

**Ordinances of the University of Wales (as updated by the University Council – March 2018)****Index of contents**

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**INTRODUCTION****A: Definitions (source: Statute 1)**

“The University” means the University of Wales.

“The Charter” means the Supplemental Charter of the University for the time being in force. “The Statutes” means these Statutes and any Statute or Statutes for the time being amending or replacing the same.

“The Council” means the Council of the University.

“The Academic Board” means the Academic Board of the University.

“The Graduates” means those persons upon whom the University shall have conferred a degree or degrees.

“The Staff of the University” means the persons appointed to such staff by or on the authority of the Council.

“Accredited Institutions” means those institutions that shall, under the provisions of the Charter and the Ordinances, and for the time being, be designated by the University as Accredited Institutions.

“Affiliated Institutions” means those institutions that shall, under the provisions of the Charter and the Ordinances, and for the time being, be designated by the University as Affiliated Institutions.

“Associated Bodies” means Accredited Institutions, Affiliated Institutions and any other bodies or institutions with which the University has an association pursuant to Article V(j) of the Charter.

“Validated provision” means those schemes of study or programmes of research that are provided at institutions other than Accredited or Affiliated Institutions and that have been approved by the University and designated by it as validated schemes of study or validated programmes of research in such manner as shall be prescribed by Ordinance.

“Ordinances” means any Ordinances made pursuant to the Charter or the Statutes. “Regulations” means any Regulations made pursuant to the Charter or the Statutes or the Ordinances.

“Standing Order” means a Resolution made by any body constituted hereunder for the purpose of regulating its own procedure.

“Year” means a calendar year.

Words in the singular shall include the plural and words in the plural shall include the singular unless the contrary intention appears.

Words defined in the Charter or the Statutes shall have the same meaning in the Ordinances and the Regulations unless the context is repugnant to them.

**B: Authority of the Ordinances (source: Statute 28)**

- (1) In addition to all powers conferred by the Charter or the Statutes for Ordinances to provide for, or regulate, any matter, there shall, subject to the Charter and the Statutes, be power for Ordinances to provide for any matter for which it may be considered that provision ought to be made and for which no alternative procedure is prescribed by the Charter or the Statutes.
- (2) Any Ordinance made pursuant to the Charter and the Statutes may prescribe that any matter affected thereby may, or shall be, further regulated by Regulation or Standing Order.

**C: Interpretation of the Ordinances**

The Ordinances shall be interpreted in such manner as not to conflict with the Charter and the Statutes.

**D: Service of notice and documents**

- (1) Any notice or document required by the Ordinances to be given or sent to a person may be given or sent personally by post or email to him or her at his or her last address registered by the University.
- (2) Where a notice or other document is sent by post or email, service thereof shall be deemed to have been properly effected on the day following that on which it shall have been posted or sent.

**E: Procedure (source: Statute 31)**

Except to the extent that other provision is expressly made in the Charter or the Statutes, Ordinances may provide for any procedures relating to the conduct of the business of the Council, the Academic Board and other University committees.

**ORDINANCE 1: THE CHANCELLOR**

1. The Chancellor of the University shall be appointed by the Council under such terms as may be determined by the Council from time to time.
2. All members of the University shall also be eligible to submit nominations to the Council for consideration and shall be advised in writing when a vacancy occurs.
3. If there is more than one nomination, the appointment shall be by secret ballot of members present at the Council meeting and two scrutineers shall be appointed from among the members of Council.
4. If there is only one nomination, approval of the name shall be by a simple majority of the members of Council present and voting.
5. The Chancellor shall hold office during his/her life or until his/her resignation.

**ORDINANCE 2: THE PRO-CHANCELLOR**

1. The Pro-Chancellor of the University shall be appointed by the Council under such terms as may be determined by the Council from time to time.
2. All members of the Council shall be eligible to submit nominations to the Council for consideration and shall be advised in writing when a vacancy occurs.
3. If there is more than one nomination, the appointment shall be by secret ballot of members present at the Council meeting and two scrutineers shall be appointed from among the members of Council.
4. If there is only one nomination, approval of the name shall be by a simple majority of the members of Council present and voting.
5. The Pro-Chancellor shall hold office for a period of three years or until earlier resignation and shall be eligible for re-appointment for further periods of three years. The Council may nevertheless on the appointment or re-appointment of any Pro-Chancellor, stipulate that the period of office shall be shorter than the period otherwise provided for such office.

**ORDINANCE 3: THE VICE-CHANCELLOR**

1. In accordance with the Deed made between the University and the University of Wales Trinity Saint David on 18 August 2017, the Vice-Chancellor shall be the Vice-Chancellor of the University of Wales Trinity Saint David with coterminous terms of office. In the event of a vacancy in the office of Vice-Chancellor, or in the event that the Vice-Chancellor is incapacitated by illness or other cause from performing the duties of the office, the named officer appointed by the University of Wales Trinity Saint David shall be acting Vice-Chancellor.
2. The authority of the Vice-Chancellor derives from Statute 6:
  1. The Vice-Chancellor shall be the Chief Academic and Executive Officer and shall be responsible to the Council for promoting and advancing the purposes of the University and for the organisation and conduct of the business of the University.
  2. The Vice-Chancellor shall ex officio be a member of the Council, the Academic Board and every other body upon which responsibilities affecting the governance of the University may be conferred by the Charter, Statutes or Ordinances, and of every committee thereof.
  3. The Vice-Chancellor shall have the power to delegate to other officers and staff of the University such duties of the Vice-Chancellor as he or she thinks fit.
3. For the purposes of 1 and 2 above, Council has approved a full delegation of authority to the Deputy Vice-Chancellors to exercise the power and authority of the Vice-Chancellor on such occasions as he or she is not available to exercise them in person.

**ORDINANCE 4: CHAIR AND VICE-CHAIR(S) OF COUNCIL**

1. In accordance with the Deed made between the University and the University of Wales Trinity Saint David on 18 August 2017, the Chair of Council shall be the Chair of the Council of the University of Wales Trinity Saint David with coterminous terms of office. Vice-Chair(s) of Council may be appointed by the Council.
2. The Chair and/or a Vice-Chair may be removed from office for:
  1. conviction for an offence which may be deemed by the Council to be such as to render the person convicted unfit for the execution of the duties of the office; or
  2. conduct incompatible with the duties of the office; or
  3. failure or persistent refusal or neglect or inability to perform the duties of office.
3. The Council shall not remove the Chair/Vice-Chair of Council from office until he/she shall have been given a reasonable opportunity of being heard by the Council.
4. A Vice-Chair may resign at any time in writing to the Chair of Council, and the Chair may resign at any time in writing to the Council.
5. If the office of Chair of Council becomes vacant by death or resignation, or from any other cause before the expiration of the period of office, a Vice-Chair shall act as Chair until the Council shall have appointed a Chair.

**ORDINANCE 5: MEMBERSHIP OF THE COUNCIL**

1. The membership of the Council shall consist of the following persons:
  - a. *ex officio* member
    - The Vice-Chancellor
  - b. appointed members
    - i. Three Vice-Chancellors/ Principals appointed by and from the Vice-Chancellors/Principals of those institutions that shall, under the provisions of the Ordinances, and for the time being, be designated by the University as Accredited Institutions
    - ii. Three Chairs of governing bodies appointed by and from the Chairs of those institutions that shall, under the provisions of the Ordinances, and for the time being, be designated by the University as Accredited Institutions
    - iii. Two persons appointed by and from the representatives on the Academic Board of those institutions that shall, under the provisions of the Ordinances, and for the time being, be designated by the University as Accredited Institutions
    - iv. One person appointed by and from the staff of the University
    - v. One person from among the students pursuing a University of Wales award, appointed by the student Presidents (howsoever that office may be termed) of those institutions that shall, under the provisions of the Ordinances, and for the time being, be designated by the University as Accredited Institutions
    - vi. Twelve other independent persons
  - c. co-opted members

Up to two independent persons
2. In accordance with the provisions of Statute 15, it is hereby provided that:
  1. the Vice-Chancellors/Principals of those institutions that shall, under the provisions of the Statutes and Ordinances, and for the time being, be designated by the University as Accredited Institutions shall be eligible for election to Council, subject to the provisions in 2.3 and 2.4 below, and shall form the electoral college for such elections;
  2. the Chairs of the governing bodies of those institutions that shall, under the provisions of the Statutes and Ordinances, and for the time being, be designated by the University as Accredited Institutions shall be eligible for election to Council, subject to the provisions in 2.3 and 2.4 below, and shall form the electoral college for such elections;
  3. no more than one member in the categories of persons appointed from among the Accredited Institutions (Vice-Chancellors/Principals and Chairs) shall be derived from the same institution;
  4. the appointments of the Vice-Chancellors/Principals and Chairs shall rotate around the institutions concerned;
  5. all members of the Academic Board, other than the Vice-Chancellor and student members, shall be eligible for election to Council, but all members without exception shall form the electoral college for such elections;



6. all those persons employed by the University shall be eligible for election to Council, and shall form the electoral college for such elections;
  7. the student Presidents (howsoever that office may be termed) of those institutions that shall, under the provisions of the Statutes and Ordinances, and for the time being, be designated by the University as Accredited Institutions shall form the electoral college for the election of one student from amongst those students pursuing a University of Wales award, to serve as a member of the University Council;
  8. all other appointments to the University Council shall be made on the recommendation of the Nominations and Governance Committee.
3. All appointments, other than for co-opted members or casual vacancies, will commence on 1 August and, by no later than 3 months before the expiration of the term of office of an appointed member, the Secretary to the Council shall notify the appropriate electoral colleges of such vacancies as may exist and invite nominations. Nominations shall be made, in writing, to the Secretary so as to arrive not later than the specified closing date. Nominations must be accompanied by evidence of the agreement of the nominee.
  4. Nominations for the appointment of Vice-Chancellors/Principals and Chairs shall be made in compliance with the provisions detailed under 2.3 and 2.4 above. In the event that such provisions are not adhered to, any such nomination may be disregarded.
  5. If the number of nominations for the appointment of Vice-Chancellors/Principals and Chairs received by the Secretary to the Council by the closing date does not exceed the number of vacancies, the person(s) nominated shall be declared elected. If the number of nominations received by the closing date exceeds the number of vacancies to be filled, then elections by secret ballot of the appropriate electoral college shall take place. The eligible nominee(s) within each category who receive(s) the higher number of votes shall be elected.
  6. All vacancies arising among the other appointed members shall be filled as soon as possible by the appropriate electoral college for the remainder of the unexpired term. If the unexpired term is less than half of the period of office of the member who is to be replaced then any such period shall be disregarded in determining that member's eligibility for further appointment or election.
  7. All vacancies arising among the independent and co-opted members shall be filled as soon as possible by the Council for the remainder of the unexpired term. If the unexpired term is less than half of the period of office of the member who is to be replaced then any such period shall be disregarded in determining that member's eligibility for further appointment or election.
  8. Any member appointed to membership of the Council in accordance with the provisions of statute 15(1)(b)(i) may appoint an alternate to attend meetings of council where he/she is also a member of Council in another capacity.
  9. In accordance with the provisions of Statute 15(2), all members of the University Council other than the Vice-Chancellor and the student member shall hold office for three years or for so long as they retain the qualification which first made them eligible for appointment to the Council, whichever shall be the shorter period.
  10. All appointed members, other than the student member, shall be eligible for re-appointment for one further term of up to three years, except in the case of Vice-Chancellors/Principals and Chairs where the provisions detailed in paragraphs 2.3 and 2.4 above shall apply. Co-opted members shall also be eligible for re-appointment for one further term of up to three years.

11. The student member shall be appointed for a period of one year and shall be eligible for re-appointment for one further year.
12. In accordance with the above provisions of this Ordinance, the Council may approve by Special Resolution a recommendation that, as a special case, a member of Council who has served for two consecutive terms may continue to serve as a member of Council for a period to be specified by the Council, provided always that the grounds for making an exception to the normal requirements are recorded in the minute of the meeting of the Council at which the recommendation is approved.
13. Any member of Council may be removed from office for:
  1. conviction for an offence which may be deemed by the Council to be such as to render the person convicted unfit for the execution of the duties of the office; or
  2. conduct incompatible with the duties of the office; or
  3. failure or persistent refusal or neglect or inability to perform the duties of office.

The Council shall not remove any member from office until he/she shall have been given a reasonable opportunity of being heard by the Council.

14. Members of the Council may resign at any time in writing to the Chair of the Council.

**ORDINANCE 6: POWERS OF COUNCIL**

The powers of Council are set out in Statute 17 as repeated below.

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

- (1) To appoint the Chancellor, Pro-Chancellor and the Vice-Chancellor in such manner and for such term as shall be prescribed by Ordinance.
- (2) To appoint the Chair and Vice-Chair of the Council in such manner and for such a term as shall be prescribed by Ordinance.
- (3) To appoint staff of the University and to regulate the salaries and conditions of employment of such staff and to institute such offices and posts of the University as may from time to time be considered expedient.
- (4) To confer upon other institutions the status of Accredited Institution or Affiliated Institution of the University.
- (5) On the advice of the Academic Board and under conditions to be prescribed in the Ordinances:
  - (i) to grant to Accredited Institutions and Affiliated Institutions, and to other Associated Bodies, the right to establish and operate schemes of study and programmes of research leading to awards of the University and to enroll students onto such schemes and programmes in such manner and upon such terms and conditions as the University sees fit;
  - (ii) to determine arrangements for the assurance of quality and standards in respect of those schemes of study and programmes of research leading to awards of the University established in accordance with Statute 17(5)(i);
  - (iii) to grant, to any Accredited Institution and Affiliated Institution that shall have been granted its own taught degree awarding powers, delegated responsibility for matters relating to the quality and standards of schemes of study leading to awards of the University where such schemes of study shall be operated by the said institution or by any other Accredited Institution or Affiliated Institution;
  - (iv) to grant, to any Accredited Institution and Affiliated Institution that shall have been granted its own research degree awarding powers, delegated responsibility for matters relating to the quality and standards of programmes of research leading to awards of the University where such programmes of research shall be operated by the said institution or by any other Accredited Institution or Affiliated Institution;
  - (v) from time to time, to review such decisions as may have been taken by the Council further to the provisions of Statute 17(5)(i), Statute 17(5)(ii), Statute 17(5)(iii) and Statute 17(5)(iv) and, as the Council may think fit, to
    - (a) confirm the rights and responsibilities granted under Statute 17(5)(i), Statute 17(5)(iii), and Statute 17(5)(iv) and the arrangements determined under Statute 17(5)(ii);
    - (b) determine conditions for the continuance of the rights and responsibilities granted under Statute 17(5)(i), Statute 17(5)(iii), and Statute 17(5)(iv) and to modify the arrangements determined under Statute 17(5)(ii); or

- (c) withdraw the rights and responsibilities granted under Statute 17(5)(i), Statute 17(5)(iii) and Statute 17(5)(iv) and to terminate the arrangements determined under Statute 17(5)(ii).
- (6) To confirm the designation of the degrees, diplomas, certificates and other academic distinctions of the University.
- (7) Subject to conditions prescribed in the Ordinances to approve the conferring of Honorary Degrees and other Honorary Distinctions of the University.
- (8) To demand and receive such fees as may be payable to the University in respect of studies leading to Degrees and awards of the University.
- (9) To regulate, after consultation with the Academic Board, the fees and other emoluments to be paid to external examiners and assessors in respect of the examinations of the University.
- (10) To institute, jointly with the Academic Board and subject to any conditions made by the founders, University Fellowships, Studentships, Scholarships, Prizes, Exhibitions and Bursaries and other aids to study and research.
- (11) To approve the association of other bodies and institutions in accordance with Article V(j) of the Charter.
- (12) To appoint a person or persons to visit and report on the general facilities in teaching and research at any body or institution which is now or which may become an Associated Body.
- (13) To call for reports from University organisations, and any Associated Body or Bodies.
- (14) To negotiate on behalf of the University with Government Departments and any other authorities, institutions, companies and persons.
- (15) To repeal, vary or add to the Charter.
- (16) To make Statutes and Ordinances within the limits and subject to the procedures authorised by the Charter, the Statutes and the Ordinances.
- (17) To govern, manage and regulate the finances, accounts, investments, property, business and all affairs whatsoever of the University, and for that purpose to appoint bankers or other agents whom the Council may deem expedient to appoint and to cause proper books of account to be kept for all sources of money received and expended by the University and for the assets and liabilities of the University; so that such books give a true and fair view of the University's affairs and explain its transactions.
- (18) To invest any moneys belonging to the University in such stocks, funds, shares, securities or investments (other than land) whatsoever and wheresoever situate (whether authorised by the general law for the investment of trust moneys or not so authorised) as the Council shall think fit or in the purchase of land in the United Kingdom subject or not subject to leases or tenancies and to vary any such investments including the realisation of existing investments and the re-investments of the net proceeds of the realisation. Provided that in the case of moneys held by the University as trustee the powers hereby conferred shall be exercised subject to the provisions of the law relating to investment by trustees. Provided further that the powers of investment and varying investments hereinbefore contained shall not extend to moneys and investments held by the University as trustee upon special trusts created by a donor or testator.
- (19) To sell, buy, exchange, lease and accept leases of real and personal property on behalf of the University.

- (20) To maintain and dispose of the buildings, premises, furniture and apparatus belonging to or held in trust by the University and to provide such additional buildings as the Council shall consider expedient.
- (21) To borrow money on behalf of the University and, for that purpose, if the Council thinks fit, to mortgage or charge all or part of the property of the University, whether real or personal, and to give such other security as the Council shall think fit.
- (22) To enter into, vary and discharge contracts on behalf of the University.
- (23) To provide for the welfare of all persons who are or were at any time members of the staff of the University and the dependents of such persons including the payment of money, pensions or other benefits and to subscribe to benevolent and other funds for the benefit of such persons.
- (24) To appoint and dissolve committees consisting either wholly or partly of members of the Council and to prescribe the method of appointment of the members and the functions of such committees.
- (25) Under conditions to be prescribed in the Ordinances to confer upon any person the title of Professor, Reader or any other title of the University (and to withdraw any such title).
- (26) To have sole custody and use of the Common Seal of the University.
- (27) Subject to the provisions of the Charter and Statutes to determine all matters relating to the governance, mission, strategy, planning and administration of the activities of the University and its central services.
- (28) Subject to the provisions of the Charter and of the Statutes to take such steps as it may think proper for the purposes of advancing the interests and efficiency of the University and to conduct the executive business of the University.
- (29) Subject to the provisions of the Charter and Statutes to exercise all other powers of the University.
- (30) To delegate any of its powers to Officers and to those committees established under Statute 17(24), for such period and under such conditions as the Council may determine, and to establish and keep under regular review the procedures and limits under which delegated authority will be exercised, provided that
  - (i) nothing shall enable the Council to delegate any of its powers to any committee established under the provisions of Statute 17(24) where a majority of the members of such committee are not also members of the Council;
  - (ii) nothing shall enable the Council to delegate any of its powers with regard to:
    - (a) the determination of any matters relating to the governance, mission and strategy of the University;
    - (b) the approval of the annual estimates of income and expenditure and the financial statements in respect of each financial year;
    - (c) ensuring the solvency of the University and the safeguarding of its assets;
    - (d) the appointment or dismissal of the Vice-Chancellor;
    - (e) the repealing of, varying of or addition to the Charter or the Statutes or the Ordinances.

**ORDINANCE 7: MEMBERSHIP OF COMMITTEES OF COUNCIL**

## 1. Definitions

- 1.1 An 'Appointed Member' of a Committee shall be one appointed or elected thereto in accordance with the Statutes, Ordinance or Regulations as applicable.
- 1.2 An '*ex officio* Member' shall be one who holds membership by virtue of office or appointment.
- 1.3 A 'co-opted Member' shall be one who has been invited by the Committee itself to serve, under its powers of co-option, and shall be a full member of a Committee with speaking and voting rights.
- 1.4 An 'Independent Member' shall be one not otherwise being eligible for appointment under the provision of Statute 15(1), The Council.
- 1.5 A 'Lay Member' shall be one not currently a student or a member of staff of the University or of an Accredited Institution of the University.
- 1.6 A 'student Member' shall be one appointed by the Student Presidents (howsoever that office may be termed) of those institutions that shall, under the provisions of the Ordinances, and for the time being, be designated by the University as Accredited Institutions and who shall be pursuing a University of Wales award.
- 1.7 An 'Observer' shall be a person invited by the Committee to attend its meeting but shall not be a member of the Committee or have power of speaking (except at the invitation of the Chair) or voting and may be required at any time to withdraw from the meeting by the Chair or by simple resolution of the Committee.

2. *Ex officio* Members

Unless otherwise provided, the Chair of the Council and Vice-Chancellor shall be *ex officio* members of all Committees of the Council, except that the Vice-Chancellor shall not be a member of the Remuneration Committee. The Vice-Chancellor shall be an *ex officio* member of all Committees of the Academic Board.

3. In accordance with the Deed made between the University and the University of Wales Trinity Saint David on 18 August 2017, membership of the committees of Council of both Universities shall comprise a common core of governors, consistent only with the requirement under charities law to be able to hold valid and quorate meetings of the committees with unconflicted quora. Nominations for membership of committees of the University of Wales Council shall be considered, and recommended to Council for approval, by the Strategy, Planning, Resources and Governance Committee.
4. Period of appointment
- 4.1 Appointed members of Committees of Council shall normally have a period of appointment coterminous with the period of appointment to the equivalent Committee of the University of Wales Trinity Saint David. Co-opted members of Committees of Council shall normally serve for four years or such shorter period as the Strategy, Planning, Resources and Governance Committee may decide. The rules and procedures governing re-appointment, retirement and casual vacancies shall be those adopted by the Strategy, Planning, Resources and Governance Committee.
- 4.2 *Ex-officio* members of Committees of Council shall hold office so long as they continue to occupy the position by virtue of which they became members.

5: Quorum

- a) The quorum for any meeting of a Committee (or Sub-Committee) of the Council where decision making authority is to be exercised shall be three members of the Committee, providing that the majority of the members present are also 'independent' members of Council.
- b) For the purpose of Ordinance 13 (6.1), an independent member of Council is a member who is not an employee or an officer of the University and who has no financial or other relationship with the University (other than in the capacity as a member)

6: Removal from office of committee members

The Council may at its discretion remove any Committee member for:

1. conviction for an offence which may be deemed by the Council to be such as to render the person convicted unfit for the execution of the duties of the office; or
2. conduct incompatible with the duties of the office; or
3. failure or persistent refusal or neglect or inability to perform the duties of office (including non- attendance at committee meetings).

**ORDINANCE 8: STRATEGY, PLANNING, RESOURCES AND GOVERNANCE COMMITTEE**

1. There shall be a Strategy, Planning, Resources and Governance Committee which shall consist of the following persons:
  - (i) Members *ex officio*:
    - the Vice-Chancellor
  - (ii) Five members appointed by the Council from amongst its independent/co-opted members.
2. The Clerk (Secretary) to the Council shall be Secretary to the Committee. The Deputy Vice-Chancellor (Finance and Planning) shall be invited to attend all meetings of the Committee (unless the Chair determines otherwise).
3. The Committee shall meet four times in each academic year.
4. **In relation to strategy and planning, the duties of the Committee shall be to:**
  1. Make recommendations to the Council (taking into account the recommendations of the Academic Board on academic matters) on the University's mission and planning priorities.
  2. Oversee strategic issues associated with the University's activities (including transnational activities, and the work of the University of Wales Press and the Centre for Advanced Welsh and Celtic Studies).
  3. Oversee the management of the estate, including the preparation of plans (within agreed spending limits) for the refurbishment and maintenance of University property, and the effectiveness and efficiency of space utilisation.

**In relation to financial resources, the duties of the Committee shall be to:**

4. Advise and make recommendations to the Council on the University's annual revenue and capital budgets and forecasts.
5. Advise the Council on actions required to ensure:
  - a) the financial viability of the University;
  - b) that the decision-making requirements of the Council are supported by appropriate advice on major financial issues underpinning the delivery of institutional strategic objectives;
  - c) that the requirements of the Memorandum of Assurance and Accountability with HEFCW are met, including the requirement to maintain financial solvency;
  - d) that the University's investments are managed in a proper manner and within the policy guidelines laid down by the Council and relevant legislative provision with regard to the law for the investment of trust funds, after receiving advice from the University's appointed Investment Advisers; and
  - e) that such other University funds, including trust funds, gifts and bequests and investments in any trading activities or operations in which the University has an interest in, are managed in a proper manner.
6. Advise the Council on:
  - a) any new investment, the borrowing of funds, and the purchase or mortgaging of property, within any limits from time to time prescribed by the Council;
  - b) the selection of contractors, and proposed contractual obligations with financial implications, within any limits from time to time prescribed by the Council;



- c) matters pertaining to the financial performance of the relevant pension schemes, including the provision of any such advice and support to the Trustees considered necessary in accordance with agreed employer-obligations and corporate governance requirements; and
  - d) relevant matters which may have been raised with the Council by the auditors and the financial plans and forecasts.
7. Receive and consider any recommendations concerning the formation, expansion and/or dissolution of the Council's subsidiary companies, and to report to the Council thereon.
  8. Make recommendations to the Council on the writing off of debts in accordance with the Financial Regulations.
  9. Oversee the necessary arrangements in connection with the University's bank accounts, insurance, borrowing, investment, professional advisers and other such matters.
  10. Consider and review on a regular basis the Financial Regulations of the University and amend them as appropriate for ratification by the Audit Committee.
  11. Review the financial performance against forecasts, budgets, and longer term plans; and to monitor and regulate the finances, accounts and investments of the University within the overall policy and parameters laid down by the Council; and to ensure that the appropriate internal management systems are in place for the exercise of budgetary control and proper stewardship of the University's resources.
  12. Prepare and scrutinise the annual Financial Statements and management accounts of the University and advise the Council accordingly.

**In relation to human resources, the duties of the Committee shall be to:**

13. Keep under review all matters relating to human resources at the University.
14. Make recommendations to the Council for new or revised human resource strategies, policies and practices to support overall human resource objectives, and approve procedures in respect of human resource matters.
15. Consider on an annual basis a summary of the pay structure and terms and conditions of staff (other than those under the remit of the Remuneration Committee); approve annual pay and salary settlements for all staff on standard scales: and recommend to Council for approval salary and pay settlements not part of a national agreement.
16. Review annually the staffing establishment and advise the Council accordingly.
17. Consider proposals for any restructuring of the University's staffing establishment and advise the Council accordingly.
18. Approve applications for premature retirement within the policy laid down by the Council.
19. Consider reports on sickness, staff turnover and matters relating to the Disclosure and Barring Service.

**In relation to governance, the duties of the Committee shall be to:**

20. Determine criteria and performance indicators to measure the effectiveness, corporate governance capability and training needs of the Council and its Standing Committees.

21. Review and monitor the composition and membership needs of the Council and its Committees and to solicit, receive and review names of potential members for recommendation to the Council, having due regard to:
  - a) the balance of skills, knowledge and experience required on the Council and its Committees;
  - b) equality and diversity legislation.
22. Monitor, oversee and make recommendations to the Council on proposed changes to the University's constitutional structure and related statutory instruments.
23. Oversee the process for identifying, considering, and nominating persons on which honorary degrees, fellowships and other distinctions of the University may be conferred.
24. Consider reports on complaints made to the University.
25. Consider reports on the University's compliance with Welsh Language Standards.
26. Ensure a process of self-evaluation of the work of the Committee.

**ORDINANCE 9: AUDIT COMMITTEE**

## CONSTITUTION AND MEMBERSHIP

1. There shall be an Audit Committee consisting of the following persons:
  1. Two members appointed by the Council from amongst its independent/co-opted members, one of whom shall be appointed Chair of the Committee;
  2. Two further independent members appointed by the Council;
  3. Up to two other persons as the committee may think fit to co-opt as members.
2. In the absence of the Chair, the other member of Council appointed under (i) above shall chair the meeting.
3. Members should not have significant interests in the University and at least one member should have recent relevant experience in finance, accounting or auditing. Members of the committee should not also be members of the Strategy, Planning, Resources and Governance Committee.

## ATTENDANCE AT MEETINGS

4. The Deputy Vice-Chancellor (Finance and Planning), the head of internal audit and a representative of the external auditors shall normally attend meetings where business relevant to them is to be discussed. The Chair of Council and Vice-Chancellor may also attend meetings by invitation and would be expected to attend at least one meeting in each academic year. At least once a year the Committee should meet with the external and internal auditors without any officers present.

## AUTHORITY OF THE COMMITTEE

5. The Committee may investigate any activity within its terms of reference and is authorised to seek any information it requires from any employee, and all employees are directed to co-operate with any request made by the Committee.
6. The Committee may obtain outside legal or other independent professional advice and to secure the attendance of non-members with relevant experience and expertise if it considers this necessary, normally in consultation with the Vice-Chancellor and/or Chair of Council.
7. The Committee will review the audit aspects of the draft annual financial statements. These aspects will include the external audit opinion, the statement of members' responsibilities, the statement of internal control and any relevant issues raised in the external auditors' management letter. The Committee should, where appropriate, confirm with the internal and external auditors that the effectiveness of the internal control system has been reviewed, and comment on this in its annual report to Council.

## DUTIES

8. The duties of the Committee shall be to:
  1. Advise Council on the appointment of the external auditors, the audit fee, the provision of any non-audit services by the external auditors, and any questions of resignation or dismissal of the external auditors;
  2. Discuss with the external auditors, before the audit begins, the nature and scope of the audit;
  3. Discuss with the external auditors problems and reservations arising from the interim and final audits, including a review of the management letter, incorporating management responses, and any other matters the external auditors may wish to discuss (in the absence of management where necessary);
  4. Consider elements of the annual financial statements in the presence of the external auditors, including the auditors' formal opinion, the statement of members' responsibilities and the statement of internal control, in accordance with the funding

5. Consider and advise Council on the appointment and terms of engagement of the internal audit service (and the head of internal audit if applicable), the audit fee, the provision of any non-audit services by the internal auditors, and any questions of resignation or dismissal of the internal auditors;
6. Review the internal auditors' audit risk assessment, strategy, programme and annual report; consider major findings of internal audit investigations and management's response; and promote co-ordination between the internal and external auditors. The committee will ensure that the resources made available for internal audit are sufficient to meet the University's needs (or make a recommendation to Council as appropriate);
7. Monitor the implementation of agreed audit-based recommendations, from whatever source;
8. Ensure that all significant losses have been properly investigated and that the internal and external auditors, and where appropriate the funding council's accounting officer, have been informed;
9. Receive any relevant reports from the National Audit Office (NAO) and its equivalents in Scotland, Wales and Northern Ireland, the funding councils and other organisations;
10. Monitor annually the performance and effectiveness of the external and internal auditors, including any matters affecting their objectivity, and make recommendations to the governing body concerning their reappointment, where appropriate;
11. Monitor the Risk Register and provide assurance to Council on the effectiveness of the risk management, control and governance arrangements;
12. Oversee the University's policy on fraud and irregularity, including being notified of any action taken under that policy;
13. Provide assurance to Council that suitable arrangements are in place to promote economy, efficiency and effectiveness;
14. Provide assurance to Council that the management and quality assurance of data is adequate and effective.
15. In the event of the merger or dissolution of the University, ensure that the necessary actions are completed, including arranging for a final set of financial statements to be completed and signed.
16. Oversee the University's overall framework of assurance and compliance with non-academic laws, regulations and best practice.
17. Ensure a process of self-evaluation of the work of the Committee.

#### REPORTING

9. The Committee will prepare an annual report to Council covering the University's financial year and any significant issues up to the date of preparing the report. The report will summarise the activity for the year and will give the committee's opinion of the adequacy and effectiveness of the University's arrangements for the following:
  1. Risk management, control and governance (the risk management element includes the accuracy of the statement of internal control included with the annual statement of accounts);
  2. Economy, efficiency and effectiveness (value for money).

This opinion should be based on the information presented to the Committee. The Audit Committee annual report should normally be submitted to Council before the members' responsibility statement in the annual financial statements is signed.

**9A** The minutes of meetings of the Committee will be circulated to all members of the Council.

**FREQUENCY OF MEETINGS / QUORUM / SECRETARY**

**10.** The Committee shall meet at least three times a year. A quorum for a meeting of the Committee shall be three, including one member who is an independent member of the University Council and two co-opted members. The Clerk to the University Council shall be the Secretary to the Committee.

**ORDINANCE 10: DELETED**

**ORDINANCE 11: DELETED**

**ORDINANCE 12: REMUNERATION COMMITTEE**

1. There shall be a Remuneration Committee consisting of the following persons:
  - (i) members *ex officio*
    - The Chair of Council
    - The Chair of the Strategy, Planning, Resources and Governance Committee
  - (ii) two members appointed by the Council from amongst its independent/co-opted members, one of whom shall be appointed Chair;
  - (iii) one further independent person appointed by the Council.
  - (iv) one external member appointed by the Committee who shall have appropriate skills and experience in matters of remuneration and related governance.
2. In the absence of the Chair, the other Council member appointed under (ii) shall chair the meeting.
3. The function of the Committee shall be to review and determine on an annual basis the salaries, terms and conditions and, where appropriate, the severance conditions of the Vice-Chancellor, the President and such other senior members of staff as the Council deems appropriate. The Committee shall take into account comparative information on salaries and other emoluments and conditions of service in the university sector and elsewhere as appropriate. The Committee shall submit a report of its decisions to Council.
4. The Committee shall meet at least once each academic year, and the Secretary to the Council shall be Secretary to the Committee



**ORDINANCE 13: DELETED**

**ORDINANCE 14: RESEARCH ENTERPRISE AND INNOVATION BOARD**

1. The Research, Enterprise and Innovation Board shall comprise of the following members:
  - (i) members *ex officio*:
    - the Chair of Council
    - the Vice-Chancellor
  - (ii) the Chairs of such Committees of the REI Board as may be established from time to time;
  - (iii) three members appointed by and from the Council with experience of business, knowledge transfer, enterprise, research, innovation and commercialisation, one of whom shall be appointed Chair of the Board;
  - (iv) four external members appointed by the Council with experience of business, knowledge transfer, enterprise, research, innovation and commercialisation.
  
2. The duties of the Committee shall be:
  - (i) to determine the research, enterprise and innovation strategy and policy of the University;
  - (ii) to promote research, enterprise and innovation within the University;
  - (iii) to support the implementation of the University's strategy for the promotion of research, enterprise and innovation at regional, national and international level and to refine in light of changing policy and the future needs of the University;
  - (iv) to raise the University's external funding profile in research, enterprise and innovation and to enhance the University's reputation in these activities;
  - (v) to disseminate good practice;
  - (vi) to oversee all aspects of the University's enterprise and innovation activities;
  - (vii) to liaise with the Academic Board and with other University committees as appropriate on issues relating to research, enterprise and innovation;
  - (viii) to advise Council on appropriate target setting and performance indicators, including external income and profit;
  - (ix) to appoint and dissolve such and so many committees required to support the delivery of the University's research, enterprise and innovation strategy.
  - (x) To have governance responsibility for oversight of the activities and affairs of the UW Centre for Advance Batch Manufacture (a subsidiary company of the University of Wales).

**ORDINANCE 15: CENTRE FOR ADVANCED WELSH AND CELTIC STUDIES (CAWCS)**

1. CAWCS has been established as a subsidiary of the University. The Directors of the CAWCS Board derive their authority from the Articles of Association of the Company and a Funding Remit Letter approved by Council.
2. The CAWCS Board shall submit reports to the Strategy, Planning, Resources and Governance Committee.

**ORDINANCE 16: UNIVERSITY OF WALES PRESS**

1. The Council has established a University of Wales Press Sub-committee as a sub-committee of the Strategy, Planning, Resources and Governance Committee.
2. The University of Wales Press Sub-committee shall consist of the following persons:
  1. one member of the Strategy, Planning, Resources and Governance Committee, being a member of the Council, who shall be Chair;
  2. one person appointed by the Council who shall have extensive experience of academic publishing;
  3. one person appointed by the Council who shall be an experienced librarian, ideally within an academic context;
  4. one person appointed by the Council who shall have experience of commercial enterprise or educational enterprise within Wales;
  5. two academics appointed by the Council, who shall have current experience in an academic field central to the Press's publishing programme but one should specifically have current experience in Welsh language scholarship
  6. the Director of the Press.
3. The functions of the Sub-committee shall be:
  1. to monitor the work of the Press and to advise the Strategy, Planning, Resources and Governance Committee as to its strategic direction and its financial and operational performance;
  2. to offer advice and guidance to the Director of the Press
    - on: (i) the vision, aims and objectives of the Press;
    - (ii) the strategic options for the development of the Press and the progression of such options taking into account any resource implications that may impinge on the overall strategic plan for the Press;
    - (iii) the most appropriate staffing, management and operational structures to support the operation of Press;
    - (iv) the selection of proposals for publication;
    - (v) arrangements for compliance with all legislative and regulatory requirements as they affect the operations of the Press;
    - (vi) the assessment and management of risk in the plans of the Press;
  3. to submit to the University Council, through the Strategy, Planning, Resources and Governance Committee, annual detailed estimates of income and expenditure, cash flow forecasts, balance sheets and financial forecasts;
  4. to submit to the University Council, through the Strategy, Planning, Resources and Governance Committee, an annual report on the work of the University Press;
  5. to submit to the University Council, through the Strategy, Planning, Resources and Governance Committee, an annual statement of accounts for the Press.
4. Further to 3.2(iv), the Sub-committee shall have the power to establish an Editorial Panel for the purpose of reviewing and selecting proposals for publication and to appoint a chair of the Editorial Panel.
5. The Sub-committee shall normally meet bi-monthly.

**ORDINANCE 17: GREGYNOG SUB-COMMITTEE**

1. The University Council has established a Gregynog Sub-committee as a sub-committee of the Strategy, Planning, Resources and Governance Committee.
2. The Gregynog Sub-committee shall consist of the following persons:
  1. one member of the Strategy, Planning, Resources and Governance Committee, being a member of the Council, who shall be Chair;
  2. up to three persons appointed by the Council, who shall have appropriate experience of commercial enterprise;
  3. the director of Gregynog.
3. The functions of the Sub-committee shall be:
  1. to monitor the work of Gregynog and to advise the Strategy, Planning, Resources and Governance Committee as to its strategic direction and its financial and operational performance;
  2. to offer advice and guidance to the Director of Gregynog on:
    - (i) the vision, aims and objectives of Gregynog;
    - (ii) the strategic options for the development of Gregynog and the progression of such options taking into account any resource implications that may impinge on the overall strategic plan for Gregynog;
    - (iii) the most appropriate staffing and management structures to support the operation of Gregynog Hall, Estate and Woodlands;
    - (iv) the management, and arrangements for financing of the Gregynog estate, including land, woodlands, buildings, furnishings and equipment;
    - (v) arrangements for compliance with all legislative and regulatory requirements as they affect the operations of Gregynog;
    - (vi) the assessment and management of risk in the plans of Gregynog;
  3. to submit to the University Council, through the Strategy, Planning, Resources and Governance Committee, annual detailed estimates of income and expenditure, cash flow forecasts, balance sheets and financial forecasts;
  4. to submit to the University Council, through the Strategy, Planning, Resources and Governance Committee, an annual report on Gregynog;
  5. to submit to the University Council, through the Strategy, Planning, Resources and Governance Committee, an annual statement of accounts for Gregynog.
4. The Sub-committee shall normally meet quarterly.

**ORDINANCE 18: DELETED**

**ORDINANCE 19: MEMBERSHIP OF THE ACADEMIC BOARD**

1. As prescribed by Statute 18, the membership of the Academic Board shall consist of the following persons:
  - (a) *ex officio* members
    - The Vice-Chancellor
    - The Chairs of such Committees of the Academic Board as may be established from time to time
  - (b) appointed members
    - Two members of the academic staff from each of those Institutions that shall, under the provisions of the Statutes and Ordinances, and for the time being, be designated as Accredited Institutions
    - Two members of the staff experienced in Welsh medium provision appointed by the University Council from among those Accredited Institutions that teach through the medium of Welsh
    - Two students from among those studying for awards of the University
2. The *ex officio* members of the Academic Board shall hold office so long as they continue to occupy the position by virtue of which they became a member.
3. The appointed members of the Academic Board, other than the student members, shall hold office for three years or for so long as they retain the qualification which first made them eligible for appointment to the Academic Board, whichever shall be the shorter period.
4. All appointments, other than for casual vacancies, will commence on 1 August and, no later than three months before the expiration of the term of office of an appointed member, the Secretary to the Board shall notify the appropriate electoral college of such vacancies as may exist and invite nominations. Nominations shall be made, in writing, to the Secretary so as to arrive not later than the specified closing date. Nominations must be accompanied by evidence of the agreement of the nominee.
5. All vacancies arising among appointed members shall be filled as soon as possible by the appropriate electoral college for the remainder of the unexpired term. If the unexpired term is less than half of the period of office of the member who is to be replaced then any such period shall be disregarded in determining that member's eligibility for further appointment or election.
6. No appointed member shall ordinarily serve for more than two consecutive terms, following which a period of three years shall elapse before that person is eligible for re-appointment.
7. The student Presidents (howsoever that office may be termed) of those institutions that shall, under the provisions of the Statutes and Ordinances, and for the time being, be designated by the University as Accredited Institutions shall form the electoral college for the election of two students from amongst those students pursuing a University of Wales award, to serve as members of the Academic Board.
8. The student members shall be appointed for a period of one year and shall be eligible for re-appointment for one further year.
9. Members of the Academic Board, other than *ex officio*, may resign at any time in writing to the Chair of the Academic Board.

**ORDINANCE 20: POWERS OF THE ACADEMIC BOARD**

The powers of the Academic Board are set out in Statute 19 as repeated below.

**(A) General**

Subject to the provisions of the Charter and of the Statutes the Academic Board shall, in addition to all other powers vested in it, have the following powers:

- (1) To ensure the maintenance of the highest academic standards in respect of its degrees and other qualifications and to preserve and protect their reputation and integrity, howsoever and wheresoever offered.
- (2) To advise the Council with regard to:
  - (i) granting to Accredited Institutions and Affiliated Institutions, and to other Associated Bodies, the right to establish and operate schemes of study and programmes of research leading to awards of the University and to enroll students onto such schemes and programmes;
  - (ii) determining arrangements for the assurance of quality and standards in respect of those schemes of study and programmes of research leading to awards of the University established in accordance with Statute 17(5)(i);
  - (iii) granting, to any Accredited Institution and Affiliated Institution that shall have been granted its own taught degree awarding powers, delegated responsibility for matters relating to the quality and standards of schemes of study leading to awards of the University where such schemes of study shall be operated by the said institution or by any other Accredited Institution or Affiliated Institution;
  - (iv) granting, to any Accredited Institution and Affiliated Institution that shall have been granted its own research degree awarding powers, delegated responsibility for matters relating to the quality and standards of programmes of research leading to awards of the University where such programmes of research shall be operated by the said institution or by any other Accredited Institution or Affiliated Institution;
  - (v) reviewing such decisions as may have been taken by the University further to the provisions of Statute 17(5)(i), Statute 17(5)(ii), Statute 17(5)(iii) and Statute 17(5)(iv);
  - (vi) confirming the rights and responsibilities granted under Statute 17(5)(i), Statute 17(5)(iii) and Statute 17(5)(iv) and the arrangements determined under Statute 17(5)(ii);
  - (vii) determining conditions for the continuance of the rights and responsibilities granted under Statute 17(5)(i), Statute 17(5)(iii) and Statute 17(5)(iv) and modifying the arrangements determined under Statute 17(5)(ii);
  - (viii) withdrawing the rights and responsibilities granted under Statute 17(5)(i), Statute 17(5)(iii) and Statute 17(5)(iv) and terminating the arrangements determined under Statute 17(5)(ii).
- (3) To determine the academic strategy and policy of the University.
- (4) To propose Statutes and Ordinances, and to make and maintain Regulations and Standing Orders and to resolve questions of interpretation or non-compliance arising from such Regulations and Standing Orders.
- (5) To provide for the establishment and constitution of such academic organisations of the University as the Academic Board may from time to time consider desirable, and to prescribe the constitution, powers, duties and functions of such academic organisations and to provide for the dissolution of any academic organisation so established.



- (6) To appoint and dissolve such and so many committees consisting either wholly or partly of members of the Academic Board and to prescribe the method of appointment of such members and the functions of such committees.
- (7) To delegate any of its powers to Officers and to those committees established under Statute 19(6), for such period and under such conditions as the Academic Board may determine, and to establish and keep under regular review the procedures and limits under which delegated authority will be exercised, provided that:
  - (i) nothing shall enable the Academic Board to delegate any of its powers to any committee established under the provisions of Statute 19(6) where a majority of the members of such committees are not also members of the Academic Board;
  - (ii) nothing shall enable the Academic Board to delegate its powers to make Regulations and Standing Orders.
- (8) To advise the Council on the designation of the degrees, diplomas, certificates and other academic distinctions of the University.
- (9) Under conditions to be prescribed in the Ordinances to authorise the admission to Degrees of persons who shall have pursued an approved scheme of study or research and who shall have passed the examinations of the University and to deprive any person of any Degree as aforesaid on what the Academic Board shall in its unfettered discretion consider to be good cause and at any time to restore such Degree to any person so deprived.
- (10) Under conditions to be prescribed in the Ordinances to confer and grant Diplomas, Certificates or other academic awards on and to persons who have pursued an approved scheme of study and to revoke any such awards made on what the Academic Board shall in its unfettered discretion consider to be good cause and at any time to reinstate any such award so revoked.
- (11) To call for reports from University organisations and such bodies and institutions which are now or which may become an Associated Body.
- (12) To appoint a person or persons to visit and report on the general facilities in teaching and research at any body or institution which is now or which may become an Associated Body.
- (13) To institute, jointly with the Council and subject to any conditions made by the founders, University Fellowships, Studentships, Scholarships, Prizes, Exhibitions and Bursaries, and other aids to study and research.
- (14) To award and withdraw Fellowships, Studentships, Scholarships, Prizes, Exhibitions and Bursaries, and other aids to study and research and to regulate the conditions governing such awards.
- (15) To prescribe the design and format of degree and other awards certificates.
- (16) To express an opinion on any matter pertinent to the University and its affairs and to make recommendations or reports to the Council thereon.
- (17) To appoint two of its members to the Council, in a manner to be prescribed by Ordinance.

#### (B) Validated Provision

Subject to the provisions of the Charter and of the Statutes the Academic Board shall, in addition to all other powers vested in it, have the additional following powers in respect of Validated provision:

- (1) To prescribe Regulations for taught and research schemes of study.
- (2) To regulate matriculation to postgraduate schemes, all examinations of the University and the appointment of external examiners, as prescribed in Ordinances.

- (3) To consider and resolve all questions of interpretation of Regulations and Standing Orders and to consider and resolve all special cases not fully complying with such Regulations.
- (4) To advise the Council on the fees and other emoluments to be paid to external examiners and assessors in respect of University examinations and other assessments.
- (5) Under conditions approved by the University, to approve schemes of study or programmes of research which shall subsequently be listed in the Ordinances.

**ORDINANCE 21: ASSOCIATION OF INSTITUTIONS**

1. The Council may, on the advice of the Academic Board:
  - (i) declare any institution to be an Accredited Institution of the University or an Affiliated Institution of the University;
  - (ii) establish an Association between the University and any other institution or branch or department thereof.

*Accredited Institutions and Affiliated Institutions*

2. The Council shall determine the terms and conditions under which an institution may qualify to be an Accredited Institution of the University or an Affiliated Institution of the University.
3. Subject to the provisions of Statute 15 and Statute 18, the Council shall determine the rights and obligations conferred on any institution declared to be an Accredited Institution of the University or an Affiliated Institution of the University.
4. Any rights that shall have been granted under this Ordinance may be withdrawn by the Council on the recommendation of the Academic Board. Such recommendations shall not be made until the Academic Board and the Council shall have considered a report on the institution or institutions concerned from a person or persons appointed for this purpose in the manner and with the duties prescribed by the Charter and the Statutes.
5. A list of institutions designated as Accredited Institutions shall be confirmed by the Council at the start of each academic year.
6. A list of institutions designated as Affiliated Institutions shall be confirmed by the Council at the start of each academic year.
7. Any institution wishing to relinquish its 'Accredited' or 'Affiliated' status must give at least 12 months-notice to the University of its intention to do so.

*Other institutions and bodies having an Association with the University*

8. A list of institutions acknowledged as having an Association with the University shall be confirmed by the Council at the start of each academic year.
9. Any rights that shall have been granted under this Ordinance may be withdrawn by the Council on the recommendation of the Academic Board.
10. Any association granted to an institution or body under the terms of this Ordinance may be withdrawn by the Council.

**ORDINANCE 22: STUDENT MEMBERSHIP ON UNIVERSITY COMMITTEES**

The student Presidents (howsoever that office may be termed) of those institutions that shall, under the provisions of the Statutes and Ordinances, and for the time being, be designated by the University as Accredited Institutions shall form the electoral college for the election of students from amongst those students pursuing a University of Wales award, to serve as members of relevant University Committees.

**ORDINANCE 23: MATRICULATION**

- (A) Matriculation is the formal admission of a student to a scheme of study or research leading to a degree of the University or to any academic award of the University for which a degree or other approved form of qualification is a necessary entry condition.
- (B) Academic Regulations shall prescribe the arrangements for matriculation.
- (C) In accordance with the Deed made between the University and the University of Wales Trinity Saint David on 18 August 2017, the University shall not matriculate any new student on any of its undergraduate or postgraduate schemes of study with effect from 1 January 2018.

**ORDINANCE 24: UNIVERSITY TITLES**

- (A) The University title of 'Professor' or 'Reader' may be conferred on any person who has been appointed to the staff of the University.
- (B) Academic Regulations shall prescribe the criteria and procedure for the conferment of the University title of 'Professor' or 'Reader'.

**ORDINANCE 25: DEGREES, DIPLOMAS AND CERTIFICATES**

- (A) In order to qualify for the award of an initial degree of the University, other than a degree *honoris causa*, every candidate must have:
- (i) fulfilled the requirements for matriculation as prescribed by Academic Regulation;
  - (ii) pursued and successfully completed subject to the Statutes and in accordance with the appropriate Regulations a scheme of study leading to a degree;
  - (iii) complied with the requirements of such Statutes and other Ordinances and Academic Regulations as may be relevant.
- (B) In order to qualify for the award of a higher or additional degree of the University, other than a degree *honoris causa*, every candidate must have:
- (i) pursued and successfully completed in accordance with the appropriate Academic Regulations, a scheme of research or study of not less than one year's duration;
  - (ii) complied with all other requirements of the Academic Regulations relating to higher and additional degrees of the University.
- (C) The period of study and all other requirements necessary to qualify persons for the grant of diplomas, certificates and other academic awards of the University shall be prescribed by Academic Regulation.
- (D) Notwithstanding the above provisions the following *aegrotat* awards may be authorised, under conditions prescribed by the University in Academic Regulations:
- (i) an initial degree, diploma or certificate;
  - (ii) a higher or additional degree, postgraduate diploma or postgraduate certificate.
- (E) No degree, diploma or certificate shall be conferred upon any person who has not fulfilled all his or her financial obligations to the University or to the Institution at which he or she is a student.
- (F) The University, under conditions prescribed in Academic Regulations, may authorise that a candidate *either* be admitted to a posthumous degree *or* be awarded a certificate or a diploma or a postgraduate certificate or postgraduate diploma.
- (G) Persons may be admitted to degrees of the University or granted diplomas, certificates or other academic awards of the University only on the authority of the Academic Board. Such authority relating to admission to degrees including authority for the Vice-Chancellor or deputies nominated by him or her to admit persons to such degrees shall be further prescribed in the appropriate Standing Orders.
- (H) The procedure and ceremonial of Congregations shall be determined by the Council which shall first have obtained the advice of the Academic Board.
- (I) In accordance with the Statutes the Academic Board may by resolution deprive any person of a degree, diploma, certificate or other academic award of the University. No such person shall be so deprived unless he or she shall have been given a reasonable opportunity of being heard by the Academic Board. The Academic Board may by resolution at any time restore any such degree, diploma, certificate or other academic award to any person so deprived.
- (J) The degrees of the University shall be designated as follows:
- |       |   |
|-------|---|
| (i)   | Gradd Sylfaen/ Foundation Degree:                             |
| FdA   | Gradd Sylfaen yn y Celfyddydau/Foundation Degree in Arts      |
| FdSc  | Gradd Sylfaen mewn Gwyddoniaeth/Foundation Degree in Science  |
| FdEng | Gradd Sylfaen mewn Peirianeg/Foundation Degree in Engineering |

(ii)	Gradd Baglor/Degree of Bachelor:
BA	Baglor yn y Celfyddydau/Bachelor of Arts
BSc	Baglor mewn Gwyddoniaeth/Bachelor of Science
BScEcon	Baglor mewn Astudiaethau Economaidd a Chymdeithasol/ Bachelor of Economic and Social Studies
BEng	Baglor mewn Peirianeg/Bachelor of Engineering
BEd	Baglor mewn Addysg/Bachelor of Education
LLB	Baglor yn y Cyfreithiau/Bachelor of Laws
BMus	Baglor mewn Cerddoriaeth/Bachelor of Music
BArch	Baglor mewn Pensaerniaeth/Bachelor of Architecture
BN	Baglor mewn Nyrsio/Bachelor of Nursing
BMid	Baglor mewn Bydwreigiaeth/Bachelor of Midwifery
BDS	Baglor mewn Llawfeddygaeth Ddeintyddol/Bachelor of Dental Surgery
BSD	Baglor mewn Gwyddoniaeth mewn Deintyddiaeth/Bachelor of Science in Dentistry
MB	Baglor mewn Meddygaeth/Bachelor of Medicine
BCh	Baglor mewn Llawfeddygaeth/Bachelor of Surgery
BMedSc	Baglor mewn Gwyddor Feddygol/Bachelor of Medical Science
BD	Baglor mewn Diwinyddiaeth/Bachelor of Divinity
BTh	Baglor Diwinyddol/Bachelor of Theology
(iii)	Gradd Athro/Degree of Master:
MChem	Athro mewn Cemeg/Master in Chemistry
MEng	Athro mewn Peirianeg/Master in Engineering
MESci	Athro mewn Gwyddor Daear/Master in Earth Science
MMath	Athro mewn Mathemateg/Master in Mathematics
MPhys	Athro mewn Ffiseg/Master in Physics
MA	Athro yn y Celfyddydau/Master of Arts
MFA	Athro yn y Celfyddydau Cain/Master of Fine Arts
MSc	Athro mewn Gwyddoniaeth/Master of Science
MScEcon	Athro mewn Astudiaethau Economaidd a Chymdeithasol/ Master of Economic and Social Studies
MBA	Athro mewn Gweinyddiaeth Fusnes/Master of Business Administration
MBL	Athro mewn Busnes a'r Gyfraith/Master of Business and Law
MEd	Athro mewn Addysg/Master of Education
LLM	Athro yn y Cyfreithiau/Master of Laws
MPharm	Athro mewn Fferylliaeth/Master of Pharmacy
MMus	Athro mewn Cerddoriaeth/Master of Music
MTh	Athro mewn Diwinyddiaeth/Master of Theology
MMin	Athro mewn Gweinidogaeth/Master of Ministry
MPH	Athro mewn Iechyd Cyhoeddus/Master of Public Health
MCh	Athro mewn Llawfeddygaeth/Master of Surgery
MRes	Athro mewn Ymchwil/Master of Research
LLM(Res)	Athro yn y Cyfreithiau (Ymchwil)/Master of Laws (Research)
MPhil	Athro mewn Athroniaeth/Master of Philosophy
MMarSci	Athro Gwyddorau Morol/Master of Marine Science
MEnvSci	Athro Gwyddorau Amgylcheddol/Master of Environmental Science
MMarBiol	Athro mewn Bioleg Môr / Master of Marine Biology
MOcean	Athro mewn Gwyddorau Eigion / Master of Ocean Sciences
MChiro	Athro mewn Ceiropracteg / Master of Chiropractic
MBiol	Athro mewn Bioleg / Master of Biology
MZool	Athro mewn Zooleg / Master of Zoology
MOST	Athro mewn Osteopat heg / Master of Osteopathy
MProfPrac	Athro mewn Ymarfer Proffesiynol / Master of Professional Practice
MDes	Athro mewn Dylunio / Master of Design
(iv)	Gradd Doethur/Degree of Doctor:
DBA	Doethur mewn Gweinyddiaeth Fusnes/Doctor of Business Administration
DBMS	Doethur mewn Gwyddorau Biofeddygol/Doctor of Biomedical Sciences



DCompSci	Doethur mewn Cyfrifiadureg/Doctor of Computer Science
DClinPsy	Doethur mewn Seicoleg Glinigol/Doctor of Clinical Psychology
DCounsPsy	Doethur mewn Seicoleg Cwnsela/Doctor of Counselling Psychology
DDS	Doethur mewn Llawfeddygaeth Ddeintyddol/Doctor of Dental Surgery
DEdPsy	Doethur mewn Seicoleg Addysg/Doctor of Educational Psychology
Edd	Doethur mewn Addysg/Doctor of Education
EngD	Doethur mewn Peirianeg/Doctor of Engineering
DTourism	Doethur mewn Twristiaeth/Doctor of Tourism
MD	Doethur mewn Meddygaeth/Doctor of Medicine
DNursSci	Doethur mewn Gwyddor Nyrsio/Doctor of Nursing Science
DMin	Doethur mewn Gweinidogaeth/Doctor of Ministry
PhD	Doethur mewn Athroniaeth/Doctor of Philosophy
DDSc	Doethur mewn Gwyddoniaeth Ddeintyddol/Doctor of Dental Science
DMus	Doethur mewn Cerddoriaeth/Doctor of Music
DD	Doethur mewn Diwinyddiaeth/Doctor of Divinity
DLitt	Doethur mewn Llên/Doctor of Letters
DSc	Doethur mewn Gwyddoniaeth/Doctor of Science
DScEcon	Doethur mewn Astudiaethau Economaidd a Chymdeithasol/ Doctor of Economic and Social Studies
DScEcon	Doethur mewn Economeg a'r Gwyddorau Cymdeithasol / Doctor of Economics and Social Science
LLD	Doethur yn y Cyfreithiau/Doctor of Laws
DUniv	Doethur er Anrhydedd y Brifysgol/Honorary Doctor of the University
DInfoSys	Doethur mewn Systemau Gwybodaeth / Doctor of Information Systems
DEBP	Doethur mewn Arferion Adeiladu Ecologol/Doctor of Ecological Building Practice
DPsy	Doethur mewn Seicotherapi /Doctor of Psychotherapy
DHealth	Doethur mewn Iechyd / Doctor of Health
DHSci	Doethur mewn Gwyddor Iechyd / Doctor of Health Sciences
DPH	Doethur mewn Iechyd Cyhoeddus / Doctor of Public Health
SportD	Doethur mewn Chwarae / Doctor of Sport

- (K) In accordance with the Deed made between the University and the University of Wales Trinity Saint David on 18 August 2017, the University shall place in abeyance its right to award taught and research degrees for all schemes of study to any student not matriculated by the University as at 1 January 2018.

**ORDINANCE 26: CONGREGATIONS OF THE UNIVERSITY / ADMISSION TO INITIAL AND HIGHER DEGREES***Authority*

1. In accordance with the provisions of the Charter and Statutes the University of Wales may authorise (i) the admission of candidates to degrees of the University and (ii) the holding of congregations of the University.

*Congregations for Admission to Initial and Higher Degrees of the University of Wales held at the Accredited and Affiliated Institutions*

2. Congregations for the admission of candidates to initial and higher degrees of the University of Wales may be held at each of the accredited and affiliated institutions.
3. Detailed arrangements for the organisation of Degree Congregations shall be made by the institution concerned. The Institution shall inform the University of the arrangements for each ceremony no fewer than three months prior to its taking place.
4. Approximately one month before Degree Congregations are due to be held, the University shall issue to the Registrar (or equivalent officer) of each institution the following:
  - (i) the formal Proclamation, authorising the holding of the Degree Congregation;
  - (ii) the Resolution, granting authority to the Vice-Chancellor of the University of Wales, or the Vice-Chancellor or Principal of an accredited or affiliated institution, to admit persons to degrees;
  - (iii) the formulae to be used for the presentation of graduands for their degrees;
  - (iv) the formulae to be used for the admission of graduands to their degrees;
  - (v) the formula to be used for admission to alumni association of the University of Wales.
5. Graduands are required to wear throughout the Degree Congregation the correct academic dress appropriate to the degrees to which they are to be admitted, as specified in the University of Wales Calendar.
6. The Registrar (or equivalent officer) of the institution concerned shall send to the University two copies of each Degree Congregation programme within five working days of a Congregation being held.
7. Candidates who express their intention to attend a Congregation but later decide not to attend, or who are for some other reason absent, may be admitted *in absentia* at the discretion of the institution.
8. Graduates awarded degrees in medicine or dentistry shall supply to the University - through their institution - the necessary details relating to pre-registration with the General Medical Council or General Dental Council.

*Admission to Initial and Higher Degree of the University of Wales*

9. Admission of candidates to initial and higher degrees shall be made by the Vice-Chancellor of the University of Wales, or by the Vice-Chancellor or Principal of the accredited or affiliated institution concerned, any of whom shall be authorised to designate a deputy to act on his/her behalf.

*Admission to Degrees by Decree*

10. Periodically, the Vice-Chancellor of the University of Wales, or the Vice-Chancellor or Principal of the

accredited or affiliated institution concerned may admit to degrees *in absentia* such persons who - having duly qualified for degrees - wish to be so admitted, using the following formula for admission:

'By virtue of the authority vested in me by the University of Wales I admit to their respective degrees the persons listed above who have indicated that they wish to be admitted *in absentia*.'

*Persons electing to be admitted to a degree in this way may not be admitted to it for a second time at a subsequent degree congregation, although the institution may arrange for such persons to celebrate their achievement at a subsequent event.*

*Special Provision for Admission to Degrees*

11. Notwithstanding any of the foregoing provisions the Vice-Chancellor of the University of Wales, or the Vice-Chancellor or Principal of the accredited or affiliated institution concerned shall have authority to:
- (i) deem any duly qualified candidate whose name has been inadvertently omitted from a Degree Congregation programme ('the programme') to have been admitted to his/her degree;
  - (ii) correct any inaccuracy in the programme;
  - (iii) confirm any amendment to the programme following the outcome of an appeal.

In all such cases, the action taken shall be conditional upon the candidate having fulfilled all the necessary conditions for admission to the degree concerned and having qualified for the degree by the date prescribed. The University shall be informed of action(s) taken under this Special Provision within five working days.

## **ORDINANCE 27: HONORARY DEGREES**

### *Authority*

1. In accordance with the provisions of the Charter and Statutes the University may authorise the conferring of Honorary Degrees of the University to candidates at a Congregation of the University.

### *Procedure for Admission to Honorary Degrees at University of Wales Congregations*

2. Admission of candidates to degrees *honoris causa* shall be made by the Chancellor or Vice-Chancellor of the University of Wales in the presence of a Congregation of the University summoned for that purpose.
3. A Congregation for the admission of persons to degrees *honoris causa* shall be held on such occasions as are authorised by the University Council.
4. Notice of the time and place of an Honorary Degree Congregation shall be given by the Vice-Chancellor at least one month previously to the Principal Officers of the University of Wales and to members of its Council.
5. Degrees *honoris causa* shall normally be conferred *in praesentia*. When however there is evidence satisfactory to the Vice-Chancellor that a graduand cannot attend an Honorary Degree Congregation the degree may be conferred either *in absentia* or *in praesentia* at a Degree Congregation specially convened for the purpose.

**ORDINANCE 28: UNIVERSITY OF WALES GRADUATES**

1. Subject to the provision of the Charter and Statutes, there shall be an organisation of all the graduates and honorary graduates of the University (The University of Wales Alumni Association, or such other title as the Council of the University shall from time to time agree).
2. The aims of the organisation shall be:
  1. to foster close communication between the University and its graduates and to provide a focal point for all of its graduates to communicate with each other and with other organisations;
  2. to provide services to its members which will supplement and complement those provided by the institutions at which students have studied for their degrees;
  3. to seek to provide opportunities for collaboration and co-operation between institution-based alumni organisations and for the world-wide promotion of each institution;
  4. to provide services and benefits to its international graduates.
3. The University shall provide facilities for the operation of a University of Wales Alumni Office to support delivery of the aims of the organisation of the graduates (with a particular focus on aim 2(a) above).
4. The University shall appoint an Alumni Liaison Committee to represent the interests of the graduates of the University and to support the work of the University of Wales Alumni Office. This Committee shall comprise sufficient of members (numbering not less than eleven) appointed from among the wider body of Graduates, and be appointed to deliver reasonable equality of opportunity, gender balance, fresh input and a balanced age range. Membership should be reviewed annually to ensure that members are fulfilling their duties and engaging with the University.
5. The Alumni Liaison Committee shall operate in the best interests of the graduates of the University as a whole.
6. The Alumni Liaison Committee may make representations to the University on any matter concerning the interests of the University and its graduates. Representations shall be made initially to the Alumni Office, but may (if necessary) be escalated to the Vice-Chancellor, and thereafter to the University Council and/or Academic Board.
7. Given the broad international make up of its membership, the Alumni Liaison Committee shall:
  - a. Mainly conduct its affairs by electronic means and communications and shall operate as a 'virtual' committee.
  - b. As appropriate, appoint a member within the committee to lead on specific discussions or issues.

**ORDINANCE 29: UNIVERSITY SEAL**

1. In accordance with Article XIV of the Charter and Statute 17 the Council shall have the sole custody and use of the University Seal.
2. The Vice-Chancellor shall be responsible to the Council for the security of the University Seal, which shall be kept in a secure place at the University Registry, and for regulating its use.
3. The University shall be used only to seal documents upon which the University's Seal is required by law or by accepted custom and usage, within the terms of which the following uses of the Seal are authorised:
  - Degree
  - Certificates Legal
  - Contracts
  - Conveyances
  - Addresses of Congratulation
4. No unauthorised person shall have access to the University Seal or to the appropriate keys, and a list of persons authorised to operate the seal (operators) shall be maintained by the Vice-Chancellor.
5. The key(s) to the University Seal shall be kept in the custody of the authorised person other than the authorised operator(s).
22. A record of all documents to which the University Seal is affixed shall be maintained in a Seal Record Book and all entries in the Seal Record Book shall be signed by the operator(s) to show that the Seal has been duly affixed to the document(s) concerned.
23. Documents executed under the University Seal may be witnessed by a single authorised signatory, providing that the Deputy Vice Chancellor (Finance and Planning) and his staff shall not witness documents where the subject matter is one for which they have primary executive responsibility and accountability.

**ORDINANCE 30: THE AUDITORS**

1. The Council shall, on the advice of the Audit Committee, appoint an Auditor or Auditors. Every such Auditor shall be a member of a body of accountants established in the United Kingdom and for the time being recognised by the Board of Trade for the purposes of paragraph (a) of sub-section (1) of section 161 of the Companies Act, 1948, or any statutory modification or re-enactment thereof for the time being in force. No person shall be appointed Auditor who is or any one of whose partners is a member of the Council or the staff of the University.
2. The Auditor or Auditors shall hold office for such period and shall receive such remuneration as may be determined by the Council, and shall be eligible for re-appointment.
3. The Auditor or Auditors 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 from the officers of the University such information and explanations as may be necessary for the performance of his/her or their duties.
4. If the office of Auditor or Auditors shall become vacant by death or resignation or any other cause before the expiration of his/her or their period of office the Council shall forthwith appoint an Auditor in his/her or their place for the remainder of such period.
5. The Auditor or Auditors shall make a report to the Council at least once in each year.
6. An Auditor may resign by writing addressed to the Council.