ROLE OF A COMMITTEE MEMBER

Being a committee member is about much more than simply attending meetings, although that is a committee member’s first task. You should see it as an active not a passive role. Obviously you do need to attend meetings, but you also need to be aware of what decisions your committee is authorised to make, and to work with the other members of the committee to reach a consensus to enable business to move through the committee structure.

MEMBERSHIP AND TERMS OF REFERENCE

1. You need to be aware of who the other members of your committee are. Not everyone who attends the committee meetings will be a member of the committee. Full members of the committee are listed in the School Calendar. These are the only people who are able to vote on an issue in the unlikely event that a vote should be required. Occasionally a committee may agree to co-opt a member, in order to make use of their expertise. Co-opted members are treated in the same way as full members, but do not have the right to vote on matters of policy. Others present may be ‘in attendance’, there to offer advice when this is required, but are not members and cannot vote.

2. Details of the membership of the committee and its Terms of Reference should form part of the agenda of the committee’s first meeting of the academic session. It is essential that you are aware of the committee’s Terms of Reference. These describe what can be discussed at the meeting, the areas about which the committee has the authority to make decisions, and those for which it can only make recommendations to a higher level committee.

3. It is important to remember that, whatever the item under discussion, a committee is not empowered to discuss individuals, or individual cases, unless this is explicitly set out in the committee’s Terms of Reference (e.g. Promotions Committees). The School has a legal obligation to respect an individual’s right to confidentiality and privacy.

4. Once your membership of a committee has been confirmed, please check the date and venue of each of the meetings in the School Calendar. You will also find in the School Calendar diagrams showing the hierarchy of committees within the School. This will show you whether any committees report to your committee, and to which committee(s) your committee needs to report. All committees are ultimately responsible to Governing Body.

CONFLICT OF INTEREST

5. The School’s Standing Orders, which can be found at http://mercury.soas.ac.uk/directorate/policydocuments/SOASSadingOrders.pdf contain details of the Terms of Reference of all Committees and information about the School’s governance, state the following:

There is a general duty on all members of Governing Body and its Committees to disclose at the earliest practical opportunity any financial or other beneficial interests they or any close associate or any organisation in which they hold office of employment may have in any transaction and consideration between the University and a third party. The circumstances in which such a declaration is appropriate are when Governing Body or any of its Committees has business which is relevant to those interests or when in the course of the meeting the member becomes aware that they have or may have a financial or other beneficial interest in a specific item of business to be transacted.

The proper manner of indicating a conflict or potential conflict of interest is to inform the Clerk to the Governing Body in advance of the meeting or to draw it to the attention of the Chair of the meeting as the member becomes aware of a conflict during the course of discussion.

The non-disclosure of interest, if established as material to the business of Governing Body or its Committees, may lead to action by Governing Body including removal from office.
6. You should also think about the possible implications of these rules for internal conflicts of interest caused by sectional and personal considerations. For example it would be inappropriate for

   a) a committee member to take part in discussions of a contract or outsourcing arrangement if they, or one of their family, have an interest in a company that is one of the bidders, or
   b) a student member of a committee to take part in discussions concerning the nomination of external examiners for the programme on which they are a student.

In some circumstances the committee may decide that it would be desirable for the individual to withdraw from the meeting for that item.

AGENDA

7. All items on the agenda must be within the committee's Terms of Reference.

8. One category of items on the agenda will be ‘standing items’, so-called because they

   a) appear on every one of the agendas for a particular committee (the Director & Principal’s Report to Academic Board would be an example), or
   b) appear at particular times of the year (such as consideration of budgets)

9. Another group of items are those which are concerned with proposed changes to School strategy or policy, which therefore need to be considered and approved through the committee process.

10. A third category of items are those ad hoc issues which fall within the committee's Terms of Reference, and which are often put forward by committee members.

11. If you have an item which you would like put on to the agenda, you should contact the committee Secretary informally to check whether the item is within the Terms of Reference of the committee, and whether it can go forward to the next meeting of the committee. It might not always be possible to do this. Someone else may have already put forward a paper on the same issue for the next meeting, and the Secretary is likely to suggest that you contact that individual with a view to producing one paper for the committee to consider. Alternatively the Chair might wish to discuss the issue you are proposing at a future meeting, and may ask you to produce a paper for that meeting instead. Please remember that the Chair has the final say over what appears on the agenda.

Deadlines

12. In order that committee papers are produced on time, there are strict deadlines which must be met. Given that committee papers should be sent in order to allow committee members enough time to read through them before the meeting, and the Secretary will need time to organise and produce the agenda, the Secretary will generally need papers at least 3 weeks in advance of the meeting. The Chair and Secretary are responsible for setting a deadline which will allow the timely dispatch of papers. This means that, effectively, you need to start thinking about agenda items at least a month before a scheduled meeting.

Representation

13. You may be on the committee as an individual, or you may have been put forward by a group (for example as a Students’ Union representative or a representative of a Faculty). You need to remember that even if you represent a group, once on the committee you are there as an individual member, not as a delegate for the group. It is important that everyone has an opportunity to express their views, but at the end of the day the interests of the School as a whole should be paramount.

Open and reserved papers

14. You should receive an agenda and papers for each meeting several days before the meeting takes place and it is important to take the time to read them before you attend the meeting.
15. Depending on the nature of the items discussed by the committee, some committees may have two agendas - an open agenda and a reserved agenda (the latter should always be on yellow paper). As few items as possible will have been placed on a reserved agenda. Reserved items will normally be (as set out in Standing Orders Annex I.i) where matters under discussion are of a sensitive nature for reasons of protocol or commercial interest or because they relate to individual or identifiable staff or students. These provisions have to be interpreted in light of the Freedom of Information Act and related legislation such as the Data Protection Act, which now define the legal framework for rights of access to information held by the School.

16. Committee Secretaries will have taken into account of Freedom of Information factors when setting open and reserved agendas. Essentially, this involves:

- Identifying items which match certain categories, and placing them on the reserved agenda. These items should go on the reserved agenda because they would be likely to generate information that would be exempt if they were to be requested under Freedom of Information. The record of the discussion of these items should go in to reserved minutes.
- Placing all other items on the open agenda. The record of the discussion of these should appear in the open minutes.

17. Detailed guidance has been produced by the Data Management Officer on what types of items should go into open and reserved business: see ‘Freedom of Information and Data Protection: Guidance for Committee Servicing’ which can be found at [http://www.soas.ac.uk/about/index.cfm?navid=3252](http://www.soas.ac.uk/about/index.cfm?navid=3252).

18. It is essential that all committee members recognise that items which appear on a reserved agenda should be dealt with in the strictest confidence. It is possible that to reveal such information could in some circumstances be unlawful or lead to legal action.

19. If you do not understand something on the agenda you should contact the committee Secretary for advice.

**What the committee is being asked to do**

20. Items listed on the agenda will indicate how they are to be dealt with by the committee, so the committee may be asked to note/receive/consider/approve/recommend/endorse items. The following definitions may be of help to you:

- **To note**: to acknowledge information given. There is generally no need to discuss the item in question
- **To receive**: to formally receive the document or information. The committee is not being asked to make a decision
- **To consider**: to discuss the topic/document. The committee is not being asked to make a decision about it but is being asked for its views
- **To approve**: to discuss and reach a decision about something wholly within the committee’s remit
- **To recommend**: to discuss an issue and recommend action to another body
- **To endorse**: to support a decision made elsewhere

**Starred items**

21. Items which the committee is asked to note would not normally be discussed at the meeting. The Secretary may have put an asterisk by such items. In this case there should be a note at the top of the agenda stating that such items will not be discussed at the meeting unless the Chair is informed by 9am on the day before the meeting that you wish to discuss a particular item.

**To follow/tabled papers**

22. There may be items mentioned on the agenda that are marked ‘to follow’. This means that the paper will be sent to you in advance of the meeting but was not ready at the time the agenda was prepared and circulated. Please try to avoid this if you are preparing a paper for the committee. This is not good practice as the members will have only limited time to
consider your paper. You must ask permission from the Chair for the paper to be sent out after the agenda has been distributed.

23. There may also be items that are marked ‘to be tabled’. This means that you will not receive the item until the meeting itself. Again, it is not good practice to table papers, as committee members do not have an opportunity in advance of the meeting to consider the item. Committee members are strongly discouraged from tabling items, and this is only allowed with the express permission of the Chair.

Any other business
24. The last item on each agenda will be ‘Any Other Business’. Items should not be introduced here unless you have obtained permission from the Chair in advance of the meeting. Once again, committee members will not have had an opportunity to consider such items before the meeting, so limiting the effectiveness of any discussion. The Standing Orders of the School clearly state (Annex I.i) that ‘no business will be transacted at a meeting other than that specified in the agenda paper except for any matter of which the Chair has been advised in advance, which s/he considers urgent and which has arisen too late to be specified in the agenda. No papers may be tabled without the consent of the Chair.’

MEETINGS

Attendance/co-option
25. You are a named member of a committee, which means that if you are unable to attend the meeting you should not assume that you will automatically be able to send a substitute to attend on your behalf. You should make every effort to attend the meeting yourself, and inform the committee Secretary if you will not be attending.

26. Standing Orders (Annex I.v) states that Governing Body, Academic Board, Finance and General Purposes Committee, Quality Audit and Assurance Committee, Promotions Committees, Governing Body Membership Committee, Senior Staff Remuneration Committee and the Percival David Foundation Council have no powers of co-option or provision for alternates where members are absent.

27. For other committees,

a) with the committee’s approval, the Chair of each committee may agree that additional members of the committee may be co-opted, subject only to the provision that co-opted members may not vote at meetings where matters of policy are being determined;

b) with the agreement of the committee, the Chair may authorise an alternate to be present in place of an absent member of the committee.

However, do not be surprised if the Chair does not allow alternates to be present, as this can be very disruptive if those attending have not been involved in previous discussions of items on the agenda.

General
28. The Chair will usually take items on the agenda in the order in which they appear. The Chair may have a good reason to alter the order, and, if so, should explain the changed order of business to the committee. For example, the Chair may have asked someone from outside the committee to attend the meeting at a particular time to speak to an item on the agenda, so that item will need to be discussed when the individual arrives.

29. After consideration, the committee may make a decision about a particular item (if that was what it was asked to do) or it may decide that it is not ready to make a decision and defer consideration of the item to a future meeting. It may also refer an item to another committee for consideration.

30. The Chair is responsible for the flow of business through the meeting and determines when the committee should move onto the next item. If the Chair is about to move to the next item and you are not sure of what has been agreed about the item under discussion please ask for clarification.
31. While the Chair is there to lead to the meeting, it is important that you take responsibility for making the points that you feel are necessary. Comments should all be addressed to the Chair. This means that, even if you wish to comment directly on something said by another committee member, you should always address them through the Chair. However strongly you feel about something, your comments should always be made in a professional manner and, whatever the situation, personalities should not be brought into it. Please see Annex I.i of Standing Orders for further information on the procedures for the conduct of meetings. As mentioned earlier, while committees may talk about situations in general, they must not discuss individuals, or individual cases (except where it is specifically the business of the committee to do so).

32. Whilst it is the duty of the Chair to ensure that all members of the committee are able to contribute, it is equally the case that the business of all committees can only be properly conducted if the authority of the Chair is respected. Committee members are required to cooperate with the Chair to ensure the fair and effective transaction of business, and the observance of the courtesies of debate.

Extraordinary Meetings
33. Occasionally, it may be necessary to call an Extraordinary Meeting of the committee. Details of how this can be done are found in Annex I.i of Standing Orders. It is important to note that the purpose of an extraordinary meeting must be clearly stated when the request for it is made. The agenda for the meeting should only contain papers directly relevant to the issue(s) under discussion. The meeting is not asked to approve minutes, deal with matters arising, nor will ‘any other business’ be allowed.

MINUTES
34. Committee Secretaries are responsible for distributing hard copies of the minutes to committee members, and for ensuring that information is sent to the Data Management Officer, who then places it on the School website.

35. The following is School policy:

a) If the Committee meets more than once a term, the Secretary should wait until the minutes are approved at the following meeting before sending them in electronic form to the Data Management Officer. Minutes should be sent out in hard copy to committee members as soon as possible after the meeting.

b) If the committee meets once per term or less frequently, draft open minutes should be agreed by the Chair and then the Secretary should circulate them electronically to committee members for comment. Members should be given two weeks to respond. Any suggested amendments should be discussed with the Chair. The resulting draft minutes should be sent out in hard copy to committee members and in electronic form to the DMO. The minutes will need to be formally approved at the next meeting of the committee in the normal way. This gives members the opportunity to check the reporting of their comments before the draft minutes are made available widely within the School, given that this will take place before the committee has had a chance to approve the minutes at its next meeting.

36. A series of committee web pages has been created on the external website. These pages include password protected links to open minutes and agendas, which are only accessible to intranet users. They also include non-protected links to open minutes and agendas which are accessible to the public. Password protection is normally removed from minutes and agendas 12 months after the end of the term or summer period to which they relate, once the documents have been reviewed by the Data Management Officer.

37. Please read the minutes as soon as you receive them, as you need to inform the committee Secretary as soon as possible if you do not agree with any part of the minutes. You may only raise issues concerning the accuracy of the record. You cannot object to the minutes if you simply do not like what was agreed. You should then discuss with the Chair (usually through the committee Secretary) a revised form of words, and the matter should be raised when the minutes are approved at the start of the next meeting. Please note that the
Chair is responsible for deciding the final content of the minutes that go out to committee members for approval, and the Chair may not agree that a change is necessary.

38. At the meeting you may have been asked to take some action concerning matters on the agenda. The minutes and the Action Sheet, which should be attached to them, should act as a reminder to you of what you need to do. When you have carried out the required action please let the committee Secretary know, as he or she is required to keep a record of it. You may be asked to report back to the next meeting on what you have done. This will usually happen when 'Matters Arising' are discussed.

Jan Airey
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