person concerned to perform the duties of his or her office or membership or to comply with the conditions of tenure of his or her office or membership; or

- iv. conduct judged by the Court to be such as has or will bring the University's name or reputation and/or the name or reputation of any member of the Heriot-Watt Group into disrepute.
  - (d) No person shall be removed by the Court in exercise of the powers conferred in paragraphs 1 and 2 of this Statute 7 unless given reasonable opportunity of being heard in person by the Court and of questioning the witnesses upon whose evidence the case against him or her was made.
- 3. Members of the Senate**
- (a) Any member of the Senate may be removed from membership of the Senate if the Senate considers that it has good cause to do so. Provisions for the removal by the Senate of a member shall be contained within the Ordinances.
  - (b) Good cause in paragraph 3 (a) of this Statute 7 shall mean conduct judged by the Senate to be such as to constitute failure or inability of the person concerned to perform the duties of his or her office or membership or to comply with the conditions of tenure of his or her office or membership of the Senate.
  - (c) No person shall be removed by the Senate in exercise of the powers conferred in paragraph 3 (a) of this Statute 7 unless given reasonable opportunity of being heard in person by the Senate and of questioning the witnesses upon whose evidence the case against him or her was made.

**4. Deans**

Any Dean may be removed from the office of Dean if not less than 75% of the members of the Senate vote that there is good reason for that Dean to be removed.

**STATUTE 8: DISCIPLINARY, REMOVAL AND GRIEVANCE PROCEDURES FOR MEMBERS OF STAFF**

**1. Disciplinary, removal and grievance procedures**

- (a) In relation to members of Staff, the Court shall ensure that there are in place procedures for:
  - i. the handling of disciplinary cases, including the dismissal of members of Staff by reason of misconduct and for appeals against disciplinary action;
  - ii. the dismissal of members of Staff by reason of redundancy and appeals against such dismissals;
  - iii. the dismissal of members of Staff (following confirmation in post after his/her probationary period) by reason of unsatisfactory performance on capability grounds and appeals against such dismissals;
  - iv. the dismissal of members of Staff on the grounds of ill health or medical incapacity and appeals against such dismissals;

- v. the handling of grievances raised by members of Staff and of grievance appeals; and
  - vi. the handling of alleged infringements of academic freedom.
- (b) Before adopting procedures under paragraph 1 (a) of this Statute 8 the Court, so far as those procedures apply to Academic Staff, shall consult the Senate in a manner prescribed in the Ordinances. The procedures shall be subject to approval of the Senate in a manner prescribed in the Ordinances.
  - (c) So far as they apply to the Principal, the procedures to be adopted in terms of paragraph 1 (a) of this Statute 8 shall be prescribed in the Ordinances.

## **2. Guiding Principles**

- (a) In determining the procedures to be adopted under paragraph 1 (a) of this Statute 8, the Court shall apply the following guiding principles:
  - i. to ensure that (i) the Academic Staff, (ii) Staff engaged to teach, research or provide learning and (iii) any other persons defined in Section 26(3) of the Further and Higher Education (Scotland) Act 2005, and any subsequent statutory provision which replaces it, have freedom, subject to the applicable law, to hold and express opinion, to question and test established ideas and received wisdom, and to present controversial or unpopular points of view, without placing themselves in jeopardy of losing their jobs or any privileges which they may enjoy at the University by virtue of such ideas or opinions;
  - ii. to enable the University to provide education, promote learning and engage in research efficiently and economically and otherwise fulfil its Objects;
  - iii. to apply the principles of justice and fairness; and
  - iv. to comply with applicable employment law.
- (b) Any procedure made under this Statute shall be construed in every case to give effect to the guiding principles in paragraph 2 (a) of this Statute 8.

## **STATUTE 9: ACTS DURING VACANCIES**

No act or resolution of the Court, the Senate or any Committee or other body constituted in accordance with the 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 appointment of any de facto member of the body whether present or absent.

## **STATUTE 10: INTERPRETATION OF THE STATUTES**

These Statutes shall be interpreted so as not to conflict with the Charter. The Charter shall prevail in the case of any conflict with these Statutes.