

M10. Probation, suspension and termination of Membership

Initial probation for new Members

1. An **initial probationary period** of 12 months shall apply to **all newly admitted Members**, who shall:
 - take steps to ensure that all of their staff and other representatives who may wish to participate in the IHE community have read and agree to uphold the Code of Conduct;
and
 - engage constructively with IHE in addressing any risk or concern identified through the membership application process;
and
 - not be eligible for appointment to any governance or community role within IHE without the express approval of the Board, who may require some additional element of due diligence before any consideration of such an appointment.
2. The Board may **extend** this probation by up to 6 months if at the end of the initial period:
 - the Member is undergoing a regulatory or quality assurance process whose outcome will not be known for a number of months still;
or
 - particular risks or concerns are identified during the course of this first year that the Board determines to be necessary to monitor and keep under review;
or
 - there is insufficient evidence or track record of engagement with IHE for the Board to have full confidence that the Member will uphold the Code of Conduct and other Conditions of Membership.

Probation and investigation of concerns in current Members

3. The Board may place a **current Member** on **investigatory probation** for up to 6 months in the event that:
 - IHE receives a credible complaint or concern about the Member;
or
 - IHE receives evidence from a credible source of a prima facie breach by the Member of the Code of Conduct or another Condition of Membership;
and
 - the Chief Executive determines that there is a need to investigate further in order to assess whether or not a breach has taken place.
4. Sources of evidence for concerns and complaints that are likely to be considered sufficiently **credible** for IHE to investigate include (non-exhaustively):
 - reporting by recognised local, national or international media
 - whistleblowing by current or former staff, students or members of governing bodies
 - UK government departments, ministers and officials, devolved national and regional governments, Mayors, councils and other local authorities

- statutory regulators and other non-departmental public bodies
- professional, statutory and regulatory bodies for particular industries and occupations
- IHE Members, Board and Committee Members, consultants and staff
- UK universities, further education colleges, state and independent schools, and their umbrella organisations

5. **Members on investigatory probation shall:**

- supply IHE (or their independent investigator) with any information and supporting evidence deemed necessary in order to assess whether the Member is in breach of the Code of Conduct or other Conditions of Membership, and according to any timetable that IHE may reasonably specify;
and
- upon request make any individual member of staff, students, the governing body or shareholders available for interview by IHE (or their independent investigator) in the course of an investigation into a potential breach;
and
- make the necessary arrangements for IHE (or their independent investigator) to speak with and receive information and supporting evidence from awarding organisations, validating universities and other business partners, where it is relevant to the investigation of the alleged breach;
and
- bear the cost of any reasonable expenses incurred by IHE for the execution of the investigation, including but not limited to the cost of engaging an independent investigator, and expenses related to any onsite visit the investigator deems to be necessary;
and
- not be eligible for appointment to any governance or community role within IHE without the express approval of the Board, who may require some additional element of due diligence before any consideration of such an appointment;
and
- not be eligible for any IHE Award, and at the discretion of the Chief Executive and Chair of the Board, may be temporarily removed from any IHE publication or promotional material.

6.

The Board may **extend** any period of investigatory probation by a further 6 or 12 months where it determines that a risk to quality and standards or the Code of Conduct remains, or that more time is needed to complete an investigation.

7. The Board may bring any period of investigatory probation to an early **conclusion** where it determines that no further investigation or monitoring is required and it is satisfied that the risk of any breach of the Code of Conduct or other Condition of Membership is low.

8. If the Member on investigatory probation is not willing to comply with the above paragraph 5, they may give formal written notice of resignation of Membership to the Chief Executive. The termination of their Membership will be immediate and all rights and responsibilities shall align with those in paragraph 18 of this regulation M10.

Suspension of Membership

9. The Board (or the Chair of the Board acting on its behalf) may **suspend** the Membership of a Member with immediate effect pending the outcome of any investigation where the complaint or other evidence of a breach of the Code of Conduct or other Condition of Membership is deemed to be sufficiently serious as to
- bring IHE and its Members into disrepute by association with the Member,
or
 - put the safety and wellbeing of IHE staff or other members of the IHE community at risk through the Member's continued participation.
10. The Board may **suspend** the Membership of any Member which falls in arrears in the payment of all or any part of its subscription or other dues to the Association by 30 or more days. The period of arrears is calculated from the date of invoice.
11. The Board may Suspend the Membership of any Member which fails to return a completed Annual Declaration by the deadline specified in regulation M7, paragraph 7.
12. Members whose Membership is currently suspended shall:
- not have the right to be listed on IHE's member directory (on the IHE website or elsewhere) or otherwise to be publicly recognised as a Member;
and
 - not have the right to attend IHE networks, forums or other member-only events;
and
 - refrain with immediate effect from stating or implying any connection to IHE and remove all references, logos etc, including IHE Awards from websites, publications and documents as soon as is reasonably practicable;
and
 - be permitted to attend IHE's public events only at the discretion of the Chief Executive, but shall be entitled to a refund of any ticket purchased for an event from which they are excluded;
and
 - be permitted to use the members area of the IHE website or any other member-only resource only at the discretion of the Chief Executive;
and
 - not have the right to any refund of membership subscription fees already paid for the period of suspension;
and
 - be subject to all other provisions that apply to a Member on probation.

Investigation outcomes and termination of Membership

13. The outcome of a completed investigation will be reported with recommendations for action to the Board at its next meeting. Where the Board **determines** that the Member has breached the Code of Conduct or any other Condition of Membership, it may:
- **terminate** the Membership of the Member with immediate effect;
or

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- require a number of specified **remedial actions** that the Member must carry out within a specified time period to avoid termination of its Membership, and may suspend its Membership during this period;
or
 - conclude that sufficient remedial actions have already been taken by the Member, where provided with clear evidence to support this conclusion, and **lift the probation** and/or **suspension** of its Membership.
14. Where the report of an investigation recommends **termination** of its Membership, the Member will be given the opportunity to **address the Board** to respond to the evidence of the report. The Member shall be given at least 14 days' notice in writing of the meeting of the Board and may address the Board for not more than ten minutes and answer any questions that members of the Board may wish to ask but shall then withdraw from the meeting.
15. Where a complaint or investigation concerns a Member represented by a **Member of the Board**, the Board Member:
- shall not receive any confidential information or other details relating to the complaint or investigation except where this is disclosed under the provisions giving the Member an opportunity to respond;
and
 - shall leave any meeting at which a paper is presented or a discussion is held relating to the complaint or investigation, for the duration of this presentation or discussions;
and
 - shall be excluded from voting on the matter.
16. The Board may terminate the Membership of a Member that falls in **serious arrears** in the payment of all or any part of its subscription or other dues to IHE, and may do so with immediate effect, provided that the Member shall be given at least 14 days' notice in writing of the meeting of the Board at which this decision may be taken, so as to allow it a final opportunity to settle its debts.

Automatic termination of Membership

17. A Member shall **automatically cease** to be a Member if:
- being a company, or controlled by a company, it
 - has a proposal for a Voluntary Arrangement for a composition of debts or scheme or arrangement approved in accordance with the Insolvency Act 1986;
or
 - has an application made under the Insolvency Act 1986 to the Court for an appointment of an Administrator;
or
 - has a winding up order made or a Resolution for voluntary winding up passed or a provisional Liquidator, Receiver or Manager of the business or undertaking duly appointed;
or

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- has an administrative Receiver as defined in the Insolvency Act 1986 appointed or possession taken by or on behalf of the holders of any debentures secured by a floating charge of any property comprised in or subject to the floating charge;
or
- if its name be struck off the Register of Companies;

- or*
- being an individual, he or she
 - becomes bankrupt;
or
 - makes a composition or arrangement with his or her creditors;

provided, however, that the Board in its discretion may in such circumstances defer the cancellation of membership, for a period of up to 12 months, at the end of which the Board shall review the matter and either notify the Member that Membership is no longer in question or implement the termination. Such deferral may be made retrospective to the date of the event which triggered the termination which the Board is exercising its discretion to defer.

18. A Member whose Membership is **terminated** shall:

- lose all of the benefits, rights and privileges of Membership with immediate effect;
and
- refrain with immediate effect from stating or implying any connection to IHE and remove all references, logos etc, including IHE Awards from websites, publications and documents as soon as is reasonably practicable;
and
- not have the right to any refund of membership subscription fees already paid for the current membership year, and shall remain liable for any subscription fees already incurred but not yet paid.

19. The Board may at its sole discretion exceptionally agree to a pro rata refund of membership subscription fees already paid in the event of the termination of Membership.

Voluntary withdrawal from Membership

20. A Member may **voluntarily withdraw** from Membership by giving formal written notice of resignation to the Chief Executive to take effect at the end of any subscription year, provided that such notice is given not less than two calendar months before the end of that year. In the event of such length of notice not being given the Member shall be liable for the appropriate subscription for the following subscription year, but shall be permitted to retain the benefits, rights and privileges of Membership for the same period.