Instrument of Government of the University of Hertfordshire

UPR GV04 version 05.0

In exercise of the powers conferred upon it by section 124ZA of the Education Reform Act 1988, the University of Hertfordshire Higher Education Corporation makes the following Instrument of Government in accordance with which the Corporation will be constituted:

1 Interpretation

1.1 In this Instrument, unless the context otherwise requires, the following expressions shall have the meanings indicated in this paragraph:

"Academic Board"	means the Academic Board of the University
"Articles"	means the Articles of Government in accordance with which the University is conducted
"Board of Governors"	means the board of governors of the University, the members of which are its charity trustees
"holders of senior posts" or "senior post holder"	means the Vice-Chancellor, the Deputy Vice-Chancellor, the Secretary and Registrar, and the Group Finance Director, and the holders of such other senior posts as the Board of Governors may determine
"Independent Member(s)"	means members of the Board of Governors who are neither staff nor students at the University
"Instrument"	means this Instrument of Government of the University
"Internal Member(s)"	means members of the Board of Governors who are members of staff or students at the University
"Principal Powers"	shall have the meaning set out in paragraph 3.1
"Regulator"	means the Office for Students, the non-departmental public body of the Department for Education, acting as the regulator and competition authority for the higher education sector in England or any successor body

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"Secretary and Registrar"	means the person appointed under the Articles to the office of Secretary and Registrar to the Board of Governors
“staff”	means both academic and other staff employed by the University
"student"	means an individual learner registered on a programme, regardless of level or mode of study, which leads to a University of Hertfordshire award, including any individual who is a research student with current registration at the University, or any individual on a University of Hertfordshire programme who is an apprentice
“students’ union”	means any students' union of the University
"University"	means the University of Hertfordshire Higher Education Corporation, established as a higher education corporation pursuant to the Education Reform Act 1988
"UPRs"	means the University’s policies, procedures and regulations, being any policies, procedures, regulations, rules or bye-laws established by the University in accordance with the Articles in order to regulate the conduct of its business or the governance and conduct of the University and its students or staff

1.2 The Interpretation Act 1978 shall apply for the interpretation of this Instrument as it applies for the interpretation of an Act of Parliament.

2 Objects

The object of the University is to advance education and research for the public benefit.

3 Powers

3.1 The powers of the University are as provided by section 123A of the Education Reform Act 1988 (as amended from time to time) (the "Principal Powers").

3.2 Pursuant to section 123B of the Education Reform Act 1988, the University also has the supplementary power to do anything which appears to the University to be necessary or expedient for the purpose of, or in connection with, the exercise of any of the Principal Powers which shall include, without limitation, the powers set out in the Articles.

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4 Membership of the Board of Governors

4.1 The Board of Governors shall consist of:

(A) the Vice-Chancellor *ex officio*;

(B) the Independent Members; and

(C) the Internal Members.

4.2 The Board of Governors shall determine and prescribe in UPRs its membership numbers and composition, provided always that:

(A) the Independent Members must form the majority of the members of the Board of Governors;

(B) the Board of Governors shall consist of not less than twelve and not more than twenty four members.

4.3 The Board of Governors shall appoint the Independent Members in consultation with the *People Renumeration and Governance* Committee. The Internal Members will be elected in accordance with the UPRs.

4.4 The Board of Governors shall establish UPRs for the appointment of officers who shall include a Chair *(with the option to also appoint a Deputy Chair),* to be appointed from among the Independent Members, and for the appointment of members.

5 Tenure of Office of Members of the Board of Governors

5.1 The Board of Governors shall determine the periods of office of the Independent Members and the Internal Members, provided that such terms do not exceed those prescribed or endorsed by the UPRs or the Regulator. Such members shall hold and vacate office in accordance with the terms of their appointment.

5.2 A member of the Board of Governors may at any time by notice in writing to the Secretary and Registrar resign their office, which will become vacant from the date of receipt of the notice or date of resignation specified in the notice (whichever shall be the later).

5.3 If at any time the Board of Governors is satisfied that any member of the Board of Governors:

(A) has been absent from meetings of the Board of Governors for a period of *six* months without the permission of the Board of Governors; or

(B) is unable or unfit to discharge the functions of a member; or

(C) is not 'fit and proper' to act in such capacity as determined by criteria set by the Regulator,

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the Board of Governors may by notice in writing remove that member from office in accordance with the process set out in the UPRs, and the office shall become vacant upon delivery of the notice.

5.4 Where an Internal Member ceases before the end of their period of office to be a member of staff or a student of the University (as the case may be), their office shall become vacant at the same time.

6 Members Allowances, Benefits and Remuneration

6.1 The Board of Governors shall determine any allowances to be paid to members of the Board of Governors.

6.2 The University may, and may only, confer benefits on members of the Board of Governors if the benefit has been authorised by the Board of Governors in accordance with the UPRs, which must comply with the Charity Commission's guidelines. In this paragraph, "benefit" includes:

(A) buying any goods or services from the University;
(B) selling goods, services or any interest in land to the University;
(C) being employed by, or receiving any remuneration from the University; and
(D) receiving any other financial benefit from the University.

7 Seal

7.1 The application of the seal of the University shall be authenticated by the signatures of:

(A) the Chair of the Board of Governors or some other person authorised for that purpose by the Board of Governors (it being understood that the Secretary and Registrar is generally authorised for this purpose); and

(B) any other member of the Board of Governors.

7.2 The University seal shall be held under secure arrangements by the Secretary and Registrar.

8 Amendments to the Instrument of Government

The Board of Governors may by resolution and subject to Article 6.6A of the Articles, vary, replace or revoke this Instrument of Government provided that such changes would not result in the University ceasing to be a charity.

9 Date of Instrument

This Instrument is dated 1 August 2026 and shall come into operation on 1 September 2026.

David Sproul
Chair of the Board of Governors
Signed: **1 August 2026**

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Alternative format
If you need this document in an alternative format, please email us at governanceservices@herts.ac.uk.

University Policies and Regulations (UPRs)
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