

THE COMPANIES ACTS 1985, 1989 & 2006

Private company limited By Shares

**ARTICLES OF ASSOCIATION (AMENDED)
OF
LONDON CHURCHILL COLLEGE LTD**

**REGISTERED OFFICE ADDRESS: 116 CAVELL STREET, LONDON E1
2JA, UK
COMPANY NO - 05995926**

PRELIMINARY

1. The Company is a private Company and accordingly no shares, debentures or other securities of the Company may be offered to the public.
2. The Regulations contained in Table A in the Companies (Tables A to F) Regulations 1985 (SI 1985 No. 805) as amended by the Companies (Tables A to F) (Amendment) Regulations 1985 (SI 1985 No. 1052) and as further amended by the Companies Act 1985 (Electronic Communications) Order 2000 (SI 2000 No 3373) and Companies (Tables A to F) (Amendment) Regulations 2007 (SI 2007/2541) (such Table being hereinafter called "Table A") shall, except as hereinafter provided and so far as not inconsistent with the provisions of these Articles, apply to the Company to the exclusion of all other regulations or Articles of Association.
3. In these Articles the expression "the Act" means the Companies Act 1985 as amended by the Companies Act 1989 and Companies Act 2006, but so that any reference in these Articles to any provision of the Act shall be deemed to include a reference to any statutory modification or re-enactment of the provision for the time being in force.
4. The Company adopts and follows a recognised and appropriate governance code and/or principles. The governance code to be adopted by the Company will be the "Corporate Governance Principles of unlisted company" as produced by the Institute of Directors.

ALLOTMENT OF SHARES

5. Subject to Section 80 of the Act, all unissued shares shall be at the disposal of the directors and they may allot, grant options over or otherwise dispose of them to such persons, at such times, and on such terms as they think proper and Sections 89(1) and 90(1) to (6) inclusive of the Act shall not apply.

6. All shares which are not comprised in the authorised share capital with which the Company is incorporated and which the directors propose to issue shall first be offered to the members in proportion as nearly as may be to the number of the existing shares held by them respectively unless the Company in General meeting shall by special resolution otherwise direct. The offer shall be made by notice specifying the number of shares offered and limiting a period (not being less than 14 days) within which the offer, if not accepted, will be deemed to be declined. After the expiration of that period, those shares so deemed to be declined shall be offered in the proportion aforesaid to the persons who have, within the said period, accepted all the shares offered to him/her; such further offer shall be made in like terms in the same manner and limited by a like period as the original offer. Any shares not accepted pursuant to such offer or further offer as aforesaid or not capable of being offered as aforesaid except by way of fractions and any shares released from the provisions of this article by any such special resolution as aforesaid shall be under the control of the directors, who may allot, grant option over or otherwise dispose of the same to such persons, on such terms, and in such manner as they think fit, provided that, in the case of shares not accepted as aforesaid, such shares shall not be disposed of on terms which are more favourable to the subscribers there for than the terms on which they were offered to the members. The foregoing provisions of this article 4. (b) shall have effect subject to section 80 of the Act.

Securities

7. Pursuant to and in accordance with Section 80 of the Act, the directors shall be generally authorised to exercise for each prescribed period all the powers of the Company to allot relevant securities, provided that such authority shall be limited to the allotment during such period of relevant securities up to an aggregate nominal amount equal to the prescribed amount.
8. During each prescribed period the Company and its directors may make offers or agreements which would or might require the allotment of relevant securities after the expiry of such period, provided that such allotments would not infringe the restrictions set out in the proviso to Article 7 above if made during such period (disregarding for such purpose any increase in the value of the securities to be allotted which might arise under the terms of any such offer or agreement from events occurring or circumstances arising after the date thereof).
9. The expression "relevant securities" herein has the meaning attributed to it in Section 80(2) of the Act the expression "the prescribed period" herein means in the first instance the period expiring five years after the date of incorporation of the Company and shall include any further period (not exceeding five years from the date of the Resolution hereinafter referred to) for which the authority conferred by Article 7 above is renewed or extended by Ordinary Resolution or Resolution in writing of the Company stating the prescribed amount for such period and the expression "the prescribed amount" herein shall in the first instance be UK Sterling 1000 being the amount of the original share

capital of the Company and for any further prescribed period shall be that stated in the relevant Resolution.

10. Subject to the provisions of the Act and without prejudice to Article 5 any shares may be issued which are to be redeemed or are liable to be redeemed at the option of the Company or the holder of such shares on such terms and in such manner as may be provided by the Articles or as the Company may by Resolution to determine. Regulation 3 of Table A shall not apply.

TRANSFER OF SHARES

11. The instrument of a transfer of a share may be in any usual form or in any other form which the directors may approve and shall be executed by or on behalf of the transferor. Regulation 23 shall not apply.

PURCHASE OF OWN SHARES

12. Subject to the provisions of Section 162 of the Act the Company may with the sanction of an Ordinary Resolution purchase its own shares (including any redeemable shares) on such terms as the directors may think fit and make a payment in respect of the redemption or purchase of such shares otherwise than out of the distributable profits of the Company or the proceeds of a fresh issue of Shares and subject to the provisions of Section 173 to 175 of the Act. Regulation 35 shall be modified accordingly.

LIEN

13. The Company shall have a first and paramount lien on every share (whether or not it is a fully paid share) for all moneys (whether presently payable or not) called or payable at a fixed time in respect of that share, and the Company shall also have a first and paramount lien on all shares (whether fully paid or not) standing registered in the name of any person for all moneys presently payable by him or his estate to the Company, whether he shall be the sole registered holder thereof or shall be one of several joint holder but the directors may at any time declare any share to be wholly or in part exempt from the provisions of this Article. The Company's lien, if any, on a share shall extend to all dividends payable thereon. Regulation 8 of Table A shall not apply.

VARIATION OF RIGHTS

14. If at any time the share capital is divided into different classes of shares, the rights attached to any class may, whether or not the company is being wound up, be varied with the consent in writing of the holders of three fourths of the issued shares of that class, or

with the sanction of an extraordinary resolution passed at a separate general meeting of the holders of the shares of the class. To every such general meeting the provisions of these Articles relating to general meetings shall apply but so that the necessary quorum shall be two persons at least holding or representing by proxy one third of the issued shares of class and that any holder of shares of the class present in person or by proxy may demand a poll.

PROCEEDINGS AT GENERAL MEETINGS

15. No business shall be transacted at any general meeting unless a quorum is present when the meeting proceeds to business. Two persons entitled to vote upon the business to be transacted, each being a member or a proxy for a member or a duly authorised representative of a corporation shall be a quorum. If the Company has a single member a quorum shall be one.
16. If a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall stand adjourned to the same day in the next week at the same time and place or such time and place as the directors may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for such adjourned meeting, it shall be dissolved. Regulations 40 and 41 shall be modified accordingly.
17. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by the Chairman or by any member present in person or by proxy. Unless a poll is duly demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, lost or not carried by a particular majority and an entry to that effect in the book containing the Minutes of the proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against such resolution.
18. Subject to the provisions of the Act any resolution in writing signed by all the members for the time being entitled to receive notice of and attend and vote at general meetings, or by their duly appointed attorneys, shall be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held. Any such resolution may consist of several instruments in the like form each executed by or on behalf of one or more of the members or their attorneys.

VOTES OF MEMBERS

19. Subject to any special rights or restrictions for the time being attached to any special class of shares in the capital of the Company, on a show of hands every member who (being an individual) is present in person or (being a corporation) is present by a duly authorised

representative, not being himself a member entitled to vote, shall have one vote only and in the case of a poll every member shall have one vote for each Ordinary Share held by him.

PROXY

20. The instrument appointing a proxy shall be in writing in any usual common form, or such other form as may be approved by the directors, and shall be signed by the appointer or his attorney, duly authorised in writing, or if the appointer is a corporation shall be either under its Common Seal or under the hand of an officer or attorney so authorised. An instrument of proxy need not be witnessed.

DIRECTORS

21. The number of directors shall be determined by the Company in General Meeting but unless and until so fixed the minimum number of directors shall be five and there shall be no maximum number. Regulation 64 shall be modified accordingly. The directors must include at least two non-executive directors with complementary experience or skills.
22. The non-executive director(s) must be independent of the College, and whose term of office is would be limited to a maximum of two terms of three years.
23. Executive director means any individual who is part of the executive team and is engaged in the day-to-day management or activities of the company; a non-executive director means any individual who is not part of the executive team and typically does not engage in the day-to-day management of the company.
24. A director shall not require any share qualification but shall nevertheless be entitled to attend and speak at any General Meeting of the Company or at any separate meeting of the holders of any class of shares of the Company.
25. The directors may, by power of attorney or otherwise, appoint any person to be the agent of the Company for purposes and on such conditions as they determine, including authority for the agent to delegate all or any of his powers.
26. Directors are to take decisions collectively and any decision of the directors must be taken as a majority decision at a meeting or as a directors' written resolution.

THE COLLEGE PRINCIPAL

27. The directors shall have the power to appoint a Principal for the College:
- a. The Principal shall be a director of the company.
 - b. The Principal shall take such steps as are reasonably practicable to ensure that freedom of speech within the College.
 - c. The Principal shall have in place arrangements that ensure that the College provides to the Office for Students (OfS), or any other regulatory/quality agencies, and publish the information as required by OfS or other agencies.
 - d. The Principal shall have in force, publish, implement a student protection (plan)/statement which has been (approved by)/submitted to the OfS and inform the OfS of events, except for the closure of an individual course, that require the implementation of the provisions of the plan.
 - e. The Principal, with the approval of the Board of Directors can appoint an authorised officer to represent the College or to carry out some or all of the actions on behalf of the College.

APPOINTMENT OF DIRECTORS

28. Unless and until otherwise determined by the Company in General Meeting, there shall be no maximum number of directors and the minimum number of directors shall be five.
29. Regulation 64 of Table A shall not apply to the Company.
30. The directors shall not be required to retire by rotation and Regulation 73 to 80 (inclusive) of Table A shall not apply to the Company.
31. No person shall be appointed a director at any General Meeting unless either:-
- a. He or she is recommended by the directors; or
 - b. not less than fourteen nor more than thirty-five clear days before the date appointed for the General Meeting, a notice executed by a Member qualified to vote at the General Meeting has been given to the Company of the intention to propose that person for appointment, together with notice executed by that person of his willingness to be appointed.
 - c. Subject to Article 16 above, the Company may by Ordinary Resolution in General Meeting appoint any person who is willing to act to be a director, either to fill a vacancy or as an additional director.
 - d. The directors may appoint a person who is willing to act to be a Director, either to fill a vacancy or as an additional director, provided that the appointment does not cause the number of directors to exceed any number determined by the Company in General Meeting.

- e. In any case where as the result of death or deaths the Company has no members and no directors the personal representatives of the last member to have died shall have the right by notice in writing to appoint a person to be a director of the Company and such appointment shall be as effective as if made by the Company in General Meeting. For the purpose of this Article, where two or more members die in circumstances rendering it uncertain which of them survived the other or others, the members shall be deemed to have died in order of seniority, and accordingly the younger shall be deemed to have survived the elder.

PROCEEDING OF DIRECTORS

- 32. Notice of a meeting of the directors shall be deemed to be properly given to a director if it is given to him personally or by word of mouth or sent in writing to him at his last known address or any other address given by him to the Company for this purpose, or by email, or by any other means authorised in writing by the director concerned. A director absent or intending to be absent from the United Kingdom may request the directors that notices of meetings of the directors shall during his absence be sent in writing to him at an address or to an email address given by him to the Company for this purpose, but if no request is made to the directors it shall not be necessary to give notice of a meeting of the directors to any director who is for the time being absent from the United Kingdom. A director may waive notice of any meeting either retrospectively or prospectively. Regulation 88 of Table A shall be modified accordingly.
- 33. The Chairman shall, in the event of an equality of votes at any general meeting of the Company or at any meeting of the directors or of a committee of directors, have a second or casting vote.
- 34. All or any of the members of the Board or any committee of the Board may participate in a meeting of the Board or that committee by means of a conference telephone or any communication equipment which allows all persons participating in the meeting (whether in person or by his alternate or by means of such type of communication device) to hear each other. A person so participating shall be deemed to be present in person at the meeting and shall be entitled to vote or be counted in a quorum accordingly. Such a meeting shall be deemed to take place where the largest of the group of those participating is assembled, or, if there is no such group where the Chairman of the meeting then is.
- 35. A director who is in any way either directly or indirectly interested (whether through persons connected with him as defined in Section 346 of the Act or otherwise) in any contract, transaction or arrangement (whether or not constituting a contract and whether actual or proposed) with the company or in which the Company is otherwise interested, shall declare the nature of his interest at a Meeting of the directors in accordance with Section 317 of the Act. Subject to such disclosure a director shall be entitled to vote in respect of any such contract, transaction or arrangement (whether actual or proposed) in which he is interested and he shall be counted in reckoning whether a quorum is present.

36. Regulations 94 to 97 (inclusive) of Table A shall not apply to the Company.
37. In this Article "communication" and "electronic communication" shall bear the meanings set forth in the Electronic Communications Act 2000 or any statutory modification or re-enactment thereof.
38. A person in electronic communication with the Chairman and with all other parties to a meeting of the directors or of a committee of the directors shall be regarded for all purposes as personally attending such a meeting provided that but only for so long as at such a meeting he has the ability to communicate interactively and simultaneously with all other parties attending the meeting including all persons attending by way of electronic communication.
39. A meeting at which one or more of the directors attends by way of electronic communication is deemed to be held at such place as the directors shall at the said meeting resolve. In the absence of a resolution as aforesaid, the meeting shall be deemed to be held at the place, if any, where a majority of the directors attending the meeting are physically present, or in default of such a majority, the place at which the Chairman of the meeting is physically present.

NOTICE

40. Any notice or other document may be served on or delivered to any Member by the Company either personally, or by sending it by post addressed to the Member at his registered address or by electronic means or other instantaneous means of transmission to a number provided by the Member for this purpose, or by leaving it at his registered address addressed to the Member, or by any other means authorised in writing by the Member concerned. Any notice, document or other information shall be deemed served on or delivered to the intended recipient forty-eight hours after it was given or left or sent or supplied.
41. Any director may propose a directors' written resolution by giving notice in writing of the proposed resolution to each of the other directors (including alternate directors). The written resolution must indicate the proposed resolution and the time by which it is proposed that the directors should adopt it. Once a directors' written resolution has been adopted, it must be treated as if it had been a decision taken at a directors' meeting in accordance with the articles.

ALTERNATE DIRECTORS

42. Each director shall have the power to nominate any other director or any person approved for that purpose by resolution of the Board and willing to so act as alternate director in his place during his absence, and discretion to revoke such nomination, and on such appointment being made, each alternate director whilst so acting shall be entitled to exercise or discharge all the functions, powers and duties and undertake all the liabilities and obligations of the director he represents but shall not be entitled to receive any remuneration from the Company. An alternate director shall have one vote for each director he represents, in addition to his own vote if he is a director but shall not be counted more than once in the quorum. A nomination as an alternate director shall ipso facto be revoked if the appointer ceases for any reason to be a director.

43. Notice of all Board Meetings shall be sent to every alternate director as if he were a director of the Company or until revocation of his appointment save that it shall not be necessary to give notice of such a meeting to an alternate director who is absent from the United Kingdom.
44. The appointment of an alternate director shall be revoked and the alternate director shall cease to hold office whenever the director who appointed such alternate director shall give notice in writing to the Company that he revokes such appointment. Regulations 65 to 68 shall not apply.
45. Without prejudice to Article 25 and save as otherwise provided in the Articles, an alternate director be deemed for all purposes to be a director and shall alone be responsible for his own acts and defaults and he shall not be deemed to be the agent of the director appointing him.

DISQUALIFICATION OF DIRECTORS

46. The office of director shall be vacated if the director:
 - a. ceases to be a director by virtue of any provision of the Act or he becomes prohibited by law from being a director.
 - b. becomes bankrupt or is not deemed as a “fit and proper” person.
 - c. becomes of unsound mind and either:
 - d. is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983 or in Scotland an application for admission under the Mental Health (Scotland) Act 1960 or an Order is made by a Court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for detention or for the appointment of a receiver curator bonis or other person to exercise powers with respect to property or affairs.
 - e. resigns his office by notice in writing to the Company.
 - f. is absent from directors' Meeting for six calendar months without reasonable excuse and without the consent of the other directors and they resolve that he vacate office. Regulation 81 shall be modified accordingly.
 - g. directors take a decision to terminate the appointment of a director as a majority decision at a meeting or as a directors' written resolution.

MINUTES

47. The directors shall cause Minutes to be made in books provided for the purpose:
 - a. of names of the directors present at each meeting of the directors and any meeting of any committee of the directors.
 - b. of all resolutions and proceedings at all meetings of the company and of the directors and of any committee of the directors.
 - c. of all appointments of officers made by directors.
 - d. of all documents sealed with the Common Seal of the company or otherwise executed in accordance with the Act.

THE SEAL

48. The directors shall provide for the safe custody of the seal which shall not be used without the authority of the directors or of a committee authorised by directors. Every instrument to which the seal shall be affixed shall be signed by one director and the secretary if a secretary is appointed.
49. Where the Act so permits, any instrument signed by one director and the Secretary if appointed and expressed to be executed by the Company shall have the same effect as if executed under the Seal, provided that no instrument shall be signed which makes it clear on its face that it is intended by the person or persons making it to have effect as a deed without the authority of the directors or of a committee authorised by the directors. Regulation 101 shall not apply.

DIRECTORS' BORROWING POWERS

50. The directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and subject to Section 80 of the Act, to issue and create mortgages, charges, memoranda of deposits, debentures, debenture stock and other securities whether outright or as security for any debts, liability or obligation of the Company or any third party.

DIVIDENDS

51. No dividend or inter-dividend shall be paid otherwise than in accordance with the provisions of Part VIII of the Act which apply to the Company.

INTEREST OF DIRECTORS

52. A director may, notwithstanding his interest, vote in respect of any contract or arrangement with the Company in which he is interested, directly or indirectly, and be taken into account for the purposes of a quorum at a meeting at which such contract or arrangement is considered, and retain for his own absolute use and benefit all profits and advantages accruing to him there from. Regulations 94 and 95 shall not apply.

DIRECTORS' GRATUITIES AND PENSIONS

53. The directors on behalf of the company may exercise the powers of the company conferred by Clause 22 of the Memorandum of Association of the company and Regulation 87 of Table A to provide benefit with regards to gratuities, pensions and insurances for any director or member of his family.

INSURANCE

54. Without prejudice to the provisions of Regulation 87 and Article 22 the directors shall have the power to purchase and maintain insurance for or for the benefit of any persons who are or were at any time directors, officers or employees or auditors of the Company, or of any other company which is its holding company.

INDEMNITY

55. Subject to the provisions of the Act, every director or other officer or auditor of the company for the time being shall be entitled to be indemnified by the company out of its own funds against all costs, charges, expenses, losses or liabilities which he may sustain or incur in or about the execution of the duties of his company or otherwise in relation thereto, including any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which he is acquitted, or in connection with any application under any statute in which relief is granted to him by the court, and no director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the company in the execution of the duties of his office or in relation thereto, but this article shall only have effect insofar as its provisions are not avoided by section 310 (as amended) of the Act.

COLLEGE OVERSIGHT BOARD

56. The Board of Directors is the governing body of London Churchill College and it has legal and statutory responsibility. It is responsible to ensure that the College is financially solvent and operationally sustainable and compliant with the legal and regulatory requirements and expectations. The Board of Directors shall have the power to delegate their powers to the College Oversight Board.
57. The College Oversight Board will advise on the strategic oversight, strategic aims, risk management, student centric physical and human resources, internal control and governance.
58. Responsibilities of the College Oversight Board:
- a. Judicious engagement with the Academic Board and the Board of Directors in furthering the implementation of strategic objectives of the College.
 - b. Acting as a critical adviser to the Board of Directors and to the Academic Board in relation to the overall shape, academic direction and policy relevance of the education provided at the College.

- c. To advise the Board of Directors on setting strategic aims and priorities and on taking initiatives for the development, implementation and review of the strategic plan.
 - d. Receiving and considering the Minutes of the Academic Board, external and internal reports
 - e. To comment on the effectiveness of the Academic Board to the Board of Directors in the context of the mission of the College, expectations of the students, employers, quality assurance agency and other higher education providers.
 - f. To review the quality of student engagement and experience and that all students have opportunities to engage with all levels of the College and have opportunities to share a range of perspectives to have influence on the academic and non-academic matters.
 - g. Review the reports produced by external bodies/persons on the College (e.g.- external examiners, QAA) and associated action plans produced and advise on them to the BoD.
59. Notice of a meeting of the College Oversight Board shall be deemed to be properly given to a member of the College Oversight Board if it is given to him/her orally, via email, letter, via telephone. The College Oversight Board shall endeavour to meet four times in a year and the meeting shall be chaired by an independent member of the College Oversight Board.
60. The College Oversight Board shall have any number of members. 50% of the members shall be non-executive members, who have relevant educational/work background. The College Principal shall also be a member of the College Oversight Board. Other members can be drawn from Board of Directors or College staff. The meeting must have at least two non-executive members and two other members present for quorum.
61. The chair of the College Oversight Board shall have a casting vote only in the event of an equality of votes at any meeting.

ACADEMIC BOARD:

62. The Board of Directors shall have the power to delegate the power to maintain academic standards to the Academic Board, subject to the responsibility of the Board of Directors, the Academic Board shall be responsible for the following:
- a. matters relating to teaching, courses, criteria of admission of students, policies and procedures of assessments and provision relating to expulsion of students.
 - b. determination and periodic review of the educational character and mission of the institution and the oversight of its activities;
 - c. approving the quality strategy of the institution;
 - d. determination of the institution's academic and other activities;
 - e. organisation, direction and management of academic staff;

- f. maintaining student discipline and, within the rules and procedures provided for within these Articles, suspending or expelling students on disciplinary grounds or expelling students for academic reasons.
- g. raising standards and student achievement.
seeking appropriate accreditations, affiliations of the College

The Academic Board shall comprise of the Principal (Chair) and any other members of the senior management team.

AUDIT, REMUNERATION AND RISK COMMITTEE (ARRC)

63. The Board of Directors shall have the power to establish an Audit and Risk Committee to support the Board by advising on the adequacy and reliability of the processes relating to governance, risk management and financial sustainability of the Company.

Responsibilities

64. The Audit, Remuneration and Risk Committee (ARRC) will advise on:
- a. adequacy of the corporate risk register and risk mitigating arrangements.
 - b. whether the management and governance arrangements are adequate and effective to ensure regularity and propriety and value for money.
 - c. external effectiveness review arrangements, including advising the Board of Directors on the appointment of the external reviewer and oversight of the nature and scope of external review and the effectiveness of the external review process
 - d. the external audit opinion on the financial statements and any relevant control issues raised by the auditor.
 - e. whether the Company operates transparently and accountably and has the values appropriate to be recognised as an English higher education provider.
 - f. adequacy of the arrangements to provide breakdown of the sources of income and expenditure;
 - g. pay of senior staff as per the OfS guidance;
 - h. whether the Company complies with the Higher Education Remuneration Code published by the CUC;
65. The ARRC will receive and comments on all statutory returns and surveys submitted or conducted (e.g.- HESA, DLHE, NSS) and student and engagement data including recruitment, retention, and completion.
66. Provide opinions and make appropriate recommendations to the Board of Directors whether the College regularly publicises clear information about its arrangements for securing value for money including, in a value for money statement, data about the sources of its income and the way that its income is used.
67. Provide opinions and make appropriate comments whether the College's arrangements for securing value for money are adequate, effective, and whether these arrangements demonstrate openness and accountability.
68. The ARRC will produce an annual report to the Board of Directors
69. The Audit Committee will comprise three members of the Board of Directors including the College Principal and will be chaired by a non-executive member.

MISCELLANEOUS PROVISIONS

70. The Company provides an annual statement on its website explaining its approach to the remuneration of senior staff and explain whether the remuneration decisions are transparent.
71. The Company publishes information about senior staff pay as required by the OfS's accounts direction annually on its website and/or give disclosures in its financial accounts.
72. The Company provides sufficient information on a regular basis to demonstrate it operates in an open and accountable way and provides and publishes information about how it ensures value for money.
73. The Company shall take such steps as are reasonably practicable to ensure that freedom of speech operates within the College.
74. The Company will undertake biennial effectiveness of review of its governance arrangements and to what extent it meets the OfS' regulatory requirements on governance and management.

This Articles of Association has been adopted by special resolution by the company's shareholders on 01 April 2019.