

## Fit and Proper Person Declaration

### 1. Introduction, Purpose and Scope

- 1.1 As required by the Office for Students, all members of the University's governing body and those with senior management responsibilities must be fit and proper persons.
- 1.2 The purpose of the fit and proper person declaration is to ensure that individuals exercising control or significant influence over the University:
- (a) are of good character;
  - (b) have the qualifications, competence, skills and experience that are necessary for their role;
  - (c) are able by reason of their health, after reasonable adjustments are made, to properly perform the tasks of the office or position for which they are appointed; and
  - (d) have not been responsible for, been privy to, contributed to, or facilitated any serious misconduct or mismanagement (whether unlawful or not) in their employment or in the conduct of any entity with which they are or have been associated.
- 1.3 The requirement to be fit and proper persons applies to all members of Council and its standing committees, the Secretary to Council, all members of the senior executive team and other members of staff who often attend meetings of the Council or its standing committees, or meetings of the senior executive team (together, the 'Members').

### 2. Procedure

- 2.1 The fit and proper person test will be based on reasonable enquiries by the University in which Members are asked to disclose as follows all relevant matters that occurred in the UK or another jurisdiction.
- (a) Members must confirm their declaration as a fit and proper person as part of their appointment, election or nomination to the role. The requirements of Section 2.1(a) and (b) will be assessed via the relevant appointment, election or nomination process itself, and the requirements of Section 2.1(c) and (d) will be assessed via an additional declaration by the Member as set out at Appendix 1 to this document.
  - (b) Members must also re-confirm their declaration as a fit and proper person at least once a year following their appointment, election or nomination to the role as set out at Appendix 1 to this document.

- 2.2 The fit and proper person test for members of Council and its standing committees will be carried out by the Secretary to Council. Concerns that come to light via the appointment, election or nomination process will be reported to the Chair of Council, or the Vice-Chair of Council in the case of the election of the Chair of Council, who will determine how the concerns are to be investigated and addressed. Concerns about existing members of Council and its standing committees will be raised as set out in Ordinance 4.
- 2.3 The fit and proper person test for Members who are not members of Council and its standing committees will be carried out by the Director of Human Resources. Concerns that come to light at any time will be reported to the President and Principal, or the Chair of Council if the concerns relate to the President and Principal or the Secretary to Council, who will determine how the concerns are to be investigated and addressed in accordance with the relevant employment policy.
- 2.4 Particular consideration will be given under the fit and proper person test to offences of dishonesty, fraud, financial crime or an offence under legislation relating to higher education, further education and charities, in the UK or another jurisdiction.
- 2.5 All declarations made under the fit and proper person test will be retained for six years after the Member leaves their role.

### **3. Review**

- 3.1 This policy will be reviewed at least every three years by the Governance Committee, unless amendments are required sooner.
- 3.2 Minor updates that do not affect the rules, principles or intent of this Policy may be approved by the Secretary to Council on behalf of the Governance Committee.

Approved by the Governance Committee on 1 November 2024.

## Appendix 1

### Fit and proper person declaration

**Strictly confidential**

1. I declare that I am not aware of any circumstances which, by reason of my health and after reasonable adjustments are made, may affect my ability to properly perform my role at the University.

2. I declare that I have not been responsible for, been privy to, contributed to, or facilitated any serious misconduct or mismanagement (whether unlawful or not) in my employment or in the conduct of any entity with which I am or have been associated in the UK or another jurisdiction. This includes, but is not limited to:

- disqualification from acting as a company director, or from acting as a charity trustee, as set out in the Company Directors Disqualification Act 1986 or the Charities Act 2011;
- conviction of a criminal offence anywhere in the world (there is no need to disclose matters that are 'spent' under the Rehabilitation of Offenders Act 1974, but you may do so if you wish);
- being subject of any adverse finding in civil proceedings, where relevant, in the last three years, including but not limited to bankruptcy or equivalent proceedings;
- being subject of any adverse findings in any disciplinary proceedings by any regulatory authorities or professional bodies;
- involvement in any abuse of the tax systems;
- involvement with any entity that has been refused registration to carry out a trade or has had that registration terminated;
- involvement in a business that has gone into insolvency, liquidation or administration while you have been connected with that organisation or within one year of that connection;
- dismissal from a position of trust or similar;
- involvement (including, but not limited to, serving on a board or governing body, having voting rights, being a significant shareholder or owner or serving in a senior position) with a higher education provider that has had its registration refused or revoked by the Office for Students or has had similar action taken against it by another regulator.

3. I undertake immediately to notify the Secretary to Council or the Director of Human Resources as appropriate if I no longer satisfy the criteria to be a fit and proper person or if there are other grounds under which I would be ineligible to continue in my role.

|            |  |
|------------|--|
| Name:      |  |
| Role:      |  |
| Signature: |  |
| Date:      |  |