

**SOAS, UNIVERSITY OF LONDON**

**THE BOARD OF TRUSTEES (BoT)**

**Friday 27<sup>th</sup> November 2015**

**OPEN MINUTES**

**SOAS, Room 116, College Buildings, Thornhaugh Street, London, WC1H 0XG**

Dr T Miller (Chairman)  
Mr G Dalal (Honorary Treasurer)  
Sir M Harris (Vice-Chair)  
Baroness V Amos (Director)  
Professor R Black (Pro Director)  
Professor N Rao (Pro Director)

Mr K Adjepong-Boateng  
Dr T Barton  
Mr T King  
Ms R Mortuza  
Professor D Mosse  
Professor C Oughton

Mr J Robinson  
Mr D Skinner  
Ms H Slydel  
Mr S Tinton  
Mr N Uddin

In attendance: Mr G Appleby (Director of Finance & Planning)  
Mr P Doyle (Director of Human Resources)  
Ms Laura Gibbs (Registrar)  
Ms S Green (Minutes)  
Dr C Ince (Secretary)  
Professor M Craven (Dean, Law & Social Sciences)  
Professor L Marten (Dean, Languages & Cultures)  
Professor G Singh (Dean, Arts & Humanities)

Apologies: Lord Williams of Baglan  
Mr A Popham  
Ms R Mortuza

**11. Minutes**

The Chair welcomed the Board to the second meeting of the Academic Year.

The Board approved the minutes of the last meeting, 9<sup>th</sup> November 2015 subject to the following amendments, in bold:

“Whilst there was some concern over the proposed Programme Board and the timeline for the work, the Board of Trustees as a whole acknowledged that doing nothing was not an option. It also noted that although the finer detail of all the plans had yet to be worked through, the intention of the programme was to ensure that there was a cohesive attempt to address the serious issues of academic governance and structures as well as the financial situation. **Two members of Board had requested that the Board voted on whether to implement the Sustainability Programme Board, as they felt that there was dissent within the School on the issue of trust, sustainability and the programme of change.**”

**The two members proposed deferment of the Sustainability Programme Board. However, the Board as a whole did not agree to the deferment.”**

The apologies for the meeting were also **noted**.

#### **12. Conflicts of Interest**

There were no conflicts reported.

#### **13. Actions Taken**

Min 6 – Director’s Report (Student Recruitment, Decliner’s Survey, and Student Recruitment Data)

The Decliner’s Survey had been circulated to the Board of Trustees. And the Recruitment data would be incorporated into the Revised Budget. Actions completed.

Min 7 – Director’s Report: Convene Sustainability Programme Board. The first meeting of the Sustainability Programme Board had taken place. Action completed.

#### **14. Matters Arising / Matters for Report**

I. Ethics Framework

The Group would be meeting next week, and considering its Terms of Reference. The intention would be to draw up an overarching ethical statement, which would apply across the school. Procurement and related policies would be included in the scope along with other key areas such as research, gifts & donations and investments.

#### **15. The Director’s Report [Appendix A]**

The Board received the Director’s Report which had been circulated the day prior. Hard-copies of the Report were tabled.

The Director reported that the intention was to fully integrate the Student Experience across the school. She had undertaken meetings with staff and two meetings with students who all concurred with the idea to make improvements for students. Areas that had been identified as concerns and raised during discussions included, investment in IT, the website, cleanliness around campus, outsourcing, communications, the recent occupation, the Prevent strategy, the academic curriculum (mainly related to choices), and lastly the environment within the school.

The recent occupation had been ended, and the Director gave thanks to all the staff that had helped throughout and to those who helped to negotiate the settlement, including those within the Students’ Union

The Government’s Higher Education Green paper had recently been published, and an initial analysis undertaken. The Director would meet with staff and students to discuss the key issues and the School would respond to the consultation.

The Autumn Statement and any potential changes would be reported later on the agenda. Although it had not been confirmed yet, the expectation was a 17% reduction in teaching funding from BIS which would be a £370k reduction if applied to the School.

Concerns had been raised by students and staff that the Prevent legislation would increase monitoring on campus. A statement on Prevent had been issued. The Director had participated in panels discussing the impact of the legislation. The Director planned to have discussions with the Vice Chancellor of Kingston, who would be speaking to the Home Affairs Select Committee the following week.

## **16. The External Auditors Report and Management Letter [Appendix B]**

The Chair of the Audit Committee introduced this paper. It was noted that an updated version of the Report had been prepared since the Audit Committee. It was accepted this was a lengthy report, but the Audit Committee were confident that it contained “clean” opinions. There were no reported issues within the Financial Statements.

It was noted that the Auditors had commented favourably on the helpfulness and ease of working with the Finance Department to prepare the report, and ask that this was conveyed to the team.

Two issues of control had been raised. The first was whether SOAS complied with overseas tax regulations, when staff were working abroad and the Director of Finance & Planning was looking into this. The other issue reported was that credit card information was being held/disclosed in full internally in some departments, this procedure had been stopped immediately.

It was reported that plans were in place to bring in a travel certification application, and this was currently under development. This would aim to record details of staff that were working overseas and would be helpful should there be an emergency situation.

The Trustees asked for confirmation as to whether there was a policy in place for staff working outside of the UK, as although insurance was in place it needed to go further than this.

The Registrar confirmed that a Working Group had been convened looking at student placements overseas and this would give a comprehensive view on volatile areas and evacuation procedures.

**Action: The Registrar will report back on the progress and arrangements in place for Staff and Students working abroad at the July 2016 meeting.**

It was noted that the University of London already had a policy in place regarding staff leave and working abroad, and this may be useful to draw information from.

On the recommendation of the Chair of the Audit Committee, the Board **approved** the report for submission to HEFCE.

It was agreed that the Chair of the Audit Committee would check the summary of the internal auditors activity within the Report.

**Action: Chair of the Audit Committee to check the summary of the internal auditors within the report.**

## **17. The 2014/15 Annual Review & Financial Statements [Appendix C]**

On recommendation of the Resources and Planning Committee, the Board of Trustees were asked to approve both the future outlook and the financial statements.

The Director of Finance & Planning confirmed that the preparation of the Financial Statements complied with all the UK laws and regulations.

The underlying performance reinforced the need to get to a position where the School was operating in surplus. The target operating surplus was 5% of turnover, and currently the School was £3.2m short of this target.

One factor contributing to the decline in income was due to the fall in the number of diplomas and certificates from within the Language Centre, as there had been a steady decline in enrolments since the introduction of the £9,000 fee cap. Recent enrolments stood at 288 FTE as opposed to 427 FTE in 2010/11.

The Board **approved** the Financial Statements.

## **18. Key Performance Indicator Report (KPI Report) [Appendix D]**

The Board agreed that the KPI's overall needed significant revision to be in line with the future direction of the School and with the Sustainability strategy.

With regards to KPI 2 (Student Experience), the Board asked for this to be revised from Amber-green to Amber.

KPI 4 (Undergraduate Student Outcomes), the Board commented that this was significantly below the benchmark. The Pro-Director (Learning & Teaching) explained this was a composite measure of several indicators, including awarded degree honours, retention and progression and the student drop-out rate. It was **noted** that the national drop-out rate was 10% and SOAS was currently at 14%.

The School was working to improve the retention statistics, and the student experience overall. In its efforts to make improvements, external consultants had been engaged to input into the welcome week design and focus.

The Board expressed concern that KPI's 2, 4, and 5 (Graduate employability), appeared to be heading in the wrong direction. The new Head of Planning would be engaging with the Careers Department to look at ways to address issues with employability such as internships and looking at practical skills that graduates were expected to have in the workplace. It was felt that internships could potentially offer students opportunities for work based placements and to gain valuable experience.

Some positive KPI's identifying areas of strength needed to be included, and the Board agreed to look at these as one of the possible themes for the Informal meetings in either February or May 2016.

**Action: The Secretary to add KPI's to the list of themes to be discussed at the Board's informal meetings.**

Therefore, given the on-going work with sustainability within the School, it was agreed as a starting point that the KPI's would be revised in time for the next meeting of the Board.

**Action: A paper on KPI's to be brought to the April 2016 formal meeting of the Board.**

### **19. Annual Sustainability Assurance Report (ASSUR) 2014-15 [Appendix E]**

The Board **approved** the Report for submission to HEFCE.

### **20. The Report on the 2015-16 Revised Budgets [Appendix F]**

The Report on the Revised Budget outlined the changes in the budget since the Board approved the draft budget for 2015/16 in July 2015. The main change in the budget was the change to reflect actual recruitment in the current academic year. Since the last report, the School's financial position had deteriorated, and the previous projected deficit of 637k had been revised to a total deficit of £2.8m.

A decline in income/tuition fees was shown in table 2 in the paper. It reflected a disappointing recruitment to the PGT programmes, which had been flat lining for 3 years. It was noted that there had been issues for overseas students in obtaining visas, and that potentially short term finance options and support may need to be considered. The Director was in touch with the Foreign Office and Home Office and in discussion with UUK regarding this issue, especially the need for overseas students to be able to provide evidence of funds within their bank accounts sufficient to support them during their studies.

For undergraduate students a key consideration would be whether to extend unconditional offers based on a student's predicted A-level grades and actual GCSE grades, this would be revisited by the School.

There was a lengthy discussion relating to the marketing of SOAS, its unique position in the market and specialist courses, what the name SOAS meant and whether the academic merits of SOAS were well publicised. Investment in social networks was mentioned as one potential avenue for future consideration. One of the main considerations was that each guide or league table had different comparators for entry, and they were based on different data, and weighting. The Board noted that it was important to sell SOAS explaining what we do and emphasising the breadth of courses available. Opportunities for free advertising via broadcasts and news articles, such as when SOAS academics were asked to comment on world issues, should be exploited.

The Board **noted** the contents of the revised budget paper and **approved** the final budget for 2015/16.

### **21. The 2014/15 Annual Report of the Audit Committee [Appendix G]**

The Board of Trustees recognised that the substantial issue of governance and organisational structure at SOAS needed to be resolved, but this would take up to a year to achieve. With this in mind, the Board **approved** the Annual Report for submission to HEFCE.

## **22. Risk Overview [Appendix H]**

It was **noted** by the Board that the current sustainability programme was fundamental to the School. They requested for the Heat Map at Annex A to be shared with the Sustainability Programme Board.

**Action: The Secretary to share the Heat map with the Sustainability Programme Board.**

## **23. Annual Assurance Return [Appendix I]**

The Director of Finance and Planning commented explaining that this report was one of the standard reports for submission to HEFCE. Some of the terminology had been changed, but the contents were in line with previous reports.

The Board approved the the Director and the Chairmain of the Board to sign the return for submission to HEFCE.

## **24. The Board of Trustees Effectiveness Working Group [Appendix J]**

As Chair of this Working Group, the Vice-Chair reported on the progress that had been made. As part of the Democratise SOAS campaign, four main proposals had been put forward:

1. To re-constitute the Academic Board
2. To establish a Senate
3. To establish a staff-student forum
4. To improve the links between Executive Board and Academic Board

The main emphasis was to increase the academic input into academic policy making at all levels throughout the school. The reconstituted Academic Board would potentially be open to all Heads of Department, plus elected members. The Board noted the wish to increase responsibility and accountability between the Board of Trustees, Academic Board and Executive Board. A further report would be made to the Board at a later meeting.

## **25. Subcommittee Reports [Appendix K]**

The Board noted the contents of the reports and the Resources & Planning Committee minutes (Appendix K iii), which had been tabled.

## **16. Meetings of Governing Body**

The Board of Trustees **noted** the next formal meeting would be held on 22 April 2016 at 09.30am, to be held at College Buildings, SOAS.

The next informal meeting was to be held on the evening of 2nd February 2016, and all day the following day. The venue details would be confirmed in due course.

**SOAS, UNIVERSITY OF LONDON**

**GOVERNING BODY**

**Action Points 2014/15**

<b>Minute</b>	<b>Item</b>	<b>Action</b>	<b>Deadline For Report to GB</b>	<b>By</b>
41	KPIs	Update of KPIs	11/7/16	GA
81	Finance	Paper on options for Vernon Square	11/7/16	GA
91	Student Complaints Procedure	GB to see annual report on complaints and appeals	22/4/16	CI

<b>Minute</b>	<b>Item</b>	<b>Action points 2015/16</b>	<b>Deadline For Report to GB</b>	<b>By</b>
4	HE Green Paper	Review of academic items in annual plan	11/7/16	DJ
16	The external auditors management Report  (i)Students & Staff Working abroad)	The Registrar to report back to the Board on the arrangements in place	22/4/16	LG / CI
16	The external auditors management Report	Chair to check the summary section of the Audit Report	1/12/15	ST / CI
18	Key Performance Indicators	KPI's to be added to the list of themes to be discussed at the Board's informal meetings.	1/12/15	CI
18	Key Performance Indicators	Formal paper to the Board	11/7/16	GA / LG
22	Risk Overview	Risk Heat map to be provided to Sustainability Programme Board	04/01/16	CI