

## **INDEPENDENT PROFESSIONAL ADVICE FOR CORPORATION MEMBERS PROCEDURE**

1. Corporation Members shall have the right to take advice from:
  - the Corporation's advisers; or
  - if necessary, at the Corporation's expense, independent advisers on any matters concerning the exercise of their powers and responsibilities. Such matters shall include advice on their legal, accounting and regulatory duties, but exclude advice to individual Corporation Members concerning their own respective personal interests in relation to the Corporation. Before doing so, it is expected that all normal avenues for advice have been explored and made available, such as advice from the Governance Help Line of the AoC, auditors, circulars, etc.
  
2. A Member who intends to seek advice under this procedure shall give prior written notice to the Clerk to the Corporation and the notice should contain:
  - A summary of issues on which advice is sought; and
  - If independent advice is sought (ie not from the Corporation's advisers), the name(s) of the advisers who the Member proposes to instruct, together with a short explanation of the reasons why consultation with the Corporation's advisers on the particular issue(s) is considered to be inappropriate.

The Clerk shall forthwith deliver a copy of the notice to the Chair of the Corporation and the Principal.

3. The Chair shall be authorised by the Corporation to pay or contribute up to £1,000 towards the costs of independent professional advice under this procedure, provided that the total of all such payments and contributions in any financial year of the College does not exceed £4,000.
  
4. The Chair shall decide whether to authorise such payment or contribution as soon as practical after receiving a copy of the notice seeking advice under this procedure and in any event within 10 working days. The decision shall be made after consultation with the Principal.
  
5. The Clerk will notify the Member in writing whether the costs for the professional advice are payable by the Corporation and the cash limit on such advice (any further cost would have to be met by the member themselves, unless agreed otherwise in advance). The Clerk will be available to assist with drafting of any request for professional advice. If agreement is not given, brief reasons will be stated in support of the decision.
  
6. A copy of any advice received must be made available to the Clerk and, normally, advice obtained under this procedure shall, on request and where appropriate, be made available to other Corporation Members.
  
7. References in this procedure to the Chair shall include, where appropriate, references to the Vice-Chair.