



Science & Technology
Facilities Council

CODE OF PRACTICE

FOR

COUNCIL MEMBERS

Revised: 30 June 2009

CODE OF PRACTICE FOR MEMBERS OF COUNCIL

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CODE OF PRACTICE FOR MEMBERS OF COUNCIL

1. This Code of Practice sets out the basis on which the members of the Science and Technology Facilities Council (STFC) should seek to discharge their responsibilities.

Public Service Values

2. The principles of public service on which this Code is based are those which apply to all public bodies and their boards.
3. The Council must at all times:
 - observe the highest standards of propriety involving impartiality, integrity and objectivity in relation to stewardship of public funds and management of the bodies concerned;
 - in accordance with Government policy on openness and responsiveness, comply fully with the “Code of Practice on Access to Government Information”;
 - be accountable to Parliament, users of services, individual citizens and staff, for the activities of the STFC, its stewardship of public funds and the extent to which key performance targets and objectives have been met;
 - maximise value for money through ensuring that services are delivered in the most efficient and economical way within available resources, and with independent validation of performance achieved wherever practicable. Value for money is not the lowest price, it is the optimum combination of whole life costs and quality, to meet the users requirement.

Corporate Responsibilities of Council Members

4. The STFC Council is a body corporate with executive responsibilities set up under the Science and Technology Act of 1965 and by Royal Charter, thus ensuring that it has separate legal status. Council members have corporate responsibility for all the Council’s actions and those of the organisation’s staff.
5. Council should meet at regular intervals throughout the year and should exercise full and effective control over the activities of the STFC including those of its staff.
6. Council should decide on all issues of major importance including corporate strategy, key strategic objectives and targets, major decisions involving the use of financial and other resources, and personnel issues, including key appointments. Nevertheless, it should delegate responsibility to the Chief Executive and his/her staff to the maximum extent possible.
7. Members of Council have corporate responsibility for ensuring that the STFC complies with any statutory or administrative requirements for the use of public funds. Other important corporate responsibilities of individual Council members include:
 - establishing the overall strategic direction of the organisation within the policy and resources framework agreed with the Minister;

- overseeing the delivery of planned results by monitoring performance against agreed targets;
- ensuring that high standards of corporate governance are observed at all times;
- ensuring that, in reaching decisions, the Council has taken into account any guidance issued by Department of Business, Innovation and Skills (BIS) and Treasury;
- ensuring that the STFC operates within the limits of its statutory authority; within the limits of its delegated authority agreed with BIS; and in accordance with any other conditions relating to the use of public funds;
- ensuring there are programmes to promote and develop equal opportunities;
- formulating a strategy for implementing the Code of Practice on Access to Government Information, including prompt response to public requests for information and meeting other requirements for openness and responsiveness, as set out in Chapter 8 of "Public Bodies - a Guide for Departments";
- ensuring that the STFC operates sound environmental policies and practices in line with the "Government's Framework for Sustainable Development on the Government Estate".

Delegation

8. Council members normally serve on a part-time basis. To the extent permitted by the Council's Charter and the Science and Technology Act 1965, responsibility for day-to-day matters should be delegated to the Chief Executive and his/her staff to the maximum extent practicable within a clearly understood framework of strategic control. Council considered the operational aspects of its responsibilities and delegations in early 2009, and published on 2 March 2009 a statement of The Role of Council and the Executive attached as Annex B.
9. The Council may also decide to delegate responsibility for specified matters to individual members, or sub-committees. Care must be taken to ensure that delegations do not in any way dilute the ultimate responsibility of the Council for actions undertaken by individual members, sub-committees or the staff of the STFC. Where delegation takes place, the arrangements should be properly documented. The documentation should make clear matters reserved for decision by the Council. The latter are likely to include issues of corporate strategy; key strategic objectives and targets; major decisions involving the use of financial and other resources; and personnel issues including key appointments and standards of conduct.

Strategic Planning and Control

10. One of the main tasks of the Council is the oversight of the production of a Delivery Plan. This document should be the main vehicle for agreeing with the BIS the policy and resources framework within which the STFC will seek to discharge its duties; and for determining its key strategic objectives and targets. Such targets should normally cover the delivery of the STFC's mission, the STFC's financial performance and the efficiency and effectiveness of its operations.

Responsibilities of Individual Council Members

11. Council members should be aware of their wider responsibilities. Like others who serve the public, they should follow the Seven Principles of Public Life set out by the Committee on Standards in Public Life (the Nolan Committee). The Principles are set down in Annex A. Council members have a duty to bring an independent judgement to bear on all issues considered by the Council and to comply at all times with this Code of Practice and with rules relating to the use of public funds; and to act in good faith and in the best interests of the public body.
12. Although any legal proceedings initiated by a third party are likely to be brought against the Council, in exceptional cases proceedings (civil or, in certain cases, criminal) may be brought against the Chief Executive or other individual Council members. For example, a Council member may be personally liable if he or she makes a fraudulent or negligent statement which results in loss to a third party. A Council member who misuses information gained by virtue of his or her position may be liable for breach of confidence under common law or under insider dealing legislation. However, the Government has indicated that individual Council members who have acted honestly, reasonably and in good faith and without negligence will not have to meet out of their own personal resources any personal civil liability which is incurred in execution or purported execution of their Council functions, save where the person has acted recklessly.
13. Council members who wish further advice should consult the Council's Chief Executive.
14. The arrangements for appointing an individual Council member normally make it possible to remove him or her from office if he or she fails to perform the duties required of a Council member to the standards expected of persons who hold public office.
15. Council members should ensure that they understand fully the terms of their appointment, and their duties and responsibilities.
16. Council members should ensure that they comply with the Council's rules on the acceptance of gifts and hospitality (Conditions of Employment Memorandum 8A Appendix B refers). Council members should comply with the Council's policy on honoraria and expenses.
17. Council members, whether full or part-time are expected not to occupy paid party political posts or hold particularly sensitive or high-profile unpaid roles in a political party. Subject to that, part-time members are free to engage in political activities, provided that they are conscious of their general public responsibilities and exercise a proper discretion, particularly in regard to the work of the Council of which they are a member. On matters directly affecting that work, they should not make political speeches or engage in other political activities.

Relationship with the Sponsor Department

18. The Secretary of State for Business, Innovation and Skills is answerable to Parliament for the policies and performance of all public bodies sponsored by BIS, including their

use of resources and the policy framework within which they operate. Council members should familiarise themselves with Management Statement and Financial Memorandum between the Department and STFC and which specify the terms on which the STFC receives and spends funds provided by the Secretary of State either directly as grant-in-aid or through other Research Councils.

19. The main point of contact between the Council and the sponsor department on day-to-day matters will normally be the Chief Executive or members of staff duly authorised to act on behalf of the Council.

Role of Chairman of Council

20. The Chairman of the Council is the normal channel of communication between the Council and the Secretary of State. It is unusual for a member of Council to deal directly with the responsible Minister or the sponsor department without prior knowledge of the Chairman. Nevertheless, individual members have the right of access to Ministers on any matter which they believe raises important issues relating to their duties as members of the Council. In such cases the agreement of the rest of the Council would normally be sought.
21. The Chairman has particular responsibility for providing effective strategic leadership on matters such as:
- formulation of the Council's strategy for discharging its mission as set out in the Royal Charter;
 - effective execution of Council's decisions;
 - ensuring that the Council, in reaching decisions, takes proper account of guidance provided by the responsible Minister or the BIS;
 - encouragement of standards of propriety, and promotion of efficient and effective use of staff and other resources throughout the organisation; and
 - representation of the views of the Council to the general public.
22. The Chairman should ensure that all new members of the Council are properly briefed on the terms of their appointment, and on their duties and responsibilities. They should be given a copy of this Code and other key background material, including the STFC's Management Statement and Financial Memorandum, the latest Delivery Plan, Annual Report, and Accounts, the NDPB Accounting Officer Memorandum, and its Royal Charter, the statutory basis of operation and the rules and procedures of the Council. The Chairman or Chief Executive should encourage new Council members to attend an induction course on the duties of Council members of public bodies, or some other suitable form of training related to their new responsibilities.
23. The Chairman will, on request, provide an assessment of performance in the event of Council members being considered for reappointment, or appointment to the Council or board of some other public body.

24. The Chairman should ensure that the Council meets at regular intervals throughout the year, and that minutes of meetings accurately record decisions taken and, where appropriate, the views of individual Council members.

Conflicts of Interest of Members of Council

25. Council requires its members, together with Directors and certain other key staff of STFC on taking up their appointments, to declare any interests which may conflict with the interests of the Council. These interests will be recorded in a register which will be published on the STFC internet. The Council's annual report will also give details of how members of the public may obtain access to the register.
26. Members and staff will declare direct or indirect pecuniary interests which members of the public may reasonably think could influence judgement. (Indirect pecuniary interests arise from connections with bodies which have a direct pecuniary interest or from being a partner of, or being employed by a person with such interests). Examples of such interests are: company appointments; directorships; consultancies and honorary appointments.
27. Executive NDPBs are required, other than exceptionally, to follow generally accepted accounting practice. Council members will facilitate compliance with the need under Financial Reporting Standard 8 for material transactions with related parties to be disclosed in financial statements. "Related parties" include family members or members of the same household who may be expected to influence, or be influenced by, that person in their dealings with the reporting entity.

Procedures for meetings of Council

28. As a general rule, Council members will not take part in, and normally will not be present for discussions or decisions if they have a pecuniary interest, or other interest which is clear and substantial, in the matter under consideration. The test should be whether a member of the public, knowing the facts of the situation, might reasonably think that a particular interest could influence the judgement of other members present.
29. Before each meeting, the Chairman of Council will be briefed on any potential conflicts of interest that may be generated by items on the agenda. The register of interests will be used as source material for the briefing. At the beginning of each meeting the Chairman will draw attention to any potential conflicts of interest and invite the Council to agree what action to take. Members should declare if they have an interest, pecuniary or other, in a matter being considered. This should include the interests of immediate family members and persons living in the same household, and should consider whether they also need to disclose relevant interests of other connected persons. This would cover for example, a decision to invite tenders for a contract where a firm with which a member was connected was significantly better placed than others to win it.
30. Common law requires that when an interest is not of a direct pecuniary kind, members should consider whether participation in the discussion or determination of a matter would suggest a real danger of bias. This should be interpreted in the sense that members might either unwittingly or otherwise unfairly regard with favour or

31. The Council should obtain legal advice on the effect of any specific statutory provisions applying to them. In cases where members are authorised by law to represent a group likely to be affected by a body's decisions, the relevant statutory framework may permit members to be involved, notwithstanding any direct pecuniary interest that they may have in the decision.
32. To observe the high standards of integrity expected by the public and Parliament, the proper conduct of public business requires the Chief Executive and members of Council to avoid situations in which their duties and other interests conflict or where there could be a suspicion of conflict.
33. Boards should adopt safeguards to prevent conflicts of interest arising from the acceptance of outside appointments during or after tenure as a Council member, taking account of guidance from their sponsor teams.
34. The minutes of a meeting will record decisions about conflict of interest, any withdrawals for particular items and the reasons for these withdrawals. It is the responsibility of the Chief Executive to ensure that this procedure is followed.

Confidentiality

35. The 'In Confidence' marking on papers means that although the contents may be discussed with colleagues as necessary, this should be done with discretion on the part of the recipient of the papers. Council members should observe the requirement for confidentiality, and are asked to keep secure papers that come to them in their official capacity.
36. When, exceptionally, a higher classification is necessary, special circulation arrangements will normally be made. Members of Council must respect such classification.

Communication of Decisions

37. Only the Chief Executive or those members of staff authorised to act on his or her behalf, may communicate Council decisions or recommendations made to Council. In reporting Council business they will take special care to keep confidential any part played in discussion by individual members, to maintain the convention that any decision is the collective responsibility of the whole Council and to safeguard the anonymity of any referees. Members should resist any requests for information or for explanation of how a particular decision was reached. All Council discussions should therefore be treated in confidence and any such requests referred to the Chief Executive.

Openness and Responsiveness

38. Council members and staff should conduct all their dealings with the public in an open and responsible way, and ensure full compliance with the “Code of Practice on Access to Government Information”. They should take account as far as possible of the Standard of Best Practice for Openness in Executive NDPBs bodies in the “First Report of the Committee on Standards in Public Life (Cm 2850-1)”. They must make publicly available annual reports and where practical and appropriate, should hold open meetings, release summary reports of meetings and invite evidence from members of the public on matters of public concern. STFC should seek to follow best practice in making available information to the public, particularly through the world wide web. STFC should aim to consult their users on a wide range of issues by means of questionnaires, public meetings, or other forms of consultation, proportionate to the size and resources of the body concerned.
39. The Council is responsible for providing Parliament (including its Select Committees) and the public with as full information as may be required concerning their policy decisions and actions. Council members should ensure they can demonstrate that they are using resources to good effect, with propriety and without grounds for criticism that public funds are being used for private, partisan or party political purposes. They will need to act consistently with the nature of the Council’s business and the possible need for confidentiality on commercial or other grounds, always subject to the rights of Parliament and Comptroller and Auditor General to obtain information. There is a well publicised and easy-to-use complaints procedure which covers both maladministration and failure to provide access to information.

Accountability for Public Funds

40. Members of the Council have a duty to ensure that public funds received by STFC, which for this purpose should be taken to include all forms of receipts for fees, charges and other sources, are properly safeguarded, including the proper custody of assets which have been publicly funded. They should ensure that, at all times, STFC conducts its operations as economically, efficiently and effectively as possible, with full regard to the Charter, relevant statutory provisions and to the relevant guidance in ‘Government Accounting’.
41. Members of the Council are responsible for ensuring that Council does not exceed its powers or functions, whether defined in statute or otherwise, or through any limitations on its authority to incur expenditure. They are normally advised on these matters by the Chief Executive and the STFC’s legal advisers.

Annual Report and Accounts

42. As part of its responsibilities for the stewardship of public funds, the Council must ensure that it provides a full statement of its use of public funds in its Annual Report and in its Accounts. Such accounts shall be prepared in accordance with the Accounts Direction issued by the responsible Minister and such other guidance as may be issued, from time to time, by the BIS and the Treasury, including the Financial Reporting Manual (FREM).

43. Subject to any existing statutory requirements, all self-accounting executive NDPBs should aim to produce an Annual Report and Accounts as a single document and should give it appropriate publicity. If the Annual Report is published separately, it should normally contain at least a summary of the Annual Accounts, and in any case give details of how to obtain the full accounts. A statement by the auditors should be included in the summary to confirm that it is consistent with the Annual Accounts. It should also state whether the report on the Annual Accounts was qualified and provide details if this was the case.
44. The Annual Report and Accounts should provide a full description of the Council's activities; state the extent to which key strategic objectives and agreed financial and other performance targets have been met; list the names of the current members of Council and senior staff. It should also provide details of remuneration of Council members and senior staff in accordance with Treasury guidance, and contain information on access to the register of interest in accordance with paragraph 24 above.

The Role of the Accounting Officer

45. The Chief Executive has responsibility under the Council, for the overall organisation, management and staffing of the STFC, and for its procedures in financial and other matters, including conduct and discipline. This involves the promotion by leadership and example of values embodied in the Seven Principles of Public Life. Council members should support the chief executive in undertaking this responsibility.
46. The Permanent Secretary of the BIS designates the Chief Executive as the STFC Accounting Officer. The Accounting Officer is responsible to Parliament and the accounting officer of the responsible department for the resources under the control. The essence of the role is a personal responsibility for the propriety and regularity of the public finances for which he/she is answerable; for the keeping of proper accounts; for prudent and economical administration; for the avoidance of waste and extravagance and for the efficient and effective use of all the resources in their charge. The Accounting Officer has a responsibility to see that appropriate advice is tendered to the Council on all these matters. Satisfactory performance of these responsibilities is fundamental to the role of the Chief Executive. More detailed guidance on the role of an accounting officer is set out in "The Responsibilities of an NDPB Accounting Officer" which covers appearances before the Committee of Public Accounts of the House of Commons. All Council members should ensure that they have a copy of this document. The Treasury's handbook "Regularity and Propriety" describes what these concepts mean in a financial context.

Audit

47. Council should establish an Audit Committee as a sub-committee to oversee STFC's arrangements for internal audit. In most cases it will be appropriate for this committee to be chaired by a non-executive member of the Council, who has experience of financial matters. The Audit Committee should meet regularly, and report to Council on the adequacy of the STFC's internal financial control systems and any major issues raised by the external auditors. The Accounting Officer will be required to attend meetings of the Audit Committee unless exceptionally, his or her own performance is being discussed.

The Council as Employer

48. The Council should ensure that it complies with all relevant employment legislation, employs suitably qualified staff - for example in key areas such as finance - who will discharge their responsibilities in accordance with the high standards expected of all staff employed by public bodies. All staff should understand the Council's main aims and objectives, its corporate strategy and the internal management and control systems that relate to their work. In filling senior staff appointments, the Council should satisfy itself that an adequate field of qualified candidates is considered, and should always consider the merits of open competition.
49. The Council should ensure that its rules for the recruitment and management of staff provide for the appointment and advancement on merit on the basis of equal opportunity for all applicants and staff, and that the organisation adopts rules of conduct for its staff which encourages propriety and good management practices that will use resources in the most efficient and economical manner.
50. The Council should also ensure that its members, and the STFC's staff, have access to expert advice and suitable training opportunities in order to enable them to exercise their responsibilities effectively.
51. The Council has adopted a Code of Conduct for its staff, which is part of the formal terms and conditions of service applicable to all staff. Breaches of the Code may be subject to disciplinary action. The Code covers arrangements enabling members of staff to raise concerns about propriety with a nominated official or Council member in the first instance, and subsequently if necessary with a nominated official at the BIS. There should also be safeguards to prevent conflicts of interest when staff leave.
52. The Council has a responsibility to monitor the performance of the Chief Executive and other senior staff. Where the terms and conditions of employment of the Chief Executive and other senior staff include an entitlement to be considered for performance-related pay, and where such payments are assessed by Council members, the Council should ensure that they have access to the information and advice required to make the necessary judgements.

Annex A THE SEVEN PRINCIPLES OF PUBLIC LIFE

The Government has endorsed the Seven Principles of Public Life set out by the Nolan Committee for the benefit of all who serve the public in any way. The principles are set out below.

The Seven Principles of Public Life

1. Selflessness

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

2. Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

3. Objectivity

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

4. Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office

5. Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

6. Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

7. Leadership

Holders of public office should promote and support these principles by leadership and example.

Annex B THE ROLE OF COUNCIL AND EXECUTIVE (published 2 March 2009)

Introduction

1. The Council of STFC agreed in its response to the Organisational Review of STFC to publish a statement on its role, and its interactions with the Executive. In preparing this statement, Council considered the recommendations of the Wakeham Review of Physics and the Report of the Organisational Review of STFC, and the views of the Department of Innovation, Universities and Skills (BIS).

Council

2. Council's responsibilities are both general and specific, as follows:

a. Council has ultimate accountability for all aspects of the STFC's affairs, and

b. Specific responsibility for the following:

i. Determining the overall direction of STFC, including formal approval of:

a. The STFC strategy (normally every 3 years and annually updated)

b. The 10 Year Financial Plan

c. The Asset Management Strategy

d. The Delivery and Operating Plans (annual) including Annual Departmental budgets (annual, plus variations thereto) and delegated authority

e. The Annual Report & Accounts (annual)

f. The Corporate Risk Register (quarterly)

g. Approving OTF's and financial submissions/reports to BIS

ii. Providing oversight of the executive who will be responsible for delivery of the STFC mission

iii. Ensuring probity and efficiency of governance

iv. Ensuring that the peer-review processes are conducted effectively

v. Overseeing high impact and/or high risk decisions, for example: financial, reputational, programmatic and ensuring the overall balance of the STFC programme.

vi. Overseeing key relationships with Government, national and international partner organisations and the community

Chair of Council

3. In addition, the Chair will have specific responsibilities in relation to identification of strategic priorities, interaction with BIS, input and engagement with stakeholders and (with the CEO) staff recruitment and retention, as well as representational duties.

Advisory and Council Committee Structures

4. In the discharge of its responsibility Council will be supported through a number of support & advisory structures reporting to it, including the:

- Audit Committee;
- Remuneration Committee;
- Economic Impact Advisory Board;
- Education & Public Outreach Advisory Committee;
- International Advisory Committee, and;
- Science Board

5. Council will appoint the membership of the principal Boards and Committees.

6. Science Board will oversee the activities of the Particle Physics, Astronomy and Nuclear Physics Science Committee (PPAN) and the Physical And Life Sciences Committee (PALS), which in turn oversees the activities of their advisory panels.

7. Each lay Council member acts as the lead in one of the areas identified in paragraph 4.

Executive Board Structure

8. Council will recruit and appoint the membership of the Executive Board, with the exception of the CEO who is appointed by the Secretary of State.

9. The CEO will be ultimately responsible to Council for the management of the organisation and the delivery of its mission. He/she has a specific responsibility for ensuring Council is fully and timely briefed on all relevant matters.

10. Inter alia the Executive Board will be responsible for delivery of the following, within the strategic direction and guidance set by Council:

- The science programme
- International subscriptions and engagement
- Financial management and planning
- The economic impact agenda
- The campuses
- Outreach, external relations and communications

11. The Executive Board will delegate the delivery of these functions as appropriate.

Role of Executive Board

12. The role of the Executive Board will be to:

- a. support the STFC's council;

- b. deliver STFC's mission;
- c. develop proposals for Council outlining the organisation's mid-to-long term strategic direction;
- d. implement effective financial (including CSR/SR bid) planning;
- e. implement robust and effective governance, including financial policy/procedures;
- f. support and develop the appropriate advisory structures;
- g. oversee reputational & stakeholder relationship management, including with government;
- h. oversee effective succession planning & approve senior appointments;
- i. define and cascade appropriate organisational culture and ethos;
- j. have responsibility for the investment appraisal regime and to approve capital and revenue commitments under a threshold amount;
- k. make executive decisions on matters having a material impact on the organisation (including reputational, legal/ regulatory) within the delegated authority granted by Council;
- l. approve legal and regulatory compliance policies, and;
- m. approve HR policies.

Annex C THE ROYAL CHARTER

Elizabeth the Second, by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith:

To all to whom these presents shall come, greeting!

WHEREAS it has been represented unto Us that it is expedient for the better execution of the purposes of the Science and Technology Act 1965 to make further provision for promoting and supporting scientific research:

AND WHEREAS Our Secretary of State has appointed a person to be a member and proposes to appoint a Chair and Chief Executive and other members of a research council for promoting and supporting scientific research to be known as the Science and Technology Facilities Council:

AND WHEREAS it has been represented unto Us that for the purpose of carrying out the research council's objects and to facilitate the holding of and dealing with property and to encourage the making of gifts and bequests in aid of those objects it is expedient that the said research council should be incorporated:

NOW THEREFORE Know Ye that We, by virtue of Our Prerogative Royal and of all other powers enabling Us so to do, have of Our especial grace, certain knowledge and mere motion granted and declared and do by these Presents for Us, Our Heirs and Successors, grant and declare as follows:

1. The person appointed by Our Secretary of State to be a member and all other such persons as may hereafter become the Chair and Chief Executive and other members of the body corporate hereby constituted, so long as they continue to be members of the research council, shall be one body corporate under the name of "The Science and Technology Facilities Council" ("the Council"), and by the same name shall have perpetual succession and a Common Seal, with power to break, alter and make anew that Seal from time to time at their will and pleasure and by the same name shall and may sue and be sued in all courts and in all manner of actions and suits, and shall have power to enter into contracts, to acquire, hold and dispose of property of any kind, to accept trusts and generally to do all matters and things incidental or appertaining to a body corporate.

2. (1) The objects for which the Council is established and incorporated are:

(a) To promote and support high-quality scientific and engineering research by developing and providing, by any means, facilities and technical expertise in support of basic, strategic and applied research programmes funded by persons established in Our United Kingdom and elsewhere.

(b) To promote and support, by any means, high-quality basic, strategic and applied research and related post-graduate training in astronomy, particle physics, space science and nuclear physics and research in any other field which makes use of scientific facilities where access is provided, arranged or otherwise made available by the Council, having regard to the objects of the other research councils.

(c) To promote and support the advancement of knowledge and technology (including the promotion and support of the exploitation of research outcomes) and to provide trained scientists and engineers, and thereby to contribute to the economic competitiveness of Our United Kingdom and the quality of life of its people, meeting the needs of users and beneficiaries.

(d) In relation to the activities as engaged in by the Council above and in such manner as the Council may see fit:

- (i) to generate public awareness;
- (ii) to communicate research outcomes;
- (iii) to encourage public engagement and dialogue;
- (iv) to disseminate knowledge; and
- (v) to provide advice.

(2) The Council may pursue its objects in Our United Kingdom or elsewhere.

(3) Without prejudice to the fulfilment of the objects for which the Council is established and incorporated, in pursuing its objects the Council shall use its best endeavours to identify and pursue opportunities for mutually beneficial joint working with any one or more of the other research councils.

3. All moneys and property of the Council, including any moneys voted by Parliament, shall be applied solely towards the promotion of the objects of the Council and no portion of such moneys (except as otherwise provided in this Our Charter) shall be paid or transferred directly or indirectly to the members of the Council.

4. (1) The membership of the Council shall consist of:

- (a) the Chair,
- (b) the Chief Executive, and
- (c) from six to ten other members,

of whom at any time no more than one third shall be employed members of the Council.

(2) In this Charter, unless the contrary intention appears:

- (a) “an employed member of the Council” means a person who is both employed by the Council and appointed as a member to the Council;
- (b) “an ordinary member of the Council” means a member who is not an employed member of the Council and includes the Chair;
- (c) words in the singular include the plural and words in the plural include the singular;

(d) references to Our Secretary of State are to Our Secretary of State for Trade and Industry; and

(e) references to research councils are to research councils within the meaning of the Science and Technology Act 1965 or the Arts and Humanities Research Council as defined by section 1 of the Higher Education Act 2004.

(3) Subject to paragraphs (4) and (5) of this Article, the members of the Council shall be appointed by Our Secretary of State and the terms of their appointment or the revocation of any appointment shall be determined by Our Secretary of State.

(4) Except in relation to the appointment of the first Chief Executive, before appointing any member to the Council, Our Secretary of State shall consult the Chair for the time being of the Council who may consult other members of the Council as he or she shall see fit.

(5) An employee of the Council other than the Chief Executive may be appointed to the Council if nominated by the Chief Executive after consultation with the Chair and shall be appointed by Our Secretary of State.

(6) An ordinary member of the Council who becomes employed by the Council shall cease to be a member unless re-appointed under paragraph (5) of this Article.

(7) Subject to paragraph (8) of this Article, the Chief Executive and the other employed members of the Council and any ordinary member who is also employed as a civil servant or by a research council shall remain a member of the Council only for as long as he or she is so employed.

(8) (a) Every member of the Council shall hold and vacate his or her office as a member of the Council solely in accordance with the terms of his or her appointment.

(b) The Chair shall be appointed for a term of up to four years and shall, on the expiry of his or her term of appointment, be eligible for reappointment thereafter.

(c) The Chief Executive shall be appointed for a term of up to five years and shall, on expiry of his or her term of appointment, be eligible for re-appointment thereafter.

(d) An ordinary member of the Council (other than the Chair) shall not be appointed for a term of more than four years and may be reappointed for one further term of not more than four years.

(e) A member of the Council may at any time by notice in writing to Our Secretary of State resign his or her office.

(9) Subject to paragraph (11) of this Article, the Council shall in the case of any such member as Our Secretary of State may determine:

(a) pay to him or her such remuneration and allowances as may be so determined in his or her case; and

(b) pay to or in respect of him or her such pension, allowance or gratuity on his or her retirement or death, or make such payments towards provision for such a pension, allowance or gratuity, as may be so determined in his or her case.

(10) If a person ceases to be a member of the Council otherwise than on the expiration of his or her term of office, and it appears to Our Secretary of State that there are special circumstances which make it right that that person should receive compensation, the Council shall make to that person a payment of such amount as Our Secretary of State may determine.

(11) The Council shall not in any circumstances or at any time make to or in respect of any person in his or her capacity as a member of the Council any payment of any kind whatsoever for or in respect of any period when he or she is also a member of the House of Commons, the Scottish Parliament, the National Assembly for Wales or the Northern Ireland Assembly (when so constituted and not suspended), other than a payment by way of reimbursement to him or her of actual out of pocket expenses previously and necessarily incurred by him or her in the performance of his or her duties as a member of the Council.

(12) The provisions of paragraphs (9) and (10) of this Article shall not apply to a member of the Council who is a civil servant.

5. (1) The Council may act notwithstanding a vacancy among its members and the validity of any proceedings of the Council shall not be affected by any defect in the appointment of a member of the Council.

(2) The quorum of the Council shall be four members present, including at least two ordinary members of the Council, one of whom shall chair the meeting, or such greater number as the Council may from time to time determine.

6. Subject to the provisions of this Our Charter the Council may regulate its own procedure.

7. (1) The Council may appoint persons or groups of persons to exercise, or advise it on the exercise of, any of its functions.

(2) Where the Council appoints as an adviser any person who is not a member of the Council it may, with the approval of Our Secretary of State, pay to that person such remuneration and allowances as may be so determined in his or her case, but Article 4(11) of this Our Charter shall apply to any such person as though he or she were a member of the Council.

8. (1) The Council may appoint such officers and employ such other persons as the Council may determine and shall pursue the objects of this Our Charter having regard to any guidance which may be issued by Our Secretary of State.

(2) The Council may:

(a) pay to its officers, or other persons employed by the Council, such remuneration and allowances as the Council may, with the approval of Our Secretary of State, from time to time determine; and

(b) as regards any officers or other persons employed by the Council pay to or in respect of them such pensions and other benefits or compensation (including gratuities), or provide and maintain for them such pension, benefit or compensation schemes (whether contributory or not) as may be so determined.

(3) Where the holder of an office or employment with the Council who is a participant in any pension, benefit or compensation scheme applicable to the office or employment, is or

becomes a member of the Council, he or she may be treated for the purposes of the pension, benefit or compensation scheme as if his or her service as a member of the Council were service in an office or employment with the Council, and his or her rights under the scheme shall not be affected by any provision of this Our Charter which requires that pensions, allowances, gratuities, benefits, compensation or payment towards the provision of them payable in the case of Council members shall be determined by Our Secretary of State.

9. The application of the Seal of the Council shall be authenticated by the signature of the Chair, or of some other member of the Council whom it has authorised generally or especially to act for that purpose, and of any officer of the Council whom it has authorised so to act.

10. The Council may by resolution in that behalf passed at a Council meeting by a majority of not less than three-quarters of the members of the Council present and voting (being an absolute majority of the whole number of the Council members) add to, amend or revoke any of the provisions of this Our Charter and such addition, amendment or revocation, shall, when allowed by Us, Our Heirs or Successors in Council, become effectual, so that this Our Charter from that time shall continue and operate as though it had been originally granted and made accordingly: and this provision shall apply to this Our Charter, as added to, amended or revoked in the manner provided for in this Article.