CHAPTER xxxiv

An Act to confirm a Provisional Order under the Private Legislation Procedure (Scotland) Act 1936 relating to the Edinburgh College of Art.

[29th July 1959.]

WHEREAS the Provisional Order set forth in the schedule hereunto annexed has after inquiry held before Commissioners been made by the Secretary of State under the provisions of the Private Legislation Procedure (Scotland) Act 1936 and it is requisite that the said Order should be confirmed by Parliament:

Be it therefore enacted by the Queen's most Excellent Majesty by and with the advice and consent of the Lords Spiritual and Temporal and Commons in this present Parliament assembled and by the authority of the same as follows:—

1. The Provisional Order contained in the schedule hereunto annexed is hereby confirmed. Confirmation of Order in schedule.

2. This Act may be cited as the Edinburgh College of Art Order Confirmation Act 1959. Short title.

SCHEDULE

EDINBURGH COLLEGE OF ART

Provisional Order to incorporate a governing body for the Edinburgh College of Art and to transfer the said college and the endowments held in connection therewith by the Corporation of the city of Edinburgh as governors of the said college to the said governing body and to confer powers on them with respect thereto and for other purposes.

Whereas the lord provost magistrates and council of the city and royal burgh of Edinburgh (hereinafter referred to as " the Corporation ") are vested with the municipal government of the city and royal burgh of Edinburgh (hereinafter referred to as " the city ") and are the local authority therein:

And whereas in the year nineteen hundred and six the Corporation resolved to erect and thereafter erected in the city a college of art (hereinafter referred to as " the college ") which incorporated the School of the Board of Manufactures the Royal Scottish Academy Life School the School of Applied Art and the Art Department of the Heriot-Watt College:

And whereas the Corporation as governors of the college constituted a board of management for the general administration of the college the decisions of the board in certain matters being subject to the approval of the Corporation as governors:

And whereas the Corporation hold various properties and endowments in connection with the college:

And whereas under the Education (Scotland) Acts 1939 to 1956 the college is recognised as a central institution within the meaning of the said Acts and is entitled to payment of such grants out of moneys provided by Parliament as are applicable to such institutions and may also receive contributions from education authorities towards the cost of maintaining and carrying on the college:

And whereas it is expedient that further provision should be made for the administration maintenance and development of the college and that the functions of the Corporation as governors of the college and of the said board of management should be transferred to the governing body incorporated by this Order and that the property rights funds and endowments held by and vested in the Corporation as governors should be transferred from the Corporation as governors and vested in the governing body incorporated by this Order:

And whereas it is expedient that the objects and powers of the said governing body should be defined and that provision should be made for the future management and administration of their affairs and for the utilisation of the said endowments as provided in this Order:

And whereas the purposes aforesaid cannot be effected without an order confirmed by Parliament under the Private Legislation Procedure (Scotland) Act 1936:

Now therefore in pursuance of the powers contained in the said Act the Secretary of State orders as follows :—

PART I

PRELIMINARY

Short title.

1. This Order may be cited as the Edinburgh College of Art Order 1959.

Commencement of Order.

2. This Order shall (except as otherwise hereinafter provided) commence and have effect on and from the appointed day.

Interpretation.

3.—(1) In this Order unless there is something in the subject or context repugnant to such construction the following words and expressions shall have the meanings hereinafter respectively assigned to them (that is to say):—

" Act of 1947 " means the Local Government (Scotland) Act 1947;

" appointed day " means the first day of January nineteen hundred and sixty;

" appointed governor " means a governor appointed under the provisions of section 5 (Composition of governing body) of this Order;

" appointing bodies " means the respective bodies specified in subsection (2) of section 5 (Composition of governing body) of this Order;

" board of management " means the board of management constituted under the existing constitution;

" city " means the city and royal burgh of Edinburgh;

" city Acts " means the local Acts and Orders applicable to the city;

" college " means the Edinburgh College of Art;

" co-opted governor " means a governor co-opted under the provisions of section 7 (Co-opted governors) of this Order;

" Corporation " means the Corporation of the city of Edinburgh;

" endowments " means the bursary prize funds and bequest mentioned in the Third Schedule to this Order and transferred to and vested in the governing body in pursuance of section 18 (Transfer of property to governing body) of this Order and comprising the investments and securities specified in the Third Schedule to this Order or in the event of any of such investments or securities having been redeemed or realised before the appointed day the investments or securities in which the proceeds of any investments or securities so redeemed or realised have been reinvested;

" existing constitution " means the constitution of the Edinburgh College of Art made by the Corporation on the twenty-seventh day of September nineteen hundred and fifty-one;

PART 1 —*cont.*

" governing body " means the body incorporated under the name of " the Governors of the Edinburgh College of Art " by section 4 (Incorporation of governing body etc.) of this Order;

" governor " means a member of the governing body;

" lord provost " means the lord provost of the city for the time being;

" secretary " means the secretary of the college for the time being;

" town clerk " means the town clerk of the city for the time being.

(2) Any reference in this Order to any other enactment shall except so far as the context otherwise requires be construed as a reference to that enactment as amended by any other enactment.

PART II

CONSTITUTION OF GOVERNING BODY

Incorporation of governing body etc.

4.—(1) For the purpose of carrying this Order into effect a governing body of the college shall be and is hereby incorporated under the name of " the Governors of the Edinburgh College of Art " and as from the appointed day the Corporation shall cease to be governors of the college and the existing constitution shall be and is hereby revoked and shall cease to have effect.

(2) The governing body shall be a body corporate with perpetual succession and a common seal and with power to purchase acquire hold and dispose of lands and other property heritable and movable and to sue and be sued and with all other rights powers and privileges of a body corporate.

Composition of governing body.

5.—(1) The governing body shall consist of not less than twenty-three and not more than twenty-five governors of whom—

(*a*) one shall be the lord provost ex officio;

(*b*) nineteen shall be appointed by the appointing bodies; and

(*c*) not less than three and not more than five shall be persons co-opted in accordance with the provisions of this Order.

(2) The appointed governors shall be appointed as follows:—

by the Corporation	five
by the Royal Scottish Academy	four
by the University Court of the University of Edinburgh	two
by the Edinburgh Chamber of Commerce and Manufactures	two
by the Edinburgh Architectural Association	two
by the governors of the Heriot-Watt College	one
by the Company of Merchants of the City of Edinburgh	one
by the Scottish Committee of the Council of Industrial Design	one
by the Edinburgh and District Trades Council	one

(3) The co-opted governors shall be persons co-opted in accordance with the provisions of this Order.

Appointment of appointed governors.

6.—(1) The appointed governors shall be appointed by the appointing bodies out of their own number and may be appointed either by the appointing bodies at ordinary meetings of the appointing bodies respectively which shall be convened and conducted according to the ordinary rules and practice of the appointing bodies respectively or (if the rules of an appointing body so permit) by a committee of that appointing body and any appointed governor who ceases to be a member of the body appointing him shall be deemed to be disqualified from continuing in office as an appointed governor:

Provided that—

(*a*) such disqualification shall not apply where an appointed governor retires from the body which has appointed him on expiry of his term of office and is reappointed as a member of that body;

(*b*) the governors to be appointed by the University Court of the University of Edinburgh may be members either of the said Court or of the Senatus Academicus of the said university.

(2) Within one month from the passing of the Act confirming this Order the town clerk shall give intimation to each of the appointing bodies of the provisions of this Part of this Order in regard to the appointment of appointed governors and thereupon the various appointing bodies shall at as early a date as practicable and in any event not later than the expiration of three months from the passing of the Act confirming this Order appoint persons as governors as provided in this section and shall intimate such appointment to the town clerk.

(3) If any appointing body fails within a period of three months from the date of the intimation given by the town clerk under the last foregoing subsection to intimate to the town clerk the name or names (as the case may be) of the person or persons appointed by them as governors the governors in office at the time may themselves appoint as a governor or governors (as the case may be) a person or persons eligible to be appointed by such appointing body and any appointment made under this subsection shall be deemed to be an appointment by the body entitled to make the appointment.

Co-opted governors.

7.—(1) Subject to the provisions of section 10 (Casual vacancies) of this Order the co-opted governors shall be co-opted by the lord provost and the appointed governors who may at their discretion invite any organisation or body whom they consider appropriate to nominate persons for co-option as governors.

(2) (*a*) As soon as may be after the appointment of all the appointed governors first appointed under this Order a meeting of the lord provost and the appointed governors shall be held at such time and place as the lord provost may direct and shall be called by the town clerk.

(*b*) At such meeting or at any adjournment thereof the lord provost and the appointed governors shall make such arrangements as they may consider necessary and proper for the co-option of the co-opted governors and thereafter shall co-opt the co-opted governors in accordance with the provisions of this section.

PART II —*cont.*

Period of office etc. of governors.

8.—(1) Subject to the provisions of this Part of this Order the period of office of the governors shall be three years.

(2) (*a*) The appointed governors first appointed in pursuance of this Order shall assume office as from the appointed day and their period of office shall terminate on the thirty-first day of July nineteen hundred and sixty-two.

(*b*) The appointed governors appointed in respect of the period of three years commencing on the first day of August nineteen hundred and sixty-two and in respect of every subsequent period of three years shall be appointed not later than the thirty-first day of July nineteen hundred and sixty-two and the thirty-first day of July in every subsequent third year respectively and their period of office shall be deemed to commence on the first day of August in the year of their appointment.

(3) (*a*) The co-opted governors first co-opted in pursuance of this Order shall assume office as from the day of their co-option and their period of office shall terminate on the thirty-first day of July nineteen hundred and sixty-two.

(*b*) The co-opted governors co-opted in respect of the period of three years commencing on the first day of August nineteen hundred and sixty-two and in respect of every subsequent period of three years shall be co-opted at a meeting of the lord provost and the appointed governors to be held as soon as may be practicable after the first day of August nineteen hundred and sixty-two and after the first day of August in every subsequent third year respectively and their period of office shall be deemed to have commenced on the first day of August in the year of their co-option.

(4) The secretary shall at least three months before the thirty-first day of July nineteen hundred and sixty-two and the thirty-first day of July in every subsequent third year intimate to the clerk or other appropriate official of each of the appointing bodies the provisions of Part II of this Order relating to the appointment by them of appointed governors and every such clerk or other official shall as soon as practicable intimate to the secretary the name of the person appointed by the appointing body concerned.

Resignations disqualifications etc.

9.—(1) Any governor who intimates in writing to the secretary his resignation of office or who becomes bankrupt or incapacitated to act or who fails throughout a period of twelve consecutive months to attend any meeting either of the governing body or of any committee of the governing body of which he is a member shall unless he has been granted leave of absence by the governing body or unless the failure to attend was due to some reason approved by the governing body thereupon be held to have vacated office.

(2) A person shall be disqualified from being a governor if he holds any paid office or other place of profit in the gift or disposal of the governing body.

Casual vacancies.

10.—(1) In the case of a vacancy occurring among the appointed governors the vacancy shall as soon as may be after its occurrence be intimated by the secretary to the clerk or other appropriate official of the body by whom the governor who has vacated office or who has become disqualified was appointed and such body shall be entitled to appoint a governor to fill the vacancy.

PART II —*cont.*

(2) If the body entitled to appoint a governor to fill any such vacancy as aforesaid fails to do so within a period of three months from the vacancy having been intimated to them as aforesaid the governing body may themselves appoint as a governor to fill such vacancy a person eligible to be appointed by such appointing body and any appointment under this subsection shall be deemed to be an appointment by the body entitled to make the appointment.

(3) In the case of a vacancy occurring among the co-opted governors the governing body shall if the number of co-opted governors has been reduced to less than three and if not may co-opt a person to fill the vacancy.

(4) A governor appointed or co-opted in place of a governor who has died or vacated office otherwise than by the effluxion of time shall subject to the provisions of the next succeeding section hold office only during the unexpired portion of the period of office of the person in whose place he has been appointed or co-opted.

Reappointment etc.

11. Subject to the provisions of this Order any governor on the expiry of his period of office shall be eligible for reappointment or co-option as the case may be.

Proceedings not to be invalidated by failure etc. to appoint governors.

12. A failure or delay or defect in the appointment or co-option of any governor or vacancy in the office of governor shall not prevent the governing body from acting in the execution of this Order nor shall any act or proceeding of the governing body or of any committee appointed by them be invalidated or be illegal by reason or in consequence of any such failure delay or defect or of any such vacancy provided the number of governors entitled to act shall not thereby be reduced below fifteen.

Administrative arrangements and proceedings of governing body.

13. The provisions contained in the First Schedule to this Order shall subject to the provisions of this Order have effect with regard to the administrative arrangements and proceedings of the governing body.

Constitution of governing body may be altered by Secretary of State.

14.—(1) The Secretary of State may from time to time after consultation with the governing body by order vary or alter the constitution of the governing body in such manner as may appear to him to be expedient and any such order may make all such amendments of the provisions of this Order relative to the constitution of the governing body and the appointment of governors as may be necessary or desirable.

(2) The power to make orders conferred on the Secretary of State by this section shall be exercisable by statutory instrument and no such order shall be made unless a draft thereof has been laid before Parliament and has been approved by resolution of each House of Parliament.

(3) Any such order may be amended or revoked by a subsequent order made in like manner and subject to the like conditions.

PART III

OFFICERS AND SERVANTS

Saving for existing staff of college.

15. All persons who immediately before the appointed day were salaried or paid officers or servants of the board of management (including the teaching staff of the college) shall after the appointed day continue to hold as nearly as may be practicable the same offices and places in the college as they held immediately before the appointed day and that upon the same terms and conditions or upon such varied terms and conditions as the governing body shall decide without prejudice to any existing rights in regard to tenure of office salary or other emoluments.

Appointment of principal and teaching and other staff.

16.—(1) Subject to the provisions of the immediately preceding section of this Order the governing body shall from time to time appoint a principal of the college and a person or persons to be secretary or treasurer or secretary and treasurer of the college and shall also make arrangements for the appointment upon such terms and conditions as they think proper of such teaching and administrative and other staff as they consider necessary and may (without prejudice to the powers of the governing body with respect thereto) delegate to the principal of the college such powers with regard to the appointment suspension or dismissal of staff as they think fit.

(2) Any officer of the governing body employed as treasurer shall find such caution as the governing body may prescribe for his duly accounting for his intromissions.

Superannuation.

17.—(1) The provisions of the city Acts relating to the superannuation of officers and servants of the Corporation shall with any necessary modifications—

(*a*) apply to the governing body in respect of their officers and servants in the same way as the said provisions apply to the Corporation in respect of their officers and servants;

(*b*) continue to apply to every transferred officer in all respects as if the Act confirming this Order had not been passed; and

(*c*) apply to every officer and servant of the governing body (other than a transferred officer) in the same way as if such officer or servant were an officer or servant of the Corporation:

Provided that all contributions and any other payments to the superannuation fund of the Corporation which would have been payable by the Corporation—

(*a*) in the case of the transferred officers if such transferred officers had continued as officers of the board of management; and

(*b*) in the case of such other officers and servants of the governing body as if such other officers and servants were officers and servants of the Corporation;

shall be paid by the governing body.

(2) For the purposes of this section " transferred officer " means an officer or servant employed by the board of management who

immediately before the appointed day was a contributor to the superannuation fund of the Corporation and who by virtue of this Order becomes an officer or servant of the governing body. PART III —*cont.*

PART IV

TRANSFER AND VESTING OF PROPERTY

Transfer of property to governing body.

18.—(1) On the appointed day—

(*a*) the dominium utile of the heritable subjects specified in Part I of the Second Schedule to this Order and the whole right title and interest of the Corporation as governors of the college as lessees of the subjects specified in Part II of the Second Schedule to this Order;

(*b*) the whole property rights and interests of the Corporation as governors of the college in the endowments; and

(*c*) all other heritable and movable property of every description vested in or held by the Corporation as governors of the college immediately before the appointed day;

shall by virtue of this Order be transferred to and shall vest in the governing body subject to all burdens servitudes and wayleaves and tenancies or sub-tenancies attaching to or affecting the same or any of them and that without the necessity of any disposition assignation transfer conveyance notice of title or other instrument.

(2) To enable the governing body to complete a title if thought fit to any property transferred to and vested in them by virtue of this Order by notice of title or otherwise this Order shall be deemed to be and may be used as a general disposition or assignation as the case may be of such property in favour of the governing body.

Right of pre-emption etc. to Corporation.

19.—(1) In the event of the governing body determining that any of the subjects specified in the Second Schedule to this Order should no longer be retained by them for the purposes of the college the governing body shall—

(*a*) if the subjects are included in Part I of the said Second Schedule offer to sell the same to the Corporation; and

(*b*) if the subjects are included in Part II of the said Second Schedule offer to dispose of their interest as lessees of the subjects to the Corporation;

and if the Corporation wish to acquire such subjects or part thereof or interest therein the governing body shall sell or assign the same to the Corporation on terms to be agreed between them or failing agreement on such terms as may be fixed by the Chief Valuer for Scotland of the Commissioners of Inland Revenue and failing him by a valuator to be appointed on the application of either party by the Secretary of State.

(2) Unless the Corporation intimate to the governing body within three months of any such offer being made to them under the preceding subsection that they intend to exercise the right conferred on them by the said subsection they shall be held to have decided not to exercise such right.

PART IV —*cont.*

(3) In the event of the governing body failing to comply with the foregoing provisions of this section as respects any of the subjects specified in the Second Schedule to this Order any conveyance or other deed granted by them by which their interest therein is feued disponed or otherwise alienated shall in the option of the Corporation be of no effect provided that nothing in this subsection shall prejudice any claim competent to any feuar purchaser or lessee against the governing body.

PART V

POWERS AND DUTIES OF GOVERNING BODY

Maintenance of college.

20.—(1) The governing body shall maintain and carry on a college to be known as "the Edinburgh College of Art" for providing instruction and education in art and related subjects.

(2) For the purposes of this section the governing body may—

(*a*) maintain alter improve reconstruct or enlarge the buildings vested in them under the provisions of this Order and may furnish and equip the same;

(*b*) by agreement purchase feu take on lease or otherwise acquire any such lands or buildings as may in their opinion be required and may erect on any lands so acquired such buildings and erections and provide such furnishings equipment appliances and conveniences as may be requisite or expedient; and

(*c*) subject to the provisions of this Order sell feu lease or excamb any of the lands or buildings from time to time held by them for the purposes of the college.

Power to charge fees.

21. The governing body may charge such reasonable fees for attendance at the college as they think fit.

Arrangements for inter-change of pupils.

22. The governing body may enter into and carry out arrangements—

(*a*) for providing in the college instruction and education in art and related subjects for students of other educational institutions; and

(*b*) for students of the college as part of or in connection with their course of instruction and education in art and related subjects to attend classes in other educational institutions or to attend such other establishments (including commercial or industrial establishments) as the governing body may determine.

Co-operation with other institutions etc.

23. The governing body may enter into arrangements or co-operate with any persons educational institutions or associations having educational objects wholly or in part similar to those of the college for the purposes of or incidental to the educational work of the college upon such terms and conditions as may be arranged.

Management of college.

24. The governing body may make such arrangements as they may think appropriate from time to time for the management and

PART V —*cont.*

administration of the college including the provision and administration of hostels for students of a dining hall for staff and students and of a shop for the sale of materials required by students in connection with the courses of instruction in the college.

Recreational facilities.

25. The governing body may provide lay out equip and maintain playing fields and other accommodation for sports and recreations for use in connection with the college.

Award of diplomas etc.

26. The governing body may grant diplomas and certificates under their common seal to students of the college upon such conditions and under such regulations as they may make from time to time.

Students' representative council.

27.—(1) The governing body shall as soon as reasonably practicable after the appointed day and after consultation with representatives of the students attending the college make a scheme for the constitution and functions of a students' representative council in the college and such scheme shall provide for the making of representations to the governing body by the said council.

(2) The said scheme may after consultation as aforesaid be amended or varied by the governing body.

Amalgamation and application of certain endowments.

28. Whereas the endowments specified in Part I of the Third Schedule to this Order are vested in the Corporation as governors of the college and the annual income thereof has been utilised by the board of management to provide small bursaries and prizes for students of the college:

And whereas by virtue of the provisions of section 18 (Transfer of property to governing body) of this Order the said endowments will be transferred to and become vested in the governing body on the appointed day:

And whereas since the said endowments became vested in the Corporation as governors of the college the powers and duties of education authorities to award bursaries and maintenance grants to students (including students attending the college) have been greatly extended and having regard to the funds which will be available to the governing body for the provision of bursaries and maintenance grants the income of the said endowments will no longer be required for the granting of bursaries and maintenance grants to students attending the college:

And whereas it is expedient that the said endowments should be held and administered by the governing body as one endowment and that the governing body should be empowered to apply the income thereof for the provision of prizes for students attending the college as hereinafter provided:

Now therefore—

As from the appointed day the endowments specified in Part I of the Third Schedule to this Order shall be held and administered by the governing body as one endowment under the name of " the Edinburgh College of Art Prize Fund " (in

PART V —*cont.*

this section referred to as " the fund ") and the following provisions of this section shall have effect with respect thereto:—

(*a*) The governing body after paying all expenses of management properly chargeable against the income of the fund and any taxes or other burdens affecting the fund shall apply the free income of the fund in each year in providing prizes in the form of gold medals or in such other form as the governing body may from time to time determine for students of outstanding merit in the various schools or departments of the college including in particular the school of architecture and the department related to the work of goldsmiths and silversmiths and as far as possible the various prizes shall be associated with the following names (that is to say):—

(i) James Clason-Harvie;

(ii) Alexander Dowell;

(iii) Nancy Rosemary Henderson;

(iv) Sir Robert Kirk Inches;

(*b*) In the event of there being any balance of income of the fund at the end of any financial year of the college such balance may in the discretion of the governing body be carried forward to the next financial year or may be added to the capital of the fund or may be applied partly in the one and partly in the other of such ways.

Andrew Grant bequest.

29. Whereas by a codicil dated the twelfth day of September nineteen hundred and eleven to the trust disposition and settlement dated the twenty-fourth day of October eighteen hundred and ninety-four of the late Andrew Grant the said Andrew Grant directed that a part of his estate (hereinafter called " the bequest ") should be paid over " to the Lord Provost Magistrates and Council of the City of " Edinburgh and their successors in office as Governors of the " Edinburgh College of Art to be held by them in Trust for behoof " of that institution, the Capital to be invested by them and to be " called ' the Andrew Grant bequest ' and the income to be applied " to the provision of Scholarships or bursaries to deserving students " of either sex at the said College of Art either during their College " Course or in the way of travelling Scholarships or otherwise after " their College Course is finished under such regulations as they shall " appoint ":

And whereas the bequest is now represented by the investments or securities specified in Part II of the Third Schedule to this Order and is vested in the Corporation as governors of the college and the annual income thereof has been utilised by the board of management for the purpose of providing scholarships and bursaries as aforesaid:

And whereas by virtue of the provisions of section 18 (Transfer of property to governing body) of this Order the bequest will be transferred to and become vested in the governing body on the appointed day:

And whereas since the death of the said Andrew Grant the powers and duties of education authorities to award scholarships and bursaries to students (including students attending the college) have been greatly extended and having regard to the funds which will be available to the governing body for the provision of scholarships and bursaries the whole of the annual income of the bequest may no longer be required for the granting of scholarships and bursaries to students attending the college:

And whereas it is expedient that the governing body should be empowered to apply a proportion of the free annual income of the bequest as hereinafter provided for the general benefit of students of the college:

Now therefore—

As from the appointed day the endowment specified in Part II of the Third Schedule to this Order and known as the Andrew Grant Bequest (in this section referred to as " the bequest ") shall be held and administered by the governing body in accordance with the following provisions of this section:—

(1) The governing body after paying all expenses of management properly chargeable against the income of the bequest and any taxes or other burdens affecting the bequest—

(*a*) shall apply not less than four-fifths of the free income of the bequest in each year in providing scholarships or bursaries to deserving students of either sex of the college either during their college course or in the way of travelling scholarships or otherwise after their college course is finished under such regulations as the governing body shall from time to time appoint; and

(*b*) may apply so much of the remainder of the free annual income of the bequest in each year as is not applied in providing scholarships or bursaries as aforesaid—

(i) in defraying or assisting to defray the expenses of organised educational excursions for the benefit of students of the college including attendance at exhibitions of works of art or the expenses of arranging for exhibitions of works of art to be held at the college;

(ii) in providing or assisting in providing equipment and facilities for special study at the college;

(iii) in assisting the provision and development of sports activities at or in connection with the college;

(iv) in assisting in the formation maintenance and encouragement of clubs societies and other organisations conducted for the benefit of students of the college:

(2) In the event of there being any balance of income of the bequest at the end of any financial year of the college such balance may in the discretion of the governing body

PART V —*cont.*

be carried forward to the next financial year or may be added to the capital of the bequest or may be applied partly in one and partly in the other of such ways.

Additional donations etc.

30.—(1) The governing body may receive donations legacies annuities subscriptions and other gifts for the purposes of the college or for purposes connected therewith provided always that the execution of the said purposes is not inconsistent with the exercise by the governing body of their functions under this Order.

(2) All donations legacies annuities subscriptions and other gifts shall be applied in accordance with the directions of the respective testators or donors:

Provided that in the absence of any specific direction relating thereto the governing body may add any such donation legacy annuity subscription or other gift in whole or in part to the capital of any one or more of the endowments or apply the same in whole or in part towards defraying the expenditure of the governing body in executing the purposes of this Order.

PART VI

FINANCIAL ARRANGEMENTS

Capital expenditure.

31. The governing body may incur capital expenditure for any of the purposes of this Order to which capital is properly applicable and may appeal for subscriptions or borrow money for the said purposes and may apply to such purposes the money received or borrowed by them.

Temporary borrowing.

32. The governing body may borrow such sums as are necessary for the purpose of providing temporarily for current expenditure of an annual nature in connection with any of the powers and duties of the governing body:

Provided that all sums so borrowed shall as nearly as may be be repaid before the expiration of the financial year in which such sums have been borrowed.

Saving for control on borrowing.

33. It shall not be lawful to exercise the powers of borrowing conferred by this Order otherwise than in compliance with the provisions of any order for the time being in force made under section 1 of the Borrowing (Control and Guarantees) Act 1946.

As to money advanced to Corporation as governors of college.

34. All sums of money advanced by the Corporation on capital account to the Corporation as governors of the college for the purposes of the college which are outstanding and not paid off on the appointed day shall be deemed as from the appointed day to be advances by the Corporation to the governing body and all payments by way of interest expenses and capital repayment in relation to such sums of money shall after the appointed day be made to the Corporation by the governing body.

Powers of investment.

35.—(1) The governing body shall have the powers of investment conferred upon trustees by the Trusts (Scotland) Act 1921 and in addition to the said powers the governing body may invest not more

PART VI —*cont.*

than one-third of the movable capital of any of the endowments which has a movable capital of not less than ten thousand pounds in the purchase of debentures or preference or ordinary stock or shares of any company which has a total issued and paid-up ordinary capital of not less than one million pounds and has paid a dividend on its ordinary shares of at least five per centum during each of the ten years last preceding the date of the purchase:

Provided that—

(*a*) the debentures or preference or ordinary stock or shares to be purchased are quoted on the London Aberdeen Dundee Edinburgh or Glasgow Stock Exchanges and are fully paid up; and

(*b*) in calculating the amount of movable capital which may be invested under the said additional power any investment retained under subsection (2) of this section which is not an investment in which trustees are empowered to invest moneys under the said Act of 1921 shall be left out of account.

(2) It shall be in the power of the governing body to retain any of the investments in which the funds of any of the endowments were invested immediately before the appointed day and any investments received by them under section 30 (Additional donations etc.) of this Order.

(3) The governing body may at any time vary the investments of the governing body for or into others of any nature hereby authorised.

Accounts.

36. The governing body shall cause full accounts to be kept of the capital income and expenditure vested in received by and expended by them under this Order.

Audit.

37.—(1) The accounts of the governing body shall be audited by a properly qualified accountant or firm of accountants and the cost of such audit so far as applicable to the endowments shall be paid out of the revenue of the endowments.

(2) A person or firm shall not be qualified to audit the accounts of the governing body unless he is a member or in the case of a firm unless all the partners are members of one or more of the following bodies:—

the Institute of Chartered Accountants of Scotland;
the Institute of Chartered Accountants in England and Wales;
the Institute of Chartered Accountants in Ireland;
the Society of Incorporated Accountants;
the Association of Certified and Corporate Accountants;
any other body of accountants established in the United Kingdom and for the time being recognised by the Board of Trade for the purposes of the provisions of section 161 of the Companies Act 1948 relating to the qualification for appointment as auditor of a company other than an exempt private company.

PART VII

MISCELLANEOUS

Saving for holders of bursaries etc.

38. Every person at the appointed day holding or in receipt of any foundation bursary prize scholarship or emolument under or arising out of the endowments shall continue to hold or receive the same subject to the conditions under which it is held or received by him at the appointed day.

Discharge of existing governors etc.

39. The Corporation as governors of the college and the individual members thereof the board of management and the individual members thereof and the several officers and servants of the Corporation as governors of the college and of the board of management are hereby exonerated and discharged from all their actings and intromissions and of and from all obligations claims and demands in respect of the college and the endowments before the appointed day.

Liabilities of existing governors.

40.—(1) Subject to the provisions of this Order all liabilities and obligations incurred by the Corporation as governors of the college and remaining undischarged at the appointed day shall in a question with third parties be discharged by the governing body and all revenue due or payable to the Corporation as governors of the college or to the board of management and remaining outstanding at the appointed day shall be payable to the governing body.

(2) The Corporation shall as soon as may be after the appointed day make up a statement of accounts applicable to the college for the period from the first day of August nineteen hundred and fifty-nine to the appointed day and in the event of a balance on revenue account being brought out in favour of the college the same shall be paid or accounted for by the Corporation to the governing body and in the event of a balance being brought out against the college the same shall be paid or accounted for by the governing body to the Corporation.

(3) In the event of any difference arising between the Corporation and the governing body as to the correctness of the statement of accounts to be made out as aforesaid or the resulting balance brought out thereby the same shall be referred to an arbiter mutually chosen or failing agreement to be appointed by the Secretary of State on the application of either party and the decision of the said arbiter shall be final.

Legacies not to lapse.

41. A legacy or bequest in any will or testamentary disposition whether bearing date before or after the appointed day shall not lapse or fail by reason of the provisions of this Order but any such legacy or bequest which but for this Order would have accrued for the benefit of the Corporation as governors of the college shall be payable to and receivable by the governing body.

Disability of governor voting on account of interest in contract etc.

42. The provisions of—

(*a*) section 73 of the Act of 1947 (which provisions relate to the disability of a member of a local authority from voting on account of interest in any contract or proposed contract or other matter which is the subject of consideration by the local authority); and

(*b*) section 337 of the Act of 1947 (which relates to the protection of individual members of a local authority); PART VII —*cont.*

shall with any necessary modifications apply to the governing body and the governors as they apply to a local authority and the individual members thereof.

Application of section 101 of Act of 1947 to governing body.

43. Section 101 of the Act of 1947 (which relates to the prohibition against a member of a local authority being appointed an officer of the authority) shall extend and apply to the governing body as if the governing body were a local authority.

Power to pay allowances to governors.

44. The governing body may pay allowances in respect of travelling and other personal expenses necessarily incurred and time necessarily lost from ordinary employment by governors in attending meetings of the governing body or of any committee thereof or in representing the governing body at any conference or in acting as a member of a deputation appointed by the governing body provided that the allowances shall be at rates not exceeding those specified in regulations made by the Secretary of State under the Local Government Act 1948 and shall be subject to the conditions applicable to members of town councils in Scotland.

Application of section 130 of Local Government Act 1948 to governing body.

45. Section 130 of the Local Government Act 1948 (which relates to insurance by local authorities against accidents to members) shall extend and apply to the governing body as if the governing body were a local authority.

Saving for regulations etc. of board of management.

46. All regulations or standing orders for the regulation or management of the college made by the board of management and in force immediately before the appointed day shall remain in force unless and until such regulations or standing orders have been altered amended superseded or revoked by regulations or standing orders made by the governing body.

Saving for agreements deeds actions etc.

47. Subject to the provisions of this Order all agreements awards contracts deeds and other instruments and all actions and proceedings and causes of action or proceedings which immediately before the appointed day were existing or pending in favour of or against the Corporation as governors of the college or the board of management shall continue and may be carried into effect enforced and prosecuted by or in favour of or against the governing body to the same extent and in like manner as if the governing body instead of the Corporation as governors of the college or the board of management as the case may be had been party to or interested in the same respectively.

Amendment of section 41 of Edinburgh Corporation Order 1933.

48. Section 41 (Definitions for Part of Order relating to superannuation) of the Edinburgh Corporation Order 1933 (as set out in section 22 (Definition of Corporation for purposes of superannuation scheme) of the Edinburgh Corporation Order 1937) shall be read and have effect as if in the definition of " the Corporation " in the said section there were omitted therefrom the words " the board of management of the Edinburgh College of Art " and the words " board of management " wherever occurring.

PART VII —*cont.*

Saving for town and country planning.

49. This Order shall be deemed to be an enactment passed before and in force at the passing of the Town and Country Planning (Scotland) Act 1947 for the purposes of subsection (4) of section 11 and subsection (1) of section 112 of that Act.

Costs of Order.

50. All costs charges and expenses of and incidental to preparing for obtaining and confirming this Order and otherwise in relation thereto shall be paid by the governing body and if paid out of capital or the proceeds of a loan shall be repaid out of revenue during a period not exceeding five years after the date of the passing of the Act confirming this Order.

SCHEDULES

FIRST SCHEDULE

ADMINISTRATIVE ARRANGEMENTS AND PROCEEDINGS

Chairman.

1. The governing body shall annually elect a chairman (and also if they so determine a vice-chairman) at the first ordinary meeting held by them in each year or at an ordinary meeting held at such time thereafter as they may determine In the absence of the chairman or vice-chairman (if any) from any meeting a chairman of such meeting shall be chosen from among the governors present The chairman and the vice-chairman (if any) shall respectively be eligible for re-election:

Provided that a person shall not be elected to the office of either chairman or vice-chairman on more than six successive occasions.

Meetings.

2. The governing body shall hold at least three ordinary meetings in the year at such places and times as they may from time to time determine Notice of every meeting shall be delivered or sent by post to each governor by the secretary four days or such other period as the governing body may appoint before the meeting.

Voting at meetings.

3.—(1) At meetings of the governing body all questions shall be determined by a majority of those present In the case of equality of votes at any meeting the chairman of such meeting shall give a casting vote except in respect of—

(*a*) the election of a governor to be a member of any committee or sub-committee; or

(*b*) the election of the chairman or vice-chairman;

when the meeting shall determine by lot which of the persons for whom an equal number of votes is given shall be appointed or elected as the case may be.

(2) At meetings of the lord provost and the appointed governors—

(*a*) the lord provost shall preside or in his absence a chairman shall be chosen from among the governors present;

(*b*) all questions shall be determined by a majority of those present In the case of equality of votes at any such meeting the chairman of such meeting shall give a casting vote except in respect of the co-option of a co-opted governor when the meeting shall determine by lot which of the persons to whom an equal number of votes is given shall be co-opted.

Special meetings.

4. The chairman or any five of the governors may for any cause which seems to him or them sufficient require the secretary at any time to summon a special meeting by a notice in writing delivered or sent by post to each of the governors which shall specify the business to be brought before the meeting and it shall not be competent to transact any other business thereat:

Provided that if any such meeting is summoned at shorter notice than that required for any ordinary meeting a resolution or motion

1ST SCH. —*cont.*

carried thereat shall not take effect unless it is voted for by a majority of the whole governors then in office or is confirmed by a subsequent meeting of which not less than four days' notice is given.

Quorum.

5. At all meetings of the governing body nine shall be a quorum.

Adjournment of meeting.

6. If at the time appointed for a meeting a sufficient number of governors to form a quorum be not present the governors present may or if the business at any meeting be not completed the governors present shall adjourn the meeting to such day or time as they may fix of which notice shall be given in such manner as the governing body may from time to time appoint.

Committees of governors.

7.—(1) The governing body may from time to time appoint committees and conveners of such committees and may commit to such committees all such powers and give all such instructions as may appear expedient and may fix the quorum of every such committee:

Provided that the following shall be excluded from the delegation to any committee appointed by the governing body (that is to say):—

(*a*) the powers conferred on the governing body by section 31 (Capital expenditure) of this Order;

(*b*) the incurring of any expenditure not provided for in the annual estimates of the governing body unless and until such expenditure is reported to and approved of by the governing body in the form of a supplementary estimate provided that in the case of urgency such expenditure where passed by a committee may be incurred on the authorisation of the chairman and subject to report to the governing body;

(*c*) the enactment alteration or revocation of any regulations or standing orders;

(*d*) the power to fix or revise fees; and

(*e*) the appointment suspension or dismissal of the principal of the college the vice-principal heads of schools secretary or treasurer or secretary and treasurer.

(2) Any committee appointed by the governing body under sub-paragraph (1) of this paragraph may include persons (not being members of the staff of the college) other than governors.

Business arrangements.

8. The governing body may from time to time make such arrangements as they think fit for the custody of all deeds and other documents belonging to the governing body for the deposit of money and for drawing cheques provided that all cheques shall be signed by not less than one governor and the treasurer or other officer of the governing body appointed for the purpose.

Minute book.

9. The governing body shall keep a minute book and minutes of all their proceedings shall be entered therein.

Execution of deeds.

10. All deeds and other writings sealed with the common seal of the governing body and signed by two of the governors and the secretary shall be held to be validly executed on behalf of the governing body whether attested by witnesses or not.

1ST SCH. —*cont.*

Power to make regulations etc.

11.—(1) The governing body may make such regulations or standing orders as they may think fit for the regulation of their affairs or the management of the college in so far as the same are not inconsistent with the provisions of this Order and may alter or repeal the same provided that such regulations or standing orders shall be approved altered or repealed by a resolution carried at a meeting of which notice is given as herein provided and affirmed at a meeting held with notice as aforesaid not less than fourteen days thereafter.

(2) Without prejudice to the generality of the last foregoing paragraph the governing body may by such regulations or standing orders provide for the closure of debate and for the suspension by resolution of the governing body for the remainder of the sitting of any governor disregarding the authority of the chairman of any meeting or being guilty of obstruction or offensive conduct at any meeting.

Financial year.

12. The financial year of the governing body shall be the year commencing on the first day of August and ending on the thirty-first day of July in the year following.

Revision of schedule.

13. (*a*) The Secretary of State may from time to time at the request of the governing body by order make such additions to or alterations in this schedule as may be found necessary or desirable.

(*b*) The power to make orders conferred on the Secretary of State by this paragraph of this schedule shall be exercisable by statutory instrument which shall be subject to annulment in pursuance of a resolution of either House of Parliament.

(*c*) Any such order may be amended or revoked by a subsequent order made in like manner and subject to the like conditions.

SECOND SCHEDULE

HERITABLE SUBJECTS VESTED IN THE GOVERNING BODY UNDER THE PROVISIONS OF THIS ORDER

PART I

1. The area of ground at Lauriston Place Graham Street Keir Street and Wemyss Terrace Edinburgh delineated and coloured pink on the plan signed by Baron Greenhill of Townhead the chairman of the commissioners to whom this Order was referred together with the buildings of the college erected thereon.

2. Hostel and club and warden's residence at 50 and 52 Lauriston Place Edinburgh.

3. Studio and dwellinghouse (second flat) 3 Graham Street Edinburgh.

4. Studio (street flat and basement) 11 Graham Street Edinburgh.

5. Dwellinghouse 13 Graham Street Edinburgh.

2ND SCH. —*cont.*

6. Dwellinghouse 13A Graham Street Edinburgh.

7. Three dwellinghouses 15 Graham Street Edinburgh.

8. Studios and store (ground and basement flat) 17 Graham Street Edinburgh.

PART II

9. Shops and office 54 Lauriston Place Edinburgh.

10. Dwellinghouse 56 Lauriston Place Edinburgh.

11. Dwellinghouse 60 Lauriston Place Edinburgh.

12. Studio and shop 70 and 72 Lauriston Place Edinburgh.

THIRD SCHEDULE

ENDOWMENTS VESTED IN THE GOVERNING BODY UNDER THE PROVISIONS OF THIS ORDER

PART I

Architectural Bursary Fund—

£2,430 18 10	2½ per cent. Treasury Stock.
1,233 19 2	Loan to Edinburgh Corporation Loans Fund.

Clason-Harvie Bursary Fund—

£1,859 4 11	Loan to Edinburgh Corporation Loans Fund.

Dowell Bursary Fund—

£465 17 10	Loan to Edinburgh Corporation Loans Fund.

Nancy R. Henderson Prize Fund—

£42 8 3	Loan to Edinburgh Corporation Loans Fund.

Sir Robert Kirk Inches Bursary Fund—

£878 6 5	Loan to Edinburgh Corporation Loans Fund.

PART II

Andrew Grant Bequest—

£13,600 0 0	3½ per cent. Conversion Stock.
990 0 0	do.
500 0 0	do.
1,400 0 0	do.
100 0 0	do.
2,310 10 0	do.
1,122 5 3	do.
7,267 4 9	do.
31,500 0 0	do.
10,314 0 0	3½ per cent. War Loan 1929-52.

Edinburgh College of Art Order Confirmation Act, 1959

7 & 8 ELIZ. 2 **Ch. xxxiv**

ARRANGEMENT OF SECTIONS

Section

1. Confirmation of Order in schedule.
2. Short title.

SCHEDULE

EDINBURGH COLLEGE OF ART

PART I

PRELIMINARY

1. Short title.
2. Commencement of Order.
3. Interpretation.

PART II

CONSTITUTION OF GOVERNING BODY

4. Incorporation of governing body etc.
5. Composition of governing body.
6. Appointment of appointed governors.
7. Co-opted governors.
8. Period of office etc. of governors.
9. Resignations disqualifications etc.
10. Casual vacancies.
11. Reappointment etc.
12. Proceedings not to be invalidated by failure etc. to appoint governors.
13. Administrative arrangements and proceedings of governing body.
14. Constitution of governing body may be altered by Secretary of State.

PART III

OFFICERS AND SERVANTS

Section
15. Saving for existing staff of college.
16. Appointment of principal and teaching and other staff.
17. Superannuation.

PART IV

TRANSFER AND VESTING OF PROPERTY

18. Transfer of property to governing body.
19. Right of pre-emption etc. to Corporation.

PART V

POWERS AND DUTIES OF GOVERNING BODY

20. Maintenance of college.
21. Power to charge fees.
22. Arrangements for interchange of pupils.
23. Co-operation with other institutions etc.
24. Management of college.
25. Recreational facilities.
26. Award of diplomas etc.
27. Students' representative council.
28. Amalgamation and application of certain endowments.
29. Andrew Grant bequest.
30. Additional donations etc.

PART VI

FINANCIAL ARRANGEMENTS

31. Capital expenditure.
32. Temporary borrowing.
33. Saving for control on borrowing.
34. As to money advanced to Corporation as governors of college.
35. Powers of investment.
36. Accounts.
37. Audit.

PART VII

MISCELLANEOUS

38. Saving for holders of bursaries etc.
39. Discharge of existing governors etc.
40. Liabilities of existing governors.

Section

41. Legacies not to lapse.
42. Disability of governor voting on account of interest in contract etc.
43. Application of section 101 of Act of 1947 to governing body.
44. Power to pay allowances to governors.
45. Application of section 130 of Local Government Act 1948 to governing body.
46. Saving for regulations etc. of board of management.
47. Saving for agreements deeds actions etc.
48. Amendment of section 41 of Edinburgh Corporation Order 1933.
49. Saving for town and country planning.
50. Costs of Order.

SCHEDULES:

First Schedule—Administrative arrangements and proceedings.

Second Schedule—Heritable subjects vested in the governing body under the provisions of this Order.

Third Schedule—Endowments vested in the governing body under the provisions of this Order.

3RD SCH. —*cont.*

£350	0	0	3½ per cent. War Stock.
153	13	4	do.
500	0	0	do.
2,400	0	0	3½ per cent. War Loan.
7,096	18	7	2½ per cent. Treasury Stock.
4,175	5	9	do.
2,000	0	0	3 per cent. Savings Bonds 1960-70.
7,572	10	6	2½ per cent. Consolidated Stock.
4,000	0	0	3 per cent. Treasury Stock.
2,000	0	0	Government of Commonwealth of Australia 3 per cent. Stock 1972-74.
5,000	0	0	Do. 3½ per cent. Stock 1961-66.
1,000	0	0	Derby Corporation 3½ per cent. Redeemable Stock 1960-70.
1,340	0	0	Glasgow Corporation 3½ per cent. Irredeemable Stock.
6,000	0	0	3 per cent. London County Consolidated Stock.
1,000	0	0	Metropolitan Water Board " B " Stock.
1,000	0	0	Reading Corporation 3½ per cent. Redeemable Stock 1960-70.
36,500	0	0	Dundee Corporation 3½ per cent. Redeemable Stock 1953-63.
307,316	11	0	Loan to Edinburgh Corporation Loans Fund.

Table of Statutes referred to in this Act

Short title	Session and chapter
Trusts (Scotland) Act 1921	11 & 12 Geo. 5 c. 58.
Private Legislation Procedure (Scotland) Act 1936	26 Geo. 5 & 1 Edw. 8 c. 52.
Borrowing (Control and Guarantees) Act 1946	9 & 10 Geo. 6 c. 58.
Local Government (Scotland) Act 1947 ...	10 & 11 Geo. 6 c. 43.
Town and Country Planning (Scotland) Act 1947	10 & 11 Geo. 6 c. 53.
Local Government Act 1948	11 & 12 Geo. 6 c. 26.
Companies Act 1948	11 & 12 Geo. 6 c. 38.

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