

**SOAS GOVERNING
BODY AGENDA**

Friday 25th April 2014 from 9.30-11.30 hours

PLEASE NOTE CHANGE OF VENUE:
MBI Al Jaber Conference Room, 21 Russell Square, WC1B 5EA

Items marked with an asterisk are formal business, not intended for discussion. If members wish to discuss any issues arising from these items they should inform the Secretary by 9am on Wednesday 23rd April 2014.

I	Conflicts of Interest	[Oral Update]
II	Minutes	
	To approve: The minutes of the meeting held on 28 th November 2013	[Attached]
III	Actions Taken MIN9 Risk Register – CI to bring SU educational priorities to GB MIN25 SU Annual Report – CI to circulate finalised accounts MIN28 H&S Policy – revised version presented for approval	
IV	Matters Arising / Matters for Report	
V	The Director's report Copies of the Director's report since the last meeting: 26 November 2013 02 January 2014 31 January 2014 28 February 2014 31 March 2014	[Appendix A] [i] [ii] [iii] [iv] [v]
VI	London Middle East Institute Articles of Association To note: A paper from the Director	[Appendix B]
VII	Governing Body Effectiveness Review To approve: A paper from the Acting Secretary	[Appendix C]
VIII	Student Union Educational and Strategic Priorities To note: A paper from the Acting Secretary	[Appendix D]
IX	HEFCE Annual Assessment of Institutional Risk To note	[Appendix E, Annexes A-B]

X	Health and Safety To approve: A paper from the Acting Secretary	[Appendix F]
XI	Finance To receive: The forecast financial out-turn 2013/14	[Appendix G, Annexes A-C]
XII	Sub-Committee Reports To receive: Minutes/reports from the following sub-committees: Academic Board Audit Committee Health & Safety Committee Resources & Planning Committee	[Appendix H] [i] [ii] [iii] [iv]
XIII	2014/15 Meeting Dates* To note: 2014/15 meeting dates for School Committees which have lay members	[Appendix I]
XIV	To note: Next meetings of Governing Body: Informal evening meeting of Governing Body: Wednesday 21 st May 2014 4-8pm (venue – SOAS, Brunei Suite) Next formal meeting: Monday 7 th July 2014 at 4pm – 6pm (<u>evening meal from 6pm – 9pm, venue – SOAS, Brunei Suite</u>) Full details of these events will be provided by the Secretariat Officer (sec-officer@soas.ac.uk)	



SOAS, UNIVERSITY OF LONDON

GOVERNING BODY

Thursday 28th November 2013

OPEN MINUTES

Dr T Miller (Chairman)
Ms E Wright (Vice-Chair)
Mr G Dalal (Honorary Treasurer)
Professor P Webley (Director)
Professor R Black (Pro Director)
Professor N Rao (Pro Director)

Professor Sir I Crewe
Mr D East
Ms L Edwards
Sir Graham Fry
Mr C Ilako
Ms R Mortuza
Professor D Mosse

Professor C Oughton
Mr A Popham
Mr J Robinson
Mr D Skinner
Mr S Tinton
Ms Z Weaver

In attendance: Mr G Appleby (Acting Registrar)
Professor M Craven (Dean of Law & Social Sciences)
Mr B Douglas (Acting Director of Finance & Planning)
Dr C Ince (Acting Secretary, Minutes)
Professor A Pauwels (Dean of Languages & Cultures)
Professor G Singh (Dean of Arts & Humanities)

Apologies: Mrs S Alier
Mr D Beaton (Registrar & Secretary)
Lord Williams

12. Welcome and Apologies

Governing Body **noted** the apologies.

13. Conflicts of Interest

There were no conflicts of interest stated.

14. Minutes

The minutes of the meeting on 30th September 2013 were **approved**.

15. Actions Taken

The Chair **reported** that all actions had been completed or were part of the papers on the agenda.

16. Matters Arising

(i) Chair's Action – Donations [Appendix A]

Governing Body **ratified** the actions taken by the Chair since the last meeting. These had been taken in accordance with the Finance Regulations, to accept receipt of two donations to the School.

17. Questions on the Director's Reports [Appendix B]

31st October & 26th November 2013

The Director **reported** on his two most recent reports to Governing Body. New issues to report included that the acting arrangements during the absence of the Registrar & Secretary had been extended until the end of March 2014. The sector had seen a reduction in the funding allocated to the National Scholarship Programme and this would see the School's allocation reduce from 90 to 45 and the value decrease from £3k to £2k. The national pay negotiations had not been able to make any progress and a strike was planned by the Trades Unions for 3 December.

Governing Body **discussed** the disbanding of the 1994 Group. The Group had fostered a number of productive collaborations as well as providing a useful lobbying vehicle on key sector issues. However, just prior to the planned re-launch, one of the members had decided to leave and a decision had been taken to disband the Group. It was likely that a new group would form following the REF outcome. The winding up of the 1994 Group did have some costs but these were less than the School's annual subscription so had no negative financial impact.

18. Governing Body Effectiveness [Appendix C]

The Chairman **reported** on the outline findings from the questionnaire that had been completed by members of Governing Body and the shorter questionnaire completed by sub-committee members. The proposal was that the Working Group be reconvened to consider the findings in more detail and bring proposals for discussion to the informal meeting of Governing Body in February. Formal proposals would then be considered at the April meeting of Governing Body.

Governing Body **agreed** that the questionnaire format for the review had not been as effective as desired, particularly for the sub-committees. Alternative methods would be considered for any future review including 1-1 meetings, small group discussions or independent professional input.

Governing Body **approved** the proposal to reconvene the Working Group.

19. Risk Register [Appendix D]

The Acting Secretary **reported** on the latest version of the School's risk register. This was reviewed each term by both the Audit Committee and the Executive Board. The institutional risk register was supported by sub-registers for each faculty and professional service directorate. The Chair of the Audit Committee **reported** that the Committee felt the system operated effectively with the key risks having been discussed at Governing Body. There was both a top-down and bottom-up approach within the methodology used.

Governing Body **noted** that although the Senate House North Block project was not listed as a separate risk at the institutional level it was covered within several of the other risks and in sub-registers, as well as having its own dedicated risk register. The Executive Board would be reviewing this risk register in detail later in the academic year and would consider

any changes to the institutional risks, the ratings of them and how the proposed actions impacted on the risk rating.

Governing Body **discussed** how risks relating to the student experience were reflected in the risk register. These were monitored across a number of committees and the Students' Union had its own list of strategic and educational priorities. Governing Body **agreed** that these would be presented for information to the next meeting.

20. Key Performance Indicators [Appendix E]

The Acting Director of Finance & Planning **reported** that the paper reflected the Key Performance Indicators as previously agreed by Governing Body, with minor amendments to reflect the changes in the Financial Strategy. Executive Board would be reviewing these later in the academic year before making recommendations to Governing Body on any revisions. These would be considered alongside any changes to the risk register.

21. The Annual Report for 2012/13 [Appendix F]

Governing Body **noted** the Annual Report for 2012/13. This had been produced as a shorter document than in previous years and in a new format so it could be tailored for different audiences.

22. Finance

Financial Statements [Appendix G]

External Auditors Executive Report & Management Letter [Appendix H]

Governing Body **considered** the Financial Statements along with the External Audit report and Management Letter. The papers had been discussed in detail at Audit Committee and Resources & Planning Committee and were recommended for approval. The Acting Director of Finance & Planning **reported** that the School had made a surplus of 1.1%, which was better than the last forecast position. The School had spent £6.6m on capital expenditure during the year and maintained a health balance in advance of the work on the Senate House North Block Project.

Governing Body **noted** the position on heritage assets and that going forward those over £20k would be included in the accounts. All the existing assets were catalogued and a general estimate made for insurance purposes. The School was also the custodian of a number of archives.

Governing Body **noted** that all the external audit recommendations from 2011/12 had been resolved and there were no areas of significant risk identified during the audit process.

Governing Body **approved** the Financial Statements for 2012/13 and the External Audit Report & Management Letter.

Revised budget for 2013/14 [Appendix I]

Governing Body **approved** the revised budget for 2013/14, which had been approved in outline at its meeting in July. The School was forecasting a deficit budget and this was primarily due to the additional funding allocated for accelerating investment in key areas to improve the services and processes for students and staff. This expenditure was being monitored by Resources & Planning Committee.

Financial Forecast 2013/14 to 2016/17 [Appendix J]

The Acting Director of Finance & Planning **reported** that the forecast had been revised in light of the outturn for 2012/13, the revised budget and the agreed faculty and directorate

plans. The forecast showed a 4.2% surplus by 2016/17 but this had challenging recruitment targets and the fee contingency had been increased from 2 to 3% to reflect this.

The paper contained a revised plan for the financing of the Senate House North Block Project, with a decrease in the overall borrowing but use of short-term finance during the disposal of Vernon Square. The new academic programmes discussed during the development of the business case were now incorporated in to faculty plans and expected recruitment to these would be known early in 2014.

Governing Body **approved** the forecast on the recommendation of Resources & Planning Committee, which had considered it in detail.

Annual Sustainability Assurance Report (ASSUR) for 2012/13 [Appendix K]

The Acting Director of Finance & Planning **reported** on the new ASSUR initiative by HEFCE. This was to ensure all institutions were considering issues of sustainability in a structured way and with a wider concept of sustainability than just financial matters. This was a pilot but it was anticipated it would be implemented across the sector for the next financial year with a prescribed list of performance indicators, some of which aligned with the School's KPIs.

Governing Body **approved** the School's return.

23. Faculty & Professional Services Plans [Appendix L]

Governing Body **noted** the Faculty and Professional Services plans, which had been approved by Resources & Planning Committee. It **approved** the related posts within the plans.

Governing Body **noted** that it would have a discussion on the School's marketing activity at its informal meeting in February 2014.

24. Audit Committee Annual Report [Appendix M]

The Chair of the Audit Committee **reported** on the Committee's Annual Report, which would be submitted to HEFCE along with the other financial and audit documents. The Report reflected the Committee's conclusions on the areas of assurance for which it was responsible. The Committee was reviewing the way it gained this assurance within its work and that undertaken by both internal and external audit.

Governing Body **approved** the Audit Committee's Annual Report and the School's Annual Value for Money Report and action plan.

25. Students' Union Annual Report and Financial Statements for 2012/13 [Appendix N]

Governing Body **noted** that although the Students' Union was a separate and independent organisation the Governing Body still retained some oversight responsibilities under the existing legislation. The Audit Committee was intending to review these responsibilities later in the year to ensure they were being fulfilled.

Governing Body **noted** that the accounts were not yet finalised so the final version would be circulated to members once this was completed. The internal auditors were planning to follow up on recommendations made following a review in 2011/12 and the Audit Committee would receive an update at its next meeting.

The Students' Union maintained a health financial reserve, with the biggest contribution coming from its retail outlet. It was using some of these funds to revamp its website and would look to contribute to any new or refurbished space identified for its usage, in particular after the opening of the Senate House North Block.

26. The London Middle Eastern Institute Annual Report and Financial Statements for 2012/13 [Appendix O]

The Director **reported** that the LMEI had moved from running at a deficit to a small surplus. It had recently received a £1m donation that had enabled it to move in to refurbished space in 21 Russell Square. It was suggested this space could be used for a future meeting of Governing Body.

27. Health & Safety Annual Report [Appendix P]

Governing Body **received** the Health & Safety Annual Report. The Committee was reviewing its Terms of Reference and these would come for approval later in the academic year. This would include a wider remit to reflect wellbeing issues such as sickness and stress. Governing Body **agreed** that the Committee should be discussing all safety matters including any relevant to outsourced workers, which should be reflected in future reports.

Governing Body **noted** that the School had existing procedures for students studying overseas but further work was taking place to improve compliance and the arrangements for researchers working alone.

28. Health & Safety Policy [Appendix Q]

Governing Body **agreed** that a number of revisions were required to the Policy and a revised version, including the safety manual, would be considered at its next meeting. The final version would be co-signed by the Director and the Chairman of Governing Body.

29. Sub-Committee Reports [Appendix R]

Governing Body **noted** the sub-committee reports.

30. Award of Emeritus Status

Governing Body **noted** the awards of emeritus status.

31. Dates of the Next Meetings of Governing Body

Governing Body **noted** that its next formal meeting would take place on 25 April 2014.

An informal Away Day would take place on 4 February and would be preceded by a dinner the evening before.

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**Action
Points
2013/14**

Minute	Item	Action	Deadline For Report	By
19	Risk Register	Bring SU educational priorities to Governing Body	25/4/14	CI
20	KPIs	EB to review KPIs and report back later in the year	7/7/14	BD
25	SU Annual Report	Circulation of finalised accounts	25/4/14	CI
28	H&S Policy	Revised version presented for approval	25/4/14	CI