

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, for the purpose of promoting the study of public health and education in the United Kingdom of Great Britain and Northern Ireland, and in other countries, the International Health Board of the Rockefeller Foundation of New York (the “Foundation”), in the United States of America, offered (the “Offer”) to provide in London and equip the School (“the School”):

AND WHEREAS the then Minister of Health, acting on Our behalf, accepted the Offer, and, in accordance with an Agreement (the “Agreement”), dated June 25th, 1923, made between the Foundation, the Minister of Health, and the Senate of the University of London, appointed the Minister of Health for the time being, and others to take such steps as were specified in the Agreement towards the construction and equipping of the School pending the establishment of a permanent Governing Body of the School:

AND WHEREAS the trustees of endowments held for the purposes of or in connection with the then London School of Tropical Medicine successfully applied to the then Board of Education for an Order under the Charitable Trusts Act, 1853 to 1894, establishing a Scheme for the administration of those endowments, the Board of Education made an Order establishing such a Scheme under which all those endowments were transferred to the School and the London School of Tropical Medicine merged with the School, but which provided that the property and funds forming the endowment of the then London School of Tropical Medicine shall, as far as possible, be held upon trusts similar to the trusts originally declared in respect of them:

AND WHEREAS the then Minister of Health represented to our Beloved George the Fifth that, for the purpose of giving effect to the Offer and with a view to facilitating the amalgamation of the London School of Tropical Medicine with the School, and the holding of and dealing with the monies given by the Foundation and any monies which may be provided by Parliament or otherwise for the School and with a view to encouraging the making of gifts and bequests to the School, it is expedient that a Charter of Incorporation should be granted by our Beloved George the Fifth for the purpose of establishing the School merged with the London School of Tropical Medicine as a Body Corporate and Politic with a Council and Court (originally known as the Board of Management and Court of Governors respectively) (collectively “the London School”) as set out below:

AND WHEREAS the London School was incorporated by Royal Charter in the year of Our Lord 1924 (and amended by Orders of our Privy Council in 1931, 1954 and 1959) and granted Supplemental Charters in 1931, 1934, 1947 and 1963 and has by humble Petition prayed that We might be graciously pleased to grant to it a Supplemental Charter as hereinafter set forth:

(The preambles of the Supplemental Charters, reciting provisions of the original Charter and setting out the circumstances in which the Supplemental Charters became necessary, are not reproduced here.)

Now therefore know ye that We, having taken the said Petition into our Royal Consideration and by virtue of Our Royal Prerogative and of all other powers enabling Us in that behalf, do, of Our especial grace, certain knowledge and mere motion, to grant and declare and do hereby for Us, Our Heirs and Successors, grant and declare as follows, that is to say that the Provisions set forth in the original and Supplemental Charters shall be treated as if they read in the manner following, namely:-

1. There shall be one Body Corporate and Politic under the name of the London School of Hygiene and Tropical Medicine (“London School”) for the purpose of and with the objects of promoting original research, consultancy and the study of and education in public health and tropical medicine and such other academic subjects as the London School may consider appropriate in the United Kingdom of Great Britain and Northern Ireland, and elsewhere, (the “Objects”) having a perpetual succession and a Common Seal with full power by and in such name -
 - (a) To have all the powers of a natural person;
 - (b) To sue and be sued;
 - (c) To enter into contracts or agreements in furtherance of the Objects;
 - (d) To accept, hold, and dispose of, money or other property in furtherance of the Objects, including sums voted by Parliament for that purpose;
 - (e) To accept any trusts, whether subject to special conditions or not, in furtherance of the Objects;
 - (f) To acquire and hold land subject to the terms of any trust applying thereto; and
 - (g) Generally to do all other lawful acts whatsoever that may be conducive or incidental to the attainment of the Objects for which the London School has been established.
2.
 - (a) For so long as the London School remains a College of the University of London (“the University”) the relationship between the London School and the University shall be in accordance with the Statutes and Ordinances of the University.
 - (b) For so long as the London School remains a College of the University it may award degrees of the University.
3. The London School shall have the power to award and confer degrees, diplomas,

certificates and other distinctions in its own name and/or jointly with other higher education institutions which have the power to award such qualifications.

4. The London School shall be a teaching, assessment and an awarding body.
5. The London School shall have a Council and a Court.
6. The Council shall be the supreme governing body of the London School and shall be responsible for the custody of use of the common seal of the London School.
7. The Council shall be comprised of not more than 25 persons being:
 - (a) the Director of the London School of Hygiene and Tropical Medicine (as referred to in clause 16 (b) below);
 - (b) the Chairman of the Student Representative Council (or successor body);
 - (c) persons who are neither students nor members of staff of the London School; and
 - (d) persons appointed from among the staff of the London School.and so that the persons in category (c) above shall be in a majority.

The Council shall have the sole management, control and supervision of the London School, including the appointment and payment of officers and staff (but so that for the avoidance of doubt the Chairman referred to in clause 16(a) below shall be an unpaid post) and the management and disposition of the property of the London School.

Acts or resolutions of Council or any committee of Council shall not be invalid by reason only of a vacancy in the body doing or passing it nor will such acts or resolutions be invalid by reason of any lack of qualification by or invalidity in the election or appointment of any member of the body whether present or absent.

Subject to clause 17 hereof the Council shall have power to make Statutes, ordinances and regulations for the regulation and management of the London School, membership of the Council, to appoint a Chairman, to make bye-laws for the regulations of their own procedure and the conduct of their business, and to repeal or alter such Statutes, ordinances, regulations or bye-laws from time to time, provided that no such Statute, ordinance or regulation or bye-law shall be inconsistent with this Charter and the Statutes and Ordinances of the University for so long as the London School remains a College of the University.

The Council shall adopt and maintain a conflicts of interest policy regarding members of Council which shall take account of appropriate good practice guidelines and recommendations as issued by the Charity Commission for England and Wales, The Higher Education Funding Council for England and the Committee of University Chairmen and/or such other bodies as are relevant from time to time.

8. Members of the Council (other than the persons mentioned under clauses 7(a) and 7(b)) shall be appointed or elected for a period of three years and shall be eligible for re-appointment or re-election except that members will not normally serve for more than three consecutive terms of three years.
9. The Council shall be deemed to be quorate when 10 members are present (including a majority of persons who are neither students nor members of staff of the London School); and no business of Council shall be transacted at any inquorate meeting except the adjournment of the meeting. At a reconvened meeting following an adjournment for lack of quorum then the business for which the original meeting was called may be completed in the absence of a quorum.
10. Subject to clause 11, the Council may delegate its powers under this Charter to:
 - (a) an appropriately qualified member of the Council; or
 - (b) an appropriately qualified member of staff of the London School; or
 - (c) a committee containing one or more persons listed under clauses 10(a) and/or 10(b) and so that the London School shall establish and maintain an audit committee with the constitution and responsibilities of all such committees to be in ordinance.

The Council may adopt from time to time regulations regarding the delegation procedure of the Council's powers.

11. The Council may not delegate its powers:
 - (a) to make, appeal or alter Statutes, ordinances and regulations for the regulation and management of the London School, to appoint a Chairman, to make by-laws for the regulations of the Council's procedure and the conduct of its business;
 - (b) to alter, amend or add to this Charter;
 - (c) to approve the annual accounts of the London School;
 - (d) to appoint the auditors of the London School under clause 14 hereof.

12. The Council shall establish and maintain a Senate which shall be a committee of Council having the composition, powers and functions prescribed in the ordinances of the London School.
13. The Student Representative Council of the School shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Council, and no amendment to or rescission of that constitution in part or whole shall be valid unless approved by the Council.
14. The Council shall appoint suitably qualified external auditors ("auditors") on terms approved by the Council and shall ensure such auditors are always in place. Such auditors shall have access at all reasonable times to all relevant records of the London School and shall be entitled to receive such information and explanations as are reasonably required to perform their duties. Such auditors shall report at least annually to the Council on the accuracy of the annual accounts of the London School and its financial management.
15. The Court shall represent the interests of the stakeholders of the London School. It shall (with the prior approval of Council) determine from time to time its constitution, remit and manner of conducting its affairs.
16. The London School shall have the following officers:
 - (a) a non-executive Chairman of the Council who is neither a student nor a member of staff at the London School;
 - (b) a Chief Executive Officer currently known as "Director of the London School of Hygiene and Tropical Medicine" who shall be responsible to the Council for the conduct of the affairs of the London School and the achievement of its Objects;

The Council shall adopt from time to time regulations setting out the titles and further duties and responsibilities of such officers.

17. The Council may by special resolution (as defined in clause 18 hereof) create, revoke or amend Statutes; but no such revocation, amendment or addition shall have effect until approved by the Lords of Our Most Honourable Privy Council of which approval a certificate under the hand of the Clerk of Our said Privy Council shall be conclusive evidence. The Statutes are as set out in the Schedule to this Charter.
18. The Council may at any time alter, amend or add to this Charter by a special resolution (being a majority of at least 10 members of Council voting in favour at a quorate meeting of the Council with all members of Council having at least 28 days

Clause 7 - University "Chairmen" deleted, "Chairs" inserted.

Clause 8 - after the first iteration of the word "shall" the word "normally" inserted.

Clause 9 - deleted and "The Council shall be deemed to be quorate when: at least 7 members are present; and the majority of those members present at any meeting are persons who are neither students nor members of staff of the London School. No business of Council shall be transacted at any inquorate meeting except the adjournment of the meeting. At a reconvened meeting following an adjournment for lack of quorum then the business for which the original meeting was called may be completed in the absence of a quorum." inserted.

Clause 18: "of at least 10 members" deleted, "members" inserted before "voting".

notice of the proposal) and such alteration, amendment or addition shall be allowed by Us, Our Heirs and Successors by and with Privy Council advice in respect of all clauses and so that this Charter shall then continue and operate as if it had been originally granted and made as so altered, amended or added to as aforesaid.

19. The Council shall by a simple majority of the members present and voting reserve the right to appoint a Visitor of the London School.
20. Our Royal Will and Pleasure is that this Charter shall always be construed and adjudged in the most favourable and beneficial sense for the best advantage of the London School and the promotion of its Objects in Our Courts and elsewhere

notwithstanding any non-recital, mis-recital, uncertainty or imperfection therein.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the _____ day of _____
in the _____ year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL