

ROYAL COLLEGE OF ART

Ordinances 2026

Approved by Council on 25 March 2026

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1. **ORDINANCE 1: THE COUNCIL**

1.1 The composition of the

1.2 Council and their respective processes of appointment and terms of office of the Members of Council shall be as follows:

1.2.1 **Ex-officio Members of Council:**

- (a) The Pro-Chancellor and Chair of Council;
- (b) The President and Vice-Chancellor;
- (c) The Deputy Vice-Chancellor and Provost;
- (d) The President of the Students' Union;
- (e) The Chief Financial Officer; and
- (f) Pro Vice-Chancellors.

Ex-officio Members of the Council shall remain Members of Council for only so long as they hold the office by virtue of which they became members.

1.2.2 **Independent Members of Council**

- (a) Independent Members shall serve up to two-terms of three years. In exceptional circumstances, a third and final term may be recommended by the Nominations & Governance Committee for approval by Council.
- (b) Independent Members shall be appointed by the Council on the recommendation of the Nominations & Governance Committee.

1.2.3 **Members of the Council appointed by the Senate**

- (a) Two Members of the Council shall be appointed by the Senate for a term of three years and will be eligible for re-appointment for a second (and final) term of three years.
- (b) The Senate will invite applications from members of the Senate to be considered by the Nominations and Governance Committee in the light of skills and diversity represented on the Council. The Nominations and Governance Committee will assess the applications and make recommendations to Senate on the proposed candidates for appointment to Council.
- (c) The Senate will be asked to approve appointments of Senate members to Council following consideration of the applications by the Nominations and Governance Committee.
- (d) The criteria for appointment of Senate members to the Council will be agreed from time to time by the Senate and the Nominations and Governance Committee.

1.2.4 **Student Member**

- (a) A Student Member will be appointed for a term of one year which may be renewed for a further term of one year.

- (b) The process for the appointment of the Student Member shall be as prescribed by the constitution of the Students' Union.

1.3 **Resignation from office**

A Council member may resign at any time by submitting their resignation in writing to the Chair of Council and the Secretary.

1.4 **Removal from office**

A Council Member shall cease to hold office if:

- 1.4.1 they are disqualified from acting as a trustee by virtue of the Charities Act 2011 (or any statutory re-enactment or modification thereof);
- 1.4.2 in the written opinion, given to the College, of a registered medical practitioner treating that person, they have become medically incapable of acting as a Council Member and may remain so for more than three months;
- 1.4.3 they are absent, without discussion with the Chair, from three consecutive meetings of Council or of any committee of Council on which they serve, unless it is resolved by the Council that the member's term of office shall continue (on such terms and conditions as the Council may think fit); and
- 1.4.4 they are removed by the Council by the passing of a Special Resolution (as defined in the Charter) after having given the Council Member concerned notice of the intention to pass such resolution and affording them the opportunity to make representations to Council.

1.5 **Powers of Council**

Subject to the Charter and the Statutes, the Council shall, in addition to all other powers vested in it, have the following powers and functions:

- 1.5.1 To appoint the Visitor;
- 1.5.2 To appoint the Chancellor;
- 1.5.3 To appoint a person, who shall be neither a Member of the Staff of the College nor a Student, as Pro-Chancellor;
- 1.5.4 After considering a report from a Joint Committee of the Council and the Senate, to appoint a person as President and Vice-Chancellor;
- 1.5.5 To appoint and to prescribe the powers and duties of the Deputy Vice-Chancellor and Provost;
- 1.5.6 To establish and prescribe the terms of reference for a subgroup of Senate and Council to consider and approve the award of Honorary Fellowships and Fellowships and make recommendations to the Council for the award of Honorary Degrees;
- 1.5.7 With due input from Senate, to oversee the academic organisation, constitution and functions of the College and to modify or revise the same;
- 1.5.8 To review the work of the College and take such steps as it thinks proper for the purpose of advancing the interests of the College including maintaining its financial sustainability, viability and efficiency, making provision for and encouraging teaching and research, and the advancement of art and design, and supporting the wellbeing of the Students and of the Staff of the College;

- 1.5.9 To foster close association with industrial, commercial and research organisations and to make provision for research within the College;
- 1.5.10 To approve the College's due diligence procedures for the acceptance of funding, scholarships or other financial aids to study and research;
- 1.5.11 To determine all College fees;
- 1.5.12 To govern, manage and regulate the finances, accounts, investments, land and property , business and all affairs whatsoever of the College in accordance with charity legislation and other regulatory requirements pertaining to the Higher Education sector and for that purpose to appoint bankers and any other Officers or agents who it may deem expedient to appoint and to cause proper books of account to be kept for all sums of money received and expended by the College and for the assets and liabilities of the College so that such books give a true and fair view of the state of the College's affairs and explain its transactions;
- 1.5.13 To invest any moneys belonging to the College including any unapplied income in such stocks, funds, fully paid shares or securities as the Council shall from time to time think fit whether authorised by the general law for trust moneys or not and whether within or outside the United Kingdom, or in the purchase of freehold or leasehold hereditaments in the United Kingdom including rents with the like power of varying such investments; provided that in the case of moneys held by the College as trustee the powers conferred by this paragraph shall be exercised subject to the provisions of the law relating to investment by trustees;
- 1.5.14 To sell, buy, exchange, lease and to accept leases of land or property on behalf of the College;
- 1.5.15 To provide the buildings, premises, furniture and apparatus and other means needed for carrying on the work of the College and to license halls of residence, lodgings, apartments and other places of residence whether or not maintained by the College and upon and subject to such terms and conditions as the Council shall think fit;
- 1.5.16 To borrow money on behalf of the College and for that purpose, if the Council thinks fit, to mortgage or charge all or any part of the property of the College whether real or personal and to give such other security as the Council shall think fit;
- 1.5.17 To enter into, vary, carry out or cancel contracts on behalf of the College;
- 1.5.18 To make suitable provision for schemes of insurance, superannuation, pensions or retirement benefits for the Staff of the College or their dependants;
- 1.5.19 To select a Seal and a Mace for the College and to have the sole custody and use of the Seal;
- 1.5.20 Subject to the provisions of the Charter, to make Statutes; and
- 1.5.21 Generally to exercise all such powers as are or may be conferred on the Council by the Charter and the Statutes including the power to make Ordinances and to make Regulations in the exercise of all the powers expressly set out in this Ordinance and all the other powers vested in the Council.

1.6 There shall be the following standing committees of Council:

- 1.6.1 Audit and Risk Committee;
- 1.6.2 Nominations & Governance Committee; and
- 1.6.3 Remuneration Committee.

- 1.7 Council shall approve terms of reference for such committees, and any other committee established by Council from time to time, on an annual basis. Such committees will be chaired by an independent member of Council.
- 1.8 As prescribed by the Statutes, a quorum at a meeting of the Council is one-third of the total number of members of which a majority of those present (in person or by virtual means) shall be Independent Members.
- 1.9 A meeting of the Council may be held either in person or by suitable electronic means in which all participants may communicate with all the other participants.

2. ORDINANCE 2: THE PRESIDENT AND VICE-CHANCELLOR

- 2.1 The President and Vice-Chancellor shall, in addition to the other powers and duties prescribed for them by the Charter, Statutes, these Ordinances and the Regulations, be the Chair of the Senate.
- 2.2 The President and Vice-Chancellor shall be appointed by the Council on the recommendation of the Joint Committee of the Council and the Senate.
- 2.3 The President and Vice-Chancellor shall, subject to such regulations as may be framed by the Council, exercise academic and strategic leadership of the College and shall be generally responsible for maintaining and promoting the efficiency and good order of the College.
- 2.4 The President and Vice-Chancellor shall follow approved policies regarding the admission and suspension of students.

3. ORDINANCE 3: THE DEPUTY VICE-CHANCELLOR AND PROVOST AND CHIEF OPERATING OFFICER

- 3.1 In the absence of the President and Vice-Chancellor, the Deputy Vice-Chancellor and Provost shall assume all the powers and responsibilities exercised by the President and Vice-Chancellor who may delegate such responsibilities to the Chief Operating Officer as the Deputy Vice-Chancellor and Provost shall think fit.
- 3.2 The Deputy Vice-Chancellor and Provost and the Chief Operating Officer shall perform such other functions of the Vice-Chancellor as shall be delegated to them by the Vice-Chancellor.

4. ORDINANCE 4: THE SENATE

- 4.1 Pursuant to Statute 8, there shall be a Senate of the College.
- 4.2 The Senate shall consist of the following persons, namely:
 - 4.2.1 Ex-officio Members:
 - (a) The President and Vice-Chancellor
 - (b) The Deputy Vice-Chancellor and Provost
 - (c) The Pro Vice-Chancellors
 - (d) The Deans of Schools
 - (e) The President of the Students' Union

Ex-officio Members of the Senate shall remain members only so long as they hold the office by virtue of which they became members.

4.2.2 Elected members of the Senate:

- (a) One Head of Programme from each of the Schools, elected by the academic staff of the Schools.
- (b) Three Tutors or Senior Tutors elected by the academic staff (excluding Senior Research Fellows, Research Fellows and Research Assistants).
- (c) One Senior Research Fellow, Research Fellow or Research Assistant elected by the Senior Research Fellows, Research Fellows and Research Assistants.
- (d) One member of the non-academic staff (excluding the technical staff) elected by the non-academic staff (excluding the technical staff).
- (e) One member of the technical staff elected by the technical staff.
- (f) One Director of a Research Centre elected by Research staff of the centres.
- (g) A student member being either the Vice-President of the Students' Union or a registered student of the College.

4.3 The Members of the Senate appointed or elected shall hold office for three years and shall be eligible for re-appointment or re-election (as the case may be) for one further term of three years.

4.4 Elections will be conducted by the Secretary to the Senate and the results verified by an independent party.

4.5 Student Union Members' appointments will be co-terminus with their role as President and Vice-President of the Students' Union.

4.6 The Members of the Senate appointed or elected in accordance with the provisions of sub-paragraph 4.2.2 of this Ordinance shall hold office for one year and shall be eligible for re-appointment or re-election (as the case may be) for one or more such further periods, save that any Student Member shall be eligible for re-appointment for one further year only while they remain a registered student of the College.

4.7 Any member of the Senate may resign at any time by writing addressed to the Secretary of the Senate.

4.8 The Senate shall oversee the academic work of the College and shall, subject to the powers reserved to the Council, by the Statutes, take such measures and act in such manner as shall appear to it best calculated to promote the academic work of the College both in teaching and research and for the regulation of the education, welfare and discipline of the students.

4.9 The primary responsibilities of the Senate shall be:

- 4.9.1 Advising on setting the high level policy and strategy on the advice and recommendation of the Senate committees working within the strategic direction contained within the College's Strategic Plan approved by Council and its underlying strategies;
- 4.9.2 Ensuring academic oversight on the teaching and research activities of the College;
- 4.9.3 Discussing matters of strategic importance for learning, teaching and research development;

- 4.9.4 Maintaining the quality and standards of the College's awards and reporting on the same to the Council;
 - 4.9.5 Setting the academic regulatory framework and providing assurance to the Council on the effectiveness of it;
 - 4.9.6 Regulating the conduct of students of the College; and
 - 4.9.7 Recommending or reporting to the Council as required.
- 4.10 The Senate shall, subject to the Charter and Statutes and to the powers reserved thereby to the Council, have the following powers:
- 4.10.1 To appoint persons to be Members of the Council as provided for in Ordinance 1.2.3;
 - 4.10.2 To make recommendations to the Council on academic matters;
 - 4.10.3 To regulate the admission of persons to courses of study;
 - 4.10.4 To regulate all College examinations;
 - 4.10.5 To appoint examiners whether internal or external;
 - 4.10.6 To prescribe the requirements of the College for graduation;
 - 4.10.7 To terminate the studies of any Student whose work is found after examination to be unsatisfactory;
 - 4.10.8 To receive an anonymised report on the exclusions or suspension of students, prepared by the Academic Registrar, in line with relevant College policies;
 - 4.10.9 To regulate all teaching and courses of study in the College and awards of the College;
 - 4.10.10 To determine what formalities shall attach to College ceremonies and to the conferment of Degrees and other distinctions other than Honorary Degrees;
 - 4.10.11 To delegate authority to a joint Committee of Senate and Council (as established by the Council) to recommend to the Council for its consideration such persons as the joint Committee may deem advisable to receive Honorary Degrees of the College;
 - 4.10.12 To make recommendations to the Council regarding College fees;
 - 4.10.13 To promote research within the College and to require reports from time to time on such research; and
 - 4.10.14 Generally to exercise all such powers as are or may be delegated to the Senate by the Council.
- 4.11 One-third of the total actual membership of the Senate (or the nearest whole number thereto) shall constitute a quorum provided that at least half of those present at any time shall be members of the academic staff. In the absence of a qualifying quorum no business shall be transacted other than the adjournment of the Meeting. 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 of the Senate.
- 4.12 The Senate may establish Committees of its Members and may appoint to such committees persons who are not Members of the Senate. The Senate may delegate to any such Committee any powers or functions which it is itself competent to perform.

- 4.13 The President and Vice-Chancellor shall be an ex officio Member of all Committees of the Senate.
- 4.14 The Senate may establish with the Council, Joint Committees of the Council and the Senate to which the Council may appoint Members of the Council and the Senate may appoint Members of the Senate. The Senate may delegate to any such Joint Committee any powers or functions which it is itself competent to perform.
- 4.15 The Senate may establish with the Students' Union Joint Committees of the Senate and the Students' Union which may make recommendations to the Senate on academic affairs and on matters concerning Student welfare and discipline.

5. ORDINANCE 5: THE CHANCELLOR

- 5.1 The Chancellor shall be appointed by the Council on the recommendation of the Nominations and Governance Committee and hold office for such period not exceeding five years as the Council shall determine and shall be eligible for reappointment by the Council for one or more further periods, each as determined by the Council but not exceeding five years.
- 5.2 The Chancellor is the titular head of the College and will serve as one of the principal ambassadors of the College, furthering the values of the institution.
- 5.3 The Chancellor will perform honorific duties and will preside over the Convocation.
- 5.4 The Chancellor may resign by writing addressed to the Secretary to the Council.

6. ORDINANCE 6: THE PRO-CHANCELLOR AND CHAIR OF COUNCIL

- 6.1 The Pro-Chancellor shall be appointed by the Council on the recommendation of a committee designated or established by the Council for that purpose as an Independent Member of Council. The Pro-Chancellor shall, ex-officio, be the Chair of Council. There shall also be a Deputy Chair of Council, appointed by the Council from amongst its independent members, who shall chair meetings of the Council in the absence of the Chair and be the acting Chair of Council in the event of a vacancy in the role of Pro-Chancellor.
- 6.2 The Pro-Chancellor shall be appointed for a period of up to four years and shall be eligible for reappointment for one further term of up to four years.
- 6.3 The Pro-Chancellor shall be responsible for the leadership of the Council and ensuring that the business of the Council is carried out efficiently and effectively in furtherance of the College's Objects and in accordance with the Charter and Statutes and the ongoing conditions of registration with the Office for Students.
- 6.4 The Pro-Chancellor shall have delegated powers to act on behalf of the Council between scheduled meetings of the Council as detailed in this Ordinance ("Chair's Action"). Chair's Action is authorised where the matter involves:
 - 6.4.1 Items of routine business that would not normally merit discussion at a meeting of the Council;
 - 6.4.2 Matters relating to the implementation of decisions that have already been approved by the Council; and
 - 6.4.3 Any issue which, in the reasonable view of both the Pro-Chancellor and Deputy Chair of Council, is too urgent and important for consideration to be deferred until the next scheduled meeting of the Council and where any lack of timely action could damage the interests of the College.

Where the Pro-Chancellor has exercised their delegated authority to act on behalf of the Council, a report on the action taken, along with any background documents, will be made to the next scheduled meeting of the Council where the Pro-Chancellor will explain the reason action was taken.

- 6.5 Every Member of Council has one vote on each issue but, in case of equality of votes, the Pro-Chancellor shall have a second or casting vote.
- 6.6 In the event of a vacancy occurring in the office of Pro-Chancellor, the Council may appoint an Acting Pro-Chancellor to hold office and to chair meetings of the Council until the appointment of a replacement Pro-Chancellor.
- 6.7 The Pro-Chancellor may be removed by the Council in accordance with Ordinance 1.3.

7. ORDINANCE 7: THE CONFERRAL OF AWARDS AND FELLOWSHIPS

- 7.1 The conferral of degrees and other awards of the College may be undertaken either in Convocation or by written correspondence by the Chancellor, Pro-Chancellor, President & Vice-Chancellor or such other senior member of staff of the College as may be determined by Council from time to time. Degrees and other awards may also be conferred in absentia.
- 7.2 The Council will establish a joint subgroup of itself and Senate to:
 - 7.2.1 Consider and approve nominations for the conferral of Honorary Fellowships and Fellowships and to make recommendations to the Council for its approval of the conferral of Honorary Degrees; and
 - 7.2.2 Consider the withdrawal of Honorary Degrees and the revocation of Honorary Fellowships and Fellowships and to make recommendations to the Council for such withdrawals and revocations.
- 7.3 Council shall prescribe the terms of reference of the subgroup together with criteria for the award of Honorary Doctorates, Honorary Fellowships and Fellowships and the withdrawal or revocation thereof in the regulations relating to Honorary Awards.

8. ORDINANCE 8: THE COMMON SEAL

- 8.1 The Council shall provide for the safe custody of the Seal which shall only be used pursuant to a resolution of the Council or a Committee of the Council authorised to use the Seal in connection with the execution of documents and instruments by the College which are required to be executed by deed.
- 8.2 The Council may from time to time make such regulations as it shall think fit determining the persons and the number of such persons in whose presence the Seal shall be affixed and unless otherwise so determined (as to which no person dealing with the College shall be concerned to see or enquire) the Seal shall be affixed in the presence of:
 - 8.2.1 two members of the Council of whom one shall be an independent member of the Council and the President & Vice-Chancellor or their nominee; and
 - 8.2.2 the Chief Operating Officer, the College Secretary or the Chief Financial Officer.

with such individuals signing every instrument to which the Seal shall be affixed, with the exception of academic certificates which are sealed with the approval of the Academic Registrar.

- 8.3 Notwithstanding the above sealing requirements, all documents and instruments (save for academic certificated) which are to be executed under the Seal shall be approved by Council or within the terms of its delegated authority.
- 8.4 Certain documents will need to be executed by deed and the Seal affixed as a result of specific statutory requirement or because it is regarded as affording more enforceability as to the terms of the agreement. A deed will be required in the following circumstances:
- 8.4.1 conveyances of land, or of any interest in land and certain mortgages;
 - 8.4.2 leases of land for terms over 3 years;
 - 8.4.3 assents, legal charges of land and transferring title to property; and
 - 8.4.4 the grant of powers of attorney.
- 8.5 In addition, in order to afford the College greater rights of enforceability it may be preferable for a deed to be executed where:
- 8.5.1 there is doubt about whether there is adequate consideration (i.e. the price paid by one party in exchange for a benefit from the other for example where a guarantee is given by a third party);
 - 8.5.2 the parties to a contract wish to take advantage of an extended period to bring an action for breach of contract (12 years under a deed as opposed to 6 years under a normal contract); and
 - 8.5.3 a contract is subsequently varied or otherwise amended and it is not clear that all the parties are providing fresh consideration.
- 8.6 It is conventional to use a deed where:
- 8.6.1 an indemnity is given against certain tax liabilities;
 - 8.6.2 there is an assignment of intellectual property;
 - 8.6.3 there is a release of a security; and
 - 8.6.4 a guarantee is given to a bank for amounts previously advanced.
- 8.7 In all other circumstances, a contract signed by one authorised signatory will be used as the basis for all other agreements.

9. ORDINANCE 9: STUDENTS' UNION

- 9.1 The Students' Union shall have a written constitution which shall be approved by the Council. Any amendment or alteration to the constitution must be approved by the Council before it shall take effect.
- 9.2 Subject to the provisions of its constitution the affairs of the Students' Union shall be managed and regulated by the Trustees of the Students' Union which shall be elected by members of the Students' Union, and Student Trustees who shall be from among the members of the Students' Union"
- 9.3 The Students' Union shall by 31st December annually provide the College with audited accounts for the preceding financial year and a budget for the current year.

10. ORDINANCE 10: EMERITI PROFESSORS

- 10.1 A Professor on retirement may be appointed Emeritus Professor by the Senate.

11. ORDINANCE 11: ROYAL COLLEGE OF ART HELEN HAMLYN CENTRE FOR DESIGN

- 11.1 In accordance with the objects of the College as provided for in the Charter, including the advancement of knowledge in the field of art and design in their relation to industrial and commercial processes and social developments, the Royal College of Art Helen Hamlyn Centre for Design has been established to develop human-centred and inclusive design responses to social and demographic change through practical research and projects in collaboration with industry.
- 11.2 The Royal College of Art Helen Hamlyn Centre for Design shall be advised by a Board under the terms of the Memorandum of Understanding entered into between the Helen Hamlyn Foundation and the College in November 2001.
- 11.3 The College shall provide appropriate accommodation, staffing and facilities for the Royal College of Art Helen Hamlyn Centre for Design and support both its mission and integration into the work of the College.