



**SOAS**  
University of London

# **Constitutional Documents**

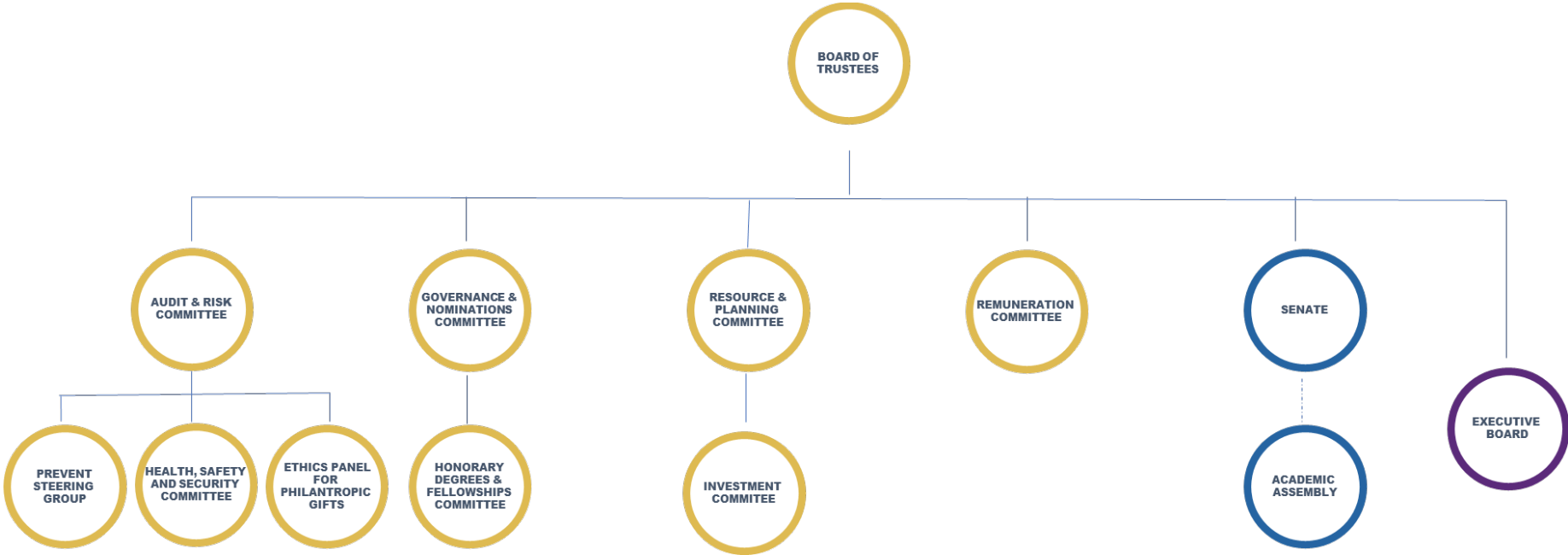
## **2022/23**

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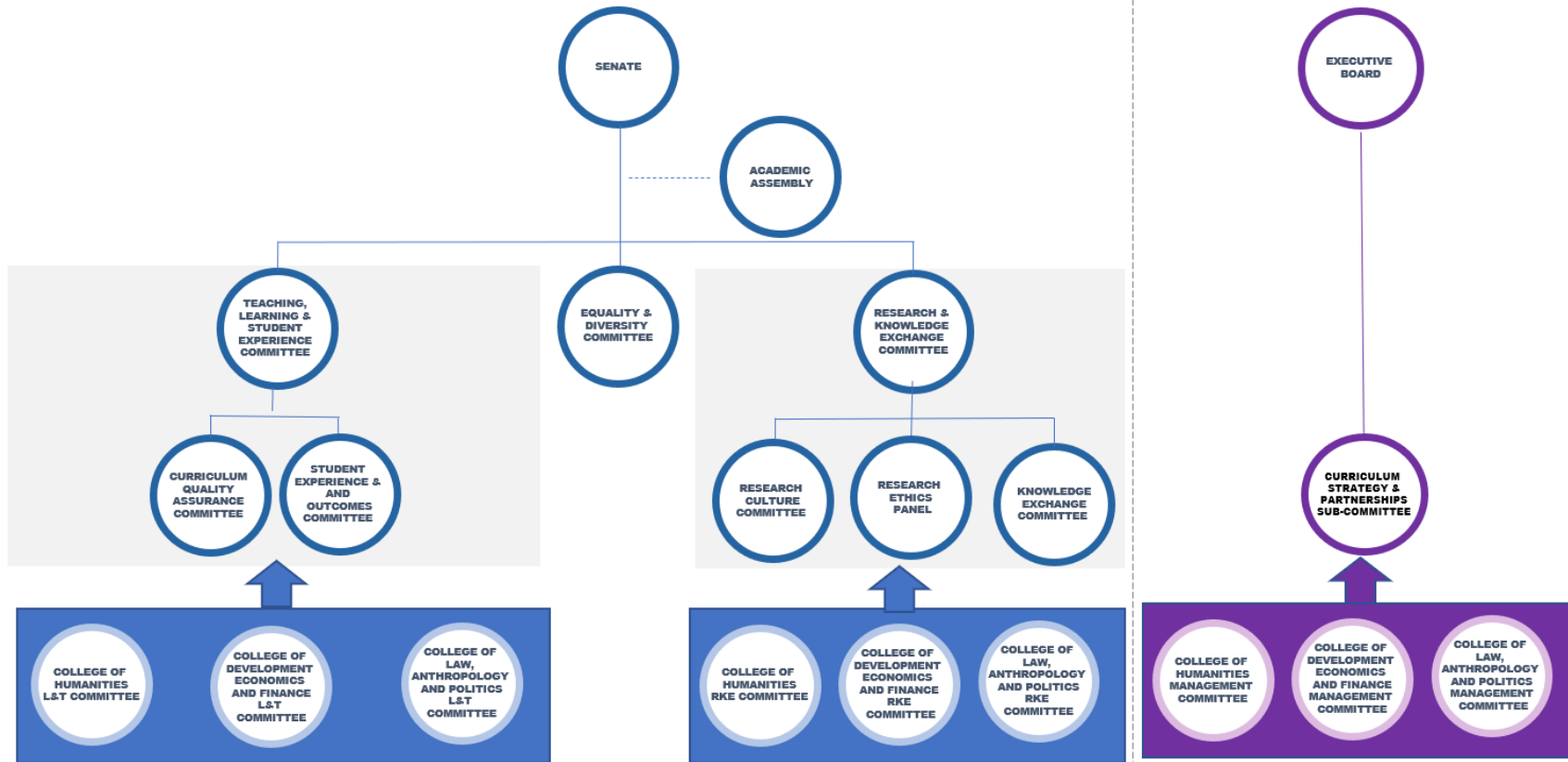
# SOAS University Governance



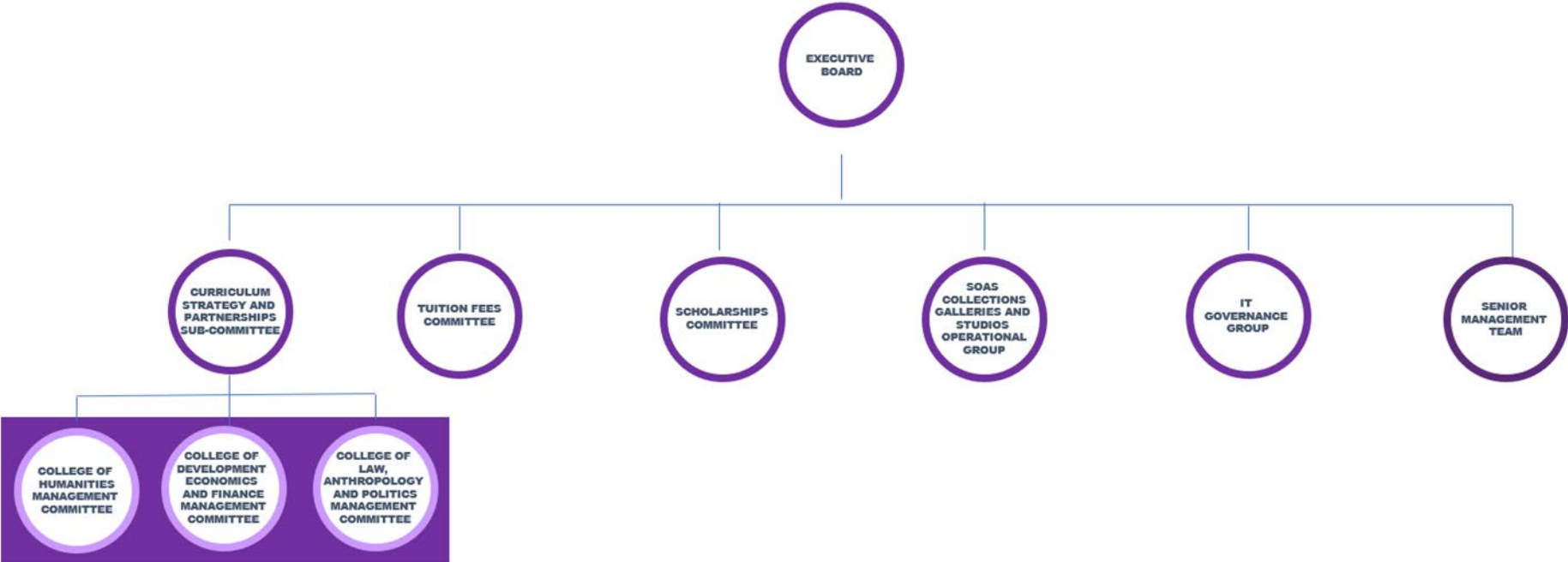
**KEY**

- UNIVERSITY GOVERNANCE
- ACADEMIC GOVERNANCE
- EXECUTIVE MANAGEMENT

# SOAS Academic Governance



# SOAS Executive Management Governance



# Part A

## Charter and Articles

# Charter of Incorporation and Articles

**George V** by the Grace of God of the United Kingdom of Great Britain and Ireland and of the British Dominions beyond the Seas, King, Defender of the Faith.

To all to whom these Presents shall come Greeting.

Whereas the Most Honourable Robert Offley Ashburton Marquess of Crewe, KG, lately one of Our Principal Secretaries of State has presented to Us in Our Council a humble Petition setting forth:

That by the London Institution (Transfer) Act, 1912, the premises and property (except as therein mentioned) of the London Institution for the Advancement of Literature and the Diffusion of Useful Knowledge were vested in Our Commissioners of Works with a view to the use thereof for the purpose of and in connection with a School of Oriental Studies, and it was provided that the said Commissioners of Works might transfer any property, other than real property, vested in them by that Act, on such conditions as they might think fit, to the Governing Body of the School of Oriental Studies upon the establishment of such a School. That the said Commissioners of Works propose to place at the disposal of the Board of Trustees of the School of Oriental Studies when constituted the premises and the property so transferred.

That our Government have signified their intention to apply to Parliament for a grant of money in aid of the adaptation of the premises for the purposes of a School of Oriental Studies in connection with the University of London and in aid of the maintenance of the School when constituted.

That the Petitioner is advised and believes that the incorporation of the said School under Our Royal Charter pending the reorganisation of the University of London in general accordance with the Report of Our Commissioners on University Education in London would be for the public advantage.

And most humbly praying Us in Our Council to grant Our Royal Charter for incorporating the Members for the time being of the Board of Trustees of the proposed School of Oriental Studies, with the name and title of 'The School of Oriental Studies, London Institution' and with such powers and privileges and in such manner in all respects as to Us in Our Council may seem fit.

And whereas We have taken the said Petition into Our Royal consideration and are mindful to accede thereto.



Now, therefore, know ye that We by virtue of Our Royal Prerogative and of all other powers enabling Us in that behalf do of Our special Grace certain Knowledge and mere Motion by these Presents for Us Our Heirs and Successors grant will direct and ordain as follows:

#### **ARTICLE I: Establishment Name and Incorporation of the School of Oriental and African Studies**

There shall be, and there is, hereby established with its principal seat in Greater London, including the City of London, a university with the name of "The School of Oriental and African Studies" (which may also be known as School of Oriental and African Studies or SOAS University of London), by which name the Members for the time being of the Board of Trustees hereinafter constituted shall be and are hereby created one body corporate with perpetual succession and a common seal, with full power and capacity to do all lawful acts of whatever nature including without limitation by and in such name to sue and be sued and to acquire, hold, grant and dispose of or otherwise deal with any land or personal property of any value, or any interest of whatever nature in any such land or any buildings on any such land or such property, and such School shall have the constitution and powers and be subject to the regulations in this Our Charter prescribed and contained, and which School is in this Our Charter referred to as "The School".

#### **ARTICLE II: Objects and Powers of the School**

1. The objects of the School shall be to be a centre of excellence in research and teaching relating to Asia, Africa and the Middle East, as expressed through a range of academic disciplines in the humanities and social sciences, and their interaction, and for such purpose:
  - (a) to further research and scholarship in the study of the societies and cultures of Asia, Africa and the Middle East;
  - (b) to teach and examine students for the award of degrees, diplomas and certificates;
  - (c) to accept a special commitment to language scholarship relating to Asia, Africa and the Middle East;
  - (d) to offer courses of instruction to persons interested in the languages and cultures of Asia, Africa and the Middle East.
2. Subject to the provisions of this Our Charter, the School shall have all powers necessary or desirable to do all acts, matters and things (whether or not incidental or conducive to the foregoing objects of the School) in order to further (whether directly or indirectly, and not otherwise) such foregoing objects.

#### **ARTICLE III: Visitor**

We reserve unto Ourselves, Our Heirs and Successors in Council to be the Visitor of the School or, on the representation of the Board of Trustees, to appoint by Order in Council a

Visitor of the School for such period as We, Our Heirs or Successors shall see fit, and his or her decision on matters within his or her jurisdiction shall be final.

#### **ARTICLE IV: Powers of the Board of Trustees**

1. Subject to the provisions of this Our Charter, the Board of Trustees shall have absolute power within the School with overall responsibility for the general supervision, direction and control of all aspects of the School. Such powers of the Board of Trustees shall include without limitation the following powers:
  - (a) to appoint the Members of the Board of Trustees specified in sub-clauses (a) and (b) of clause 1. of Article V and to remove such persons;
  - (b) to appoint and to remove the Director of the School;
  - (c) to appoint committees for the proper exercise and discharge of all or any of the Board of Trustees' powers and responsibilities;
  - (d) to approve the annual audited financial statements of the School and to consider the annual budget and financial forecasts;
  - (e) to ensure compliance by the School with all legislation (including without limitation all relevant Education Acts for the time being in force) and the Charter;
  - (f) to establish procedures for staff appointments (whether academic or otherwise), discipline and appeals;
  - (g) to approve the academic scope and academic structure of the School, and any changes to such scope or structure, after having received advice from the Senate;
  - (h) to act as trustees for any purpose to promote, or otherwise in relation to, the objects of the School;
  - (i) to make a Standing Order relating to the employment of academic staff, with power from time to time to revoke amend or add to this Standing Order, provided always that no such Standing Order or such revocation amendment or addition shall take effect until approved by the Lords of Our Most Honourable Privy Council of which approval a certificate under the hand of the Clerk of Our said Privy Council shall be conclusive evidence.
  - (j) to make other Standing Orders subject to this Our Charter for governing, or otherwise in respect of any matter of whatever nature relating to, the School or its constituent parts, for the promotion of the objects of the School and for the facilitation of any of the provisions of this Our Charter; the power to make Standing Orders shall include the power from time to time to add to, amend or repeal any Standing Orders so made.
2. The School may pay any properly incurred and reasonable expenses to any Member of the Board of Trustees as the Board of Trustees may from time to time determine.

#### **ARTICLE V: Membership of the Board of Trustees**

1. There shall be a Board of Trustees which shall comprise 21 members:
  - (a) the Chair, who shall be appointed by the Board of Trustees and who shall be a

- lay member;
- (b) twelve further lay members, to be appointed by the Board of Trustees;
  - (c) the Director of the School, ex officio;
  - (d) four members of the Senate, comprising the Deputy Director and Provost, Pro-Director(s) and two academic members of staff, nominated by Senate;
  - (e) one professional services member of staff, nominated by the Director and approved by Senate;
  - (f) two student members: Sabbatical Officer of the SOAS Students' Union nominated by the Students' Union Executive Committee, and Postgraduate Student nominated by the Research Students Association
2. None of the persons to be appointed under sub clauses (a) or (b) above shall be an employee, the holder of any office or a registered student of the School.
  3. All members, except those specified in clause 1 (f) above and ex officio members, shall be appointed for a term of office of four years. They may be re-appointed for one further term of four years.
  4. Members specified in clause 1 (f) shall serve for one year. They may serve for one further year only.
  5. The Chair shall be appointed by the Board of Trustees for a term of office of four years. They may be re-appointed to this position for one further term of four years.
  6. Lay members of the Board of Trustees shall be appointed by the Board of Trustees to act as the two Vice-Chairs, Honorary Treasurer and the Chair of the Audit Committee. They shall be appointed to these positions for a term of office of four years. They may be re-appointed to these positions for one further term of four years.
  7. No member serving under clauses 5 and 6 above shall serve in total on the Board of Trustees for a period longer than twelve years.
  8. A casual vacancy in the Board of Trustees by death, resignation, incapacity or otherwise shall be filled as soon as conveniently may be.
  9. The acts or proceedings of the Board of Trustees shall not be invalidated by any vacancy in their number, nor by any irregularity in the appointment at any time of any Member of the Board of Trustees.
  10. Any Member of the Board of Trustees may at any time resign by writing addressed to the Chair of the Board of Trustees.
  11. The Board of Trustees shall appoint a Clerk to act as Secretary to the Board of Trustees and this shall normally be the Secretary.

## **ARTICLE VI: The Senate**

1. There shall be a Senate of the School the terms of reference and membership of which will be determined by the Board of Trustees.
2. The Senate shall be responsible for:
  - (a) advising the Board of Trustees on any proposal relating to the academic scope, academic structure and academic standards of the School; and
  - (b) bringing to the attention of the Board of Trustees any matter which in the opinion of the Senate affects the teaching and/or research of the School.

## **ARTICLE VII: The Director**

- (c) The Director of the School shall be its chief executive officer shall be an ex officio member of the Board of Trustees.
- (d) The Director shall have responsibility to provide academic leadership; to ensure the achievement of the objects of the School; to provide effective administration of the School's affairs; and to represent the interests of the School generally.
- (e) The Director shall have such other powers and duties as the Board of Trustees shall consider from time to time necessary or desirable.

## **ARTICLE VIII: The University of London**

As a constituent college of the University of London the School may prepare and examine students for degrees of the University of London.

## **ARTICLE IX: Further Provisions**

1. Neither gender, race or religion nor opinions upon any religious, racial, political or sexual subjects shall qualify, or disqualify, any person for membership of the Board of Trustees or for appointment to any office or employment or for admittance to any course of instruction or for any Fellowship, Diploma or other certificate of distinction or for any emolument in or in connection with the School.
2. The School shall not make any dividend, gift or bonus, whether in cash or in kind, to any Member of the Board of Trustees or any other body established pursuant to any power in this Our Charter, provided that the foregoing shall not prevent the School from paying to any person proper remuneration (whether in cash or in kind) for services rendered to or on behalf of the School.

3. Unless the context otherwise requires the Interpretation Act 1978, as amended or consolidated from time to time, shall apply to the interpretation of this Our Charter as it applies to the interpretation of an Act of Parliament so, however, that this Our Charter shall always be construed and adjudged in the most favourable and beneficial sense for the best advantage of the School and the promotion of the objects of this Our Charter as well in all Our Courts as elsewhere any non-recital, mis-recital, uncertainty or imperfection herein notwithstanding.
4. The Board of Trustees may, by resolution in that behalf, passed at any meeting by a majority of not less than three-quarters of the Members present and voting, add to, amend or repeal this Our Charter and such addition, amendment or repeal shall, when allowed by Us, Our Heirs or Successors in Council, become effectual so that this Our Charter shall thenceforward continue and operate as though it had been originally granted and made accordingly. This provision shall apply to this Our Charter as added to, amended, or repealed in manner aforesaid.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Part B

## Standing Orders

# Standing Order I: Board of Trustees

**These Standing Orders were first issued in July 1997 by the Board of Trustees, under the powers conferred by the then Article V (now Article IV) of the Charter of Incorporation. They have been subject to amendment by Board of Trustees since that date.**

## **I. Board of Trustees**

1. In furtherance of its overall responsibility for the general supervision, direction and control of the School, the Board of Trustees may override any decision made by any other properly constituted body of the School or any Lay or School Officer.
2. The Board of Trustees will elect a Chair, two Vice-Chairs and one Honorary Treasurer for a term of office of four years, re-electable once. The Vice-Chairs and Honorary Treasurer must be elected from the membership of the Board of Trustees.
3. The Board of Trustees will normally hold ordinary meetings six times per annum.
4. The Director of Governance, Director of Finance and Planning, a representative Head of College, a representative Head of Department, a representative Director of Professional Services will serve in attendance.
5. The Board will hold one informal meeting per annum. This meeting will be held jointly with the Senate.
6. The Board of Trustees will only amend its Standing Orders and the procedures for the conduct of committee meetings at an ordinary meeting.
7. The Board of Trustees will appoint the following Standing Committees and approve their membership and terms of reference:
  - Senate
  - Audit and Risk Committee
  - Executive Board
  - Governance & Nominations Committee
  - Resources & Planning Committee
  - Remuneration Committee
8. Standing Committees of the Board of Trustees have delegated power to establish sub-committees or panels, which need not be composed entirely of their own members, and to delegate to such sub-committee or panel such powers as the Standing Committee sees fit.

9. The Board of Trustees will appoint the Director of the School and will establish an Appointments Committee for this purpose;
10. The Board of Trustees will appoint a Clerk to the Board of Trustees, establishing an Appointments Committee for this purpose. Where the role of Clerk to the Board of Trustees is not performed by the Secretary, it will normally be performed by the Director of Governance
11. The Board of Trustees will appoint the Deputy Director and Pro-Directors, on the recommendation of the Director, following appropriate internal consultation procedures. The Pro-Directors will normally serve for a period of five years, renewable once for a period of up to five years;
12. The Board of Trustees will appoint each year external auditors on the recommendation of Audit Committee;
13. The Board of Trustees will keep under review the School's Charter and will approve any changes to the Charter for recommendation to the Privy Council;
14. In furthering its overall responsibilities, the Board of Trustees will:
  - (a) Approve the School's corporate strategic plans and financial forecasts;
  - (b) Approve the annual budget and the annual accounts;
  - (c) Approve capital projects and other contracts with a total cost exceeding the limit set out in the Budgetary Authorities;
  - (d) Approve proposals for the School to raise its sector regulator determined external borrowing limit;
  - (e) Approve changes in the allocation of the School's investment funds in excess of £2 million;
  - (f) Seek and consider the advice of Senate on matters affecting the academic scope and academic structure of the School;
  - (g) Approve changes to the academic structure of the School;
  - (h) Implement the staffing procedures laid down by the sector regulators and other relevant legislation;
  - (i) Provide members to serve on panels to appoint lay trustees, the Director, and SOAS Executive Directors;
  - (j) Approve nominations for Honorary Degree and Fellowship recipients;
  - (k) Approve the Director's annual report;
  - (l) Approve changes to Standing Orders, such changes to be made only at an ordinary meeting of the Board of Trustees;
  - (m) Make arrangements for the delegation of responsibility to the Chair and other Lay and School Officers;
  - (n) Make arrangements for the declaration of interests and other governance procedures according to the sector regulator guidelines and standards of good practice recommended by the Committee of University Chairs;
  - (o) Execute all other necessary business in the furtherance of the aims of the School;
  - (p) Oversee the monitoring of institutional effectiveness;



- (q) Monitor the Schools risk environment and monitor and approve the School's risk register.
  - (r) Accountable for health and safety management across the School.
15. The Board of Trustees will publish on an annual basis the appropriate year's audited accounts and the Director's annual report. These will be published no later than 31 December each year.
16. Annexes XVII and XVIII contain information about the Board of Trustees' primary responsibilities and reserved powers.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

**The remit of the Senate is to advise the Board of Trustees on any proposal relating to the academic scope, academic structure and academic standards of the School and to bring to the attention of the Board of Trustees any matter which in the opinion of the Senate affects the teaching and/or research of the School.**

## **Reporting**

The Senate reports to the Board of Trustees

## **Membership**

The membership of the Senate will comprise

### **Chair**

- Director

### **Ex-Officio Members**

- Deputy Director and Provost
- Pro-Director(s)
- Chief Operating Officer and Clerk to the Board
- Associate Director Equity and Accountability
- Academic Registrar
- Heads of Colleges
- Chief Librarian
- All academic Heads of Department
- Director of Teaching and Learning
- Director of Research and Knowledge Exchange

### **Other Members**

- A number of academic staff elected (7 Professors, 7 Readers, 7 Senior Lecturers/Lecturers) from the Academic Assembly
- Chair and Deputy Chair of the Academic Assembly
- Two undergraduate and one masters student members nominated by the Students' Union Executive, each of whom must either be a Sabbatical Officer of the SOAS Students' Union or a registered student of the School.
- One will be a doctoral student nominated by the Research Students Association

### **In Attendance**

- Director of Governance
- Chief Information Officer
- Director of Marketing, Student Recruitment and Admissions
- Director of Human Resources

## **Secretary**

- The Chief Operating Officer and Clerk to the Board will nominate a Secretary.

## **Meetings**

The Committee will normally hold five ordinary meetings per session. An informal meeting will take place with Board of Trustees on an annual basis. The quorum will be nine members.

## **Standing Committees**

The Senate will appoint the following Standing Committees. The Terms of Reference for these committees will be approved by the Senate and the Governance and Nominations Committee and included in the annexes to the Standing Orders. The Senate will receive regular reports from these committees and approve proposals from them;

- Teaching, Learning & Student Experience Committee (TELSEC)
- Equality & Diversity & Inclusion Committee
- Research & Enterprise Committee

The Senate may delegate activities and authorities to its Standing Committees as appropriate, but retains overall responsibility for these.

## **Terms of Reference**

The Senate will have the following terms of reference:

- (a) To make arrangements for the delegation of responsibility as necessary to the Chair and other School Officer.
- (b) To advise the Board of Trustees on the strategic development and future direction of the School's academic activities, as incorporated in the strategic plan and sub-strategies, and to keep these under review.
- (c) To be accountable to the Board of Trustees for the quality arrangements for learning and teaching.
- (d) To approve strategies/sub-strategies where this responsibility has been delegated from the Board of Trustees.
- (e) To receive reports and approve recommendations from its Committees, the Deputy Director and Provost and other School Officers in respect of educational developments.
- (f) To receive reports and approve recommendations on other issues which fall within its remit from its Committees, the Deputy Director and Provost, Pro-Directors and other School Officers.

- (g) To receive reports and approve recommendations from the Regional Institutes and Centres as well as School Centres, through the appropriate Pro-Director.
- (h) To determine academic policy where this responsibility has not been devolved.
- (i) To receive reports and approve recommendations on quality assurance and quality assessment measures employed by the School and to review outcomes.
- (j) To consider matters and approve recommendations affecting the academic scope, academic structure and academic standards of the School or any other matter reasonably falling within the remit of Senate and advise the Board of Trustees, Resources & Planning Committee, or Executive Board as appropriate.
- (k) To establish regulations and procedures for compliance with the Statutes and Ordinances of the University of London, and to award degrees.
- (l) To establish regulations and procedures for School awards and to award School qualifications.
- (m) To receive reports from Resources & Planning Committee

**APPROVED BY SENATE: 13 SEPTEMBER 2022**

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order III: Audit and Risk Committee

**The purpose of the Audit and Risk Committee is to support the Board of Trustees in their responsibilities to oversee the maintenance of sound internal control and risk management systems.**

## **Reporting**

The Audit and Risk Committee reports to the Board of Trustees

## **Membership**

The membership of the Audit and Risk Committee will comprise

- |                           |   |
|---------------------------|---|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• Lay Trustee* nominated by the Governance and Nominations Committee</li></ul>  |
| <b>Ex-Officio Members</b> | <ul style="list-style-type: none"><li>• Three lay members* of the Board of Trustees having no executive responsibility for the management of the School.</li><li>• Audit Committee may co-opt others with particular expertise or interests who are not members of the Board of Trustees.</li></ul>   |
| <b>In Attendance</b>      | <ul style="list-style-type: none"><li>• Director</li><li>• Deputy Director and Provost</li><li>• Pro-Director(s)</li><li>• Chief Operating Officer and Clerk to the Board</li><li>• Director of Finance and Planning</li><li>• Director of Governance</li><li>• Appointed External Auditors</li><li>• Appointed Internal Auditors</li></ul> |
| <b>Secretary</b>          | <ul style="list-style-type: none"><li>• The Chief Operating Officer and Clerk to the Board will nominate a Secretary.</li></ul>   |

\* At least one member will have recent relevant experience in finance, accounting or auditing. No member will also be a member of the Resources & Planning Committee, and the membership will not include the Chair of the Board of Trustees.

## **Meetings**

The Committee will normally hold four ordinary meetings per session. An informal meeting will take place with Board of Trustees on an annual basis. The quorum will be two members.

## **Standing Committees**

The Audit and Risk Committee will appoint the following Standing Committees. The Terms of Reference for these committees will be approved by the Audit and Risk Committee and the Governance and Nominations Committee, and included in the annexes to the Standing Orders. The Audit and Risk Committee will receive regular reports from these committees and approve proposals from them;

- Health, Safety and Risk Committee
- Prevent Steering Group
- Ethics Panel for Philanthropic Gifts

The Audit and Risk Committee may delegate activities and authorities to its Standing Committees as appropriate, but retains overall responsibility for these.

## **Terms of Reference**

The Audit and Risk Committee will have the following terms of reference:

- (a) The Audit and Risk Committee is authorised to investigate any activity falling within the terms of reference of the Board of Trustees. It is authorised to seek any information it requires from any employee, and all employees are directed to cooperate with any request made by the Committee. The Committee is authorised to obtain outside legal or other independent professional advice and to secure the attendance of non-members with relevant experience and expertise if it considers this necessary, normally in consultation with the Director.
- (b) To advise the Board of Trustees on the appointment of the External Auditors, the audit fee, the provision of any non-audit services by the External Auditors and any questions of resignation or dismissal of the External Auditors;
- (c) To discuss if necessary with the External Auditors, before the audit commences, the nature and scope of the audit;
- (d) To discuss with the External Auditors problems and reservations arising from the interim and final audits, including a review of the management letter, incorporating management responsibilities, and any other matters the External Auditors may wish to discuss (in the absence of the School's management where necessary);
- (e) To consider and advise the Board of Trustees on the appointment and terms of engagement of the Internal Auditor and any questions of resignation or dismissal of the Internal Auditor;
- (f) To review and approve the Internal Auditor's annual audit risk assessment, strategy and audit plan; to consider major findings of internal audit investigations and management's response; to promote co-ordination between the Internal and External Auditors. The Committee will ensure that the resources made available for internal audit are sufficient to meet the School's needs;

- (g) To keep under review the effectiveness of the risk management, control and governance arrangements, and in particular review the risk register, the External Auditors' management letter, the Internal Auditor's termly and annual reports and management responses;
- (h) To monitor the implementation of agreed audit-based recommendations, from whatever source;
- (i) To ensure that all significant losses have been properly investigated and that the Internal and External Auditors, and where appropriate the sectoral regulator, have been informed;
- (j) To oversee the School's policy on fraud and irregularities, including being notified of any action taken under that policy;
- (k) To satisfy itself that satisfactory arrangements are in place to promote economy, efficiency and effectiveness;
- (l) To receive any relevant reports from the National Audit Office, the sector regulator and other organisations;
- (m) To monitor annually the performance and effectiveness of the External and Internal Auditors, including any matters affecting their objectivity, and to make recommendations to the Board of Trustees on their reappointment where appropriate;
- (n) To consider, in the presence of the External Auditors, the draft annual accounts for recommendation to the Board of Trustees including consideration of External Auditors' formal opinion, the statement of Trustees' responsibilities and the statement of internal control, in accordance with the sector regulator's accounts directions;
- (o) To review the School's data quality policy and to satisfy itself that appropriate arrangements are in place to ensure the quality of the School's data;
- (p) To report as appropriate to the Board of Trustees, but in any event at least annually. The annual report will cover the financial year and any significant events up to the date of preparing the report and will give the Committee's opinion on the adequacy and effectiveness of the Institution's arrangements for: -
- risk management (including the accuracy of the statement of internal control included in the annual accounts), control and governance;
  - economy, efficiency and effectiveness;
  - the management and quality assurance of data submitted to the Higher Education Statistics Agency (HESA), and other funding bodies.
- (q) In the event of the merger or dissolution of the School, to ensure that the necessary actions are completed, including arranging for a final set of accounts to be completed and signed.

**APPROVED BY AUDIT AND RISK COMMITTEE: 14 SEPTEMBER 2022**  
**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**



# Standing Order IV: Executive Board

**The remit of the Board is to advise the Director on the exercise of their authority vested by the Charter and Standing Orders with respect to general matters of policy, planning and corporate strategy, making recommendations for approval to Senate (for matters substantially affecting research, teaching and student welfare), Resources & Planning Committee and the Board of Trustees. The Board will also act within delegated authority on behalf of other Standing Committees to co-ordinate and progress School business.**

## **Reporting**

The Executive Board reports to the Board of Trustees

## **Membership**

The membership of the Executive Board will comprise:

### **Chair**

- Director

### **Ex-Officio Members**

- Deputy Director and Provost
- Pro-Director(s)
- Chief Operating Officer and Clerk to the Board
- Academic Heads of Colleges
- Associate Director of Equity and Accountability
- Director of Finance & Planning
- Academic Registrar

### **In Attendance**

- Director of Governance
- Director of Communications

### **Secretary**

- The Chief Operating Officer and Clerk to the Board will nominate a Secretary

## **Meetings**

The Board will hold ordinary meetings as necessary and the quorum will be six members.

## **Terms of Reference**

The Executive Board will have the following terms of reference:

- (a) To advise the Director on the exercise of their authority in respect to planning and corporate strategy;

- (b) To advise senior academic and administrative officers on the exercise of their authority in respect of School policy and Codes of Practice;
- (c) To help co-ordinate the academic and non-academic management of the School;
- (d) To oversee the conduct of business between major Committees;
- (e) To lead and co-ordinate the strategic planning process and sector regulator returns and initiatives;
- (f) To approve strategies/sub strategies where this responsibility has been delegated from the Board of Trustees;
- (g) To consider and prioritise strategic issues, taking account of the resource implications, setting appropriate budgets to enable the School to deliver its priorities, and approving expenditure as delegated by the Board of Trustees;
- (h) To approve the School's non-academic policies, making recommendations for approval to the Board of Trustees where the Board of Trustees approval is required;
- (i) To oversee, monitor and assure that actions relating to health and safety management
- (j) To receive reports from other Committees as appropriate.

**APPROVED BY EXECUTIVE BOARD: 20 SEPTEMBER 2022**

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order VII: Governance and Nominations Committee

**To provide oversight of the board's governance arrangements in line with the Standing Orders and lead on the recruitment and selection for appointments to the Board and committees**

## **Reporting**

Governance & Nominations Committee reports to the Board of Trustees.

## **Membership**

The membership of the Governance and Nominations Committee will comprise:

- |                           |  |
|---------------------------|--|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• One of the Vice-Chairs of the Board of Trustees</li></ul>  |
| <b>Ex-Officio Members</b> | <ul style="list-style-type: none"><li>• Chair of Board of Trustees</li><li>• Director</li><li>• Deputy Director and Provost</li><li>• Chief Operating Officer and Clerk to the Board</li><li>• Pro-Director(s)</li></ul> |
| <b>Other Members</b>      | <ul style="list-style-type: none"><li>• 2 lay members of the Board of Trustees appointed by Board of Trustees</li></ul>  |
| <b>In Attendance</b>      | <ul style="list-style-type: none"><li>• Director of Governance</li></ul>   |
| <b>Secretary</b>          | <ul style="list-style-type: none"><li>• The Chief Operating Officer and Clerk to the Board will nominate a Secretary</li></ul>   |

## **Meetings**

The Committee will normally hold three ordinary meetings per annum and the quorum will be one third of committee members.

## **Standing Committees**

The Governance and Nominations Committee will appoint the following Standing Committees. The Terms of Reference for these committees will be approved by Governance and Nominations Committee and included in the annexes to the Standing Orders. The Governance and Nominations Committee will receive regular reports from these committees and approve proposals from them;

- Honorary Degree and Fellowship Committee

The Governance and Nominations Committee may delegate activities and authorities to its Standing Committees as appropriate, but retains overall responsibility for these.

### **Terms of Reference**

The Governance and Nominations Committee will have the following terms of reference:

- (a) To advise Board of Trustees on matters of governance and to make recommendations to the Board of Trustees on the conduct and effectiveness of Board of Trustee business;
- (b) To make recommendations to ensure that governance arrangements are consistent with best practice and external requirements such as that issues by the Committee of University Chairs (CUC);
- (c) To consider proposed revisions of Standing Orders for recommendation to the Board of Trustees;
- (d) To monitor and make recommendations to the Board of Trustees on policies and procedures designed to support effective and efficient governance;
- (e) To advise the Board of Trustees on the appointment and re-appointment of individuals as lay members of the Board of Trustees and other committees, giving due consideration to the need for an appropriate balance of skills on the Board of Trustees and of the specific need of committees for specialist skills;
- (f) To endorse nominations for Honorary Degree and Fellowship recipients for approval by the Board of Trustees; and
- (g) To approve minor amendments to the School's procedures for recruiting the Board of Trustees members, and to recommend to the Board of Trustees any major changes to these procedures.

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 21 SEPTEMBER 2022**

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order VIII: Resources and Planning Committee

**The Resource and Planning Committee oversees on behalf of the Board of Trustees the School's financial strategy and plans. They will monitor performance in relation to approved budgets, investment activity and capital expenditure to ensure long term financial sustainability. The Committee will also ensure that pay and conditions of employment are properly determined and implemented.**

## Reporting

The Resources & Planning Committee reports to the Board of Trustees.

## Membership

The membership of the Resource and Planning Committee will comprise:

### Chair

- Honorary Treasurer

### Ex-Officio Members

- Chair of the Board of Trustees
- Vice-Chair of the Board of Trustees
- Director
- Deputy Director and Provost
- Chief Operating Officer and Clerk to the Board
- Pro-Director(s)
- Director of Finance & Planning

### Other Members

- 2 lay members of the Board of Trustees
- 1 member of the Board of Trustees from Senate
- 2 members of the Senate, one of whom should be a Head of College
- 1 Students' Union Co-President nominated by the Students' Union Executive Committee

### In Attendance

- Director of Governance

### Secretary

- The Chief Operating Officer and Clerk to the Board will nominate a Secretary.

## Meetings

The Committee will normally hold six ordinary meetings per annum and the quorum will be five members.

## **Delegation of Financial Authority**

The Committee will agree from time to time provisions for the delegation of financial authority to the Chair, School Officers and other budget holders.

## **Standing Committees**

The Resources and Planning Committee will appoint the following Standing Committees. The Terms of Reference for these committees will be approved by Resources and Planning Committee and the Governance and Nominations Committee and included in the annexes to the Standing Orders. The Resources and Planning Committee will receive regular reports from these committees and approve proposals from them;

- Investment Committee

The Resources and Planning Committee may delegate activities and authorities to its Standing Committees as appropriate, but retains overall responsibility for these.

## **Terms of Reference**

Resources & Planning Committee will have the following terms of reference:

- (a) On behalf of the Board of Trustees to monitor the finances and use of resources of the School and its departments and centres and in particular:
  - To recommend the annual operating, capital and cash flow budgets;
  - To approve expenditure proposals within the Committee's delegated authority;
  - To examine capital expenditure proposals within the Committee's delegated authority;
  - To recommend financial forecasts;
  - To approve the key performance indicators for use of resources and finances against;
  - To review the performance against the key performance indicators approved by the Board;
  - To approve financial regulations.
- (b) To review and approve the Annual Report of the Honorary Treasurer, for recommendation to the Board of Trustees;
- (c) To provide assurance to Audit Committee on the finances in the Financial Statements for recommendations to the Board of Trustees;
- (d) To approve banking arrangements;
- (e) To approve investment arrangements;
- (f) To take emergency action on behalf of the Board of Trustees on any matter referred to it by the Chair or Vice-Chair(s) of the Board of Trustees;

- (g) To ensure that the Senate is informed about the financial affairs of the School;
- (h) To review and recommend any financial reports to the sector regulators which require Board approval;
- (i) In carrying out these responsibilities the Committee may at its discretion co-opt additional members and shall progress any recommendations of the Board of Trustees as appropriate.
- (j) To be provided School-wide reports on Human Resources, including the annual staff survey, and approval of annual reward and promotions

**APPROVED BY RESOURCES AND PLANNING COMMITTEE: 22 SEPTEMBER 2022**

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order IX: Remuneration Committee

**The Remuneration Committee determines the terms and conditions of the Director and the senior staff as defined. It is responsible for approving all severance arrangements for all staff falling into the Office for Students (OfS) requirement. In addition, the Remuneration Committee will monitor statutory reporting on equal pay issues, produce an annual remuneration report and provide regular reports to the Board of Trustees**

## **Reporting**

The Remuneration Committee reports to the Board of Trustees

## **Membership**

The membership of the Remuneration Committee will comprise:

- |                           |  |
|---------------------------|--|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• A lay member of the Board of Trustees</li></ul>  |
| <b>Ex-Officio Members</b> | <ul style="list-style-type: none"><li>• Chair of the Board of Trustees</li><li>• 3 independent lay trustees (one with relevant HR Experience), as appointed by the Governance and Nominations Committee</li><li>• One Vice-Chair of the Board of Trustees</li><li>• Honorary Treasurer</li></ul> |
| <b>In Attendance</b>      | <ul style="list-style-type: none"><li>• Director</li><li>• Chief Operating Officer and Clerk to the Board</li><li>• Director of Human Resources</li></ul>  |
| <b>Secretary</b>          | <ul style="list-style-type: none"><li>• The Chief Operating Officer and Clerk to the Board will nominate a Secretary.</li></ul>  |

## **Meetings**

The Committee will normally hold two ordinary meetings per annum and the quorum will be one third of the membership.

## **Terms of Reference**

The Remuneration Committee will have the following terms of reference:

- a. To support the recruitment and appointment of the Director and SOAS Executive Directors reporting to the SOAS Director. Appointment of the Deputy Director and Provost, and Pro Director(s) will follow the guidance as per 'Standing Order XVII: Appointment Procedures for the Pro-Directors'



- b. To determine the salary and any recurrent and non-recurrent contribution award of the Director of the School on the basis of a performance review against agreed objectives conducted by the Chair of the Board of Trustees, taking account of market-related factors, roles, skills, experience and individual performance, available comparative salary data, equal pay, guidance from the sector regulator and other relevant legislation and institutional factors.
- c. To receive and consider recommendations for the salaries and for any recurrent and non-recurrent contribution awards for senior staff reporting to the Director of the School, based upon a review of their performance against agreed objectives conducted by the Director of the School, and taking account of the factors set out in (a) above
- d. Oversight and approval of a framework of remuneration for the Director, and SOAS Executive Directors reporting to the SOAS Director
- e. To approve the appraisal process for the Director and SOAS Executive Directors. and receive agreed objectives and a report on the appraisal of each individual.
- f. Approve the terms of any severance in the event of the termination of employment of anyone over £100K, after having regard to relevant guidance and codes of practice
- g. To report and provide assurance to the Board of Trustees on the pay implications across Equality, Diversity and Inclusion remuneration of all staff.

**APPROVED BY REMUNERATION COMMITTEE: 4 AUGUST 2022**

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order XI: School Officers

1. The Director has, under the Board of Trustees, responsibility to provide academic leadership; to ensure the achievement of the objectives of the School; to provide effective administration of the School affairs; and to represent the School generally. He/she will have power to act on behalf of the Board of Trustees at any time in routine matters not involving decisions on questions of principle. In matters of urgency not admitting of delay he/she will have power to act on behalf of the Board of Trustees, consulting the Chair, either Vice-Chair(s) or Honorary Treasurer where possible, who should otherwise be informed of the action taken at the earliest opportunity. Such action will be reported to the next meeting of the Board of Trustees.
2. The Director will, under the Board of Trustees, be responsible for the discipline of the School and will have the power at all times to take disciplinary action in accordance with any specific regulations relating to discipline which may from time to time be made by, or with the authority of, the Board of Trustees.
3. The Director will have the power to act on behalf of the Senate and any other Committee of the School in matters of urgency not admitting of delay, providing that he/she will report any exercise of this power to the next meeting of the Senate or relevant Committee as the case may be. He/she may delegate this reporting to the Chair of the relevant Committee. He/she will, by virtue of his/her office, be a member of every Committee or Sub Committee of the School with the exception of the Audit and Risk Committee.
4. The Board of Trustees will appoint members of full-time academic staff of the School to be Pro-Directors. The normal period of tenure of the office of Pro-Directors will be five years, renewable for a period of up to five years.
5. The Deputy Director and Provost, and Pro-Director(s) will be ex-officio members of the Senate and will be responsible for carrying out such duties as the Director will from time to time decide on advice from the Senate. The Deputy Director and Provost, and Pro-Director(s) will be ex-officio members of Resources & Planning Committee.
6. In the temporary absence or incapacity of the Director, the Deputy Director and Provost, if appointed will exercise the powers and discharge the responsibilities of the Director; in the absence of both, these will be exercised and discharged by a Pro-Director or other nominee of the Board of Trustees
7. The Provost and Pro-Directors will be responsible for the oversight of research, teaching and learning and other cross-School strategic and management priorities, as well as other matters as the Director may determine. The Provost and Pro-Directors will also provide academic leadership, advise the Director on any matters affecting the School, serve on main School Committees and Chair Committees as required.

8. The Director of Governance will normally be Clerk to the Board of Trustees. The Chief Operating Officer and Clerk to the Board will normally act as the Secretary to the Board of Trustees, advising the Chair of the Board of Trustees concerning the exercise of powers of the Board of Trustees and on matters relating to governance.
9. The Chief Operating Officer and Clerk to the Board will be responsible to the Director for all matters relating to the administration of the School and its planning processes not delegated to others reporting directly to the Director. He/she will advise the Director regarding any such matters.
10. The Chief Operating Officer and Clerk to the Board will:
  - (a) Prepare policies and procedures in accordance with relevant legislation and compliance with them;
  - (b) Oversee the financial business of the School;
  - (c) Oversee arrangements for the enrolment and general welfare of students;
  - (d) Be responsible for all matters regarding employment conditions of staff;
  - (e) Administer School premises and capital projects;
  - (f) Supervise maintenance programmes and related programmes of work;
  - (g) Supervise the administration of all School contracts and control of bought in services.
  - (h) The Chief Operating Officer and Clerk to the Board will maintain all necessary administrative contacts with the University of London, its constituent colleges, with the sector regulator and other organisations relevant to the work of the School and with the School's professional advisors.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

## Standing Order XII: School Seal

1. The Chief Operating Officer and Clerk to the Board will be responsible for the control of the School Seal. All documents to which the School Seal will be required to be fixed will be sealed in pursuance of a resolution of the Board of Trustees or under delegated authority, provided that during vacation, and in the case of urgency, the Chair of the Board of Trustees or either Vice-Chair may give authority for the sealing of any such document in conjunction with another lay member of the Board of Trustees. The School Seal will be fixed to any document only in the presence of any two of the following:
  - (a) The Director, the Chief Operating Officer and Clerk to the Board, or the Director of Governance.

This authority will not be delegated to any other member of staff except by resolution of the Board of Trustees. Such sealing will be attested by the signature of the persons in whose presence the School Seal is affixed.

2. The Chief Operating Officer and Clerk to the Board will keep a book in which the sealing of every document will be registered together with the date and the purpose for which the School Seal is affixed. Each such record will be signed by the persons in whose presence the School Seal was affixed.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**



## Standing Order XIII: President of the School

There shall be a President of the School who will hold no executive position and will not be a member of the Board of Trustees. The term of office shall be for 4 years, renewable once by mutual agreement. The President shall be appointed by the Board of Trustees on the recommendation of the Governance & Nominations Committee.

The President shall be expected to:

- (a) Preside over School graduation and other ceremonies
- (b) Act as an ambassador for the School, explaining its mission and values
- (c) Participate in some way in the academic life of the School as agreed with the Director.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

## Standing Order XIV: Procedures for the Amendment of Standing Orders

1. The Board of Trustees is responsible for approving all amendments to Standing Orders.
2. The Board of Trustees may not add to, amend, or revoke any Standing Order in force for the time being except at an ordinary meeting.
3. All Standing Committees of the Board of Trustees may seek to amend Standing Orders by making recommendations to the Board of Trustees.
4. All changes to Standing Orders must be submitted in the first instance to Governance & Nominations Committee which will determine whether or not a formal recommendation should be made to the Board of Trustees.
5. Details of proposed amendments to Standing Orders must be issued to all members of the Board of Trustees with the agenda paper for the meeting at which they are to be considered for adoption.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**



## Standing Order XV: Procedures for the Amendment of Annexes

1. The Governance and Nominations Committee is responsible for approving all amendments to Annexes.
2. The Governance and Nominations Committee may not add to, amend, or revoke any Annex in force for the time being except at an ordinary meeting.
3. All sub-committees of Standing Committees of the Board of Trustees may seek to amend Annexes by making recommendations to their parent Standing Committee.
4. All changes to Annexes must be approved by the Governance & Nominations Committee.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order XVIII: Procedures for the Conduct of Committee Meetings

These procedures apply to the Board of Trustees and all of its Committees.

1. Meetings of all Committees will be scheduled annually in advance, to allow the orderly conduct of business through to meetings of the Board of Trustees.
2. In the case of a Committee which has no lay members, an agenda paper and supporting papers for each meeting will be sent to each member not later than the third working day before the scheduled meeting and normally five working days before. If a Committee has lay members, an agenda paper and supporting papers for each meeting will be sent to each member not later than the fifth working day before the scheduled meeting and normally seven working days before. This applies to ordinary and extraordinary meetings.
3. The Chair, together with the Secretary, will set a deadline for receipt of papers in order that the agenda may be distributed to Committee members in a timely fashion.
4. No business will be transacted at an ordinary meeting other than that specified in the agenda paper except for any matter of which the Chair has been advised in advance, which he/she 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.
5. Committee agendas shall include reserved items 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.
6. The School operates a core meeting hours policy for the timing of institutional meetings. Core meeting hours are 9.00am – 5.00pm Monday to Friday. All meetings should be held within core hours unless there is a very clear reason why this is not possible. If one-off events need to be organised outwith core hours e.g. Board of Trustees/Senate Joint Meeting, these should be announced with plenty of notice (at least 6 weeks) so that colleagues can make alternative arrangements to cover their out-of-work responsibilities.
7. There will be a quorum for all Committees which unless specified otherwise will be one third of the membership. For the Board of Trustees the quorum will be eight, the majority of whom must be lay members, for Resources & Planning Committee five, for Senate nine, for Audit Committee two and for Executive Board six. For the Academic Assembly the quorum will be 30.
8. Members unable to attend and wishing to send a deputy should seek permission from



the Chair before doing so.

9. Where issues are put to the vote, a majority of those present and voting will be binding. Should the Committee be equally divided, the Chair may exercise a casting vote. Vote tallies (and minority opinions raised during meetings) will be minuted.
10. When necessary a Committee meeting may be adjourned but notice of the adjournment and the date it is to be reconvened will be sent to each member, giving at least three working days' notice of the intention to reconvene. In the case of Committees with lay members, at least five working days' notice of the intention to reconvene will be given.
11. With the exception of the first meeting of each session, the first business of every ordinary meeting of all Committees will be approval of the minutes of the previous meeting. At the first meeting of each session, the first item on the agenda will ask each committee to note its membership and terms of reference, as well as the Procedures for the Conduct of Committee Meetings.
12. The Chair is responsible for the conduct of the meeting. 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.
13. Meetings must be conducted in a constructive, non-confrontational atmosphere and the authority of the Chair must be respected at all times. Members who are guilty of obstructive or offensive conduct will be warned by the Chair that their behaviour is unacceptable. If this behaviour continues, they may at the discretion of the Chair, be asked to leave the meeting.
14. The Chair may at any time call an extraordinary meeting.
15. The Chair will call an extraordinary meeting on the receipt of a written request to that effect stating clearly the purpose for which the meeting is required and signed by no fewer than five members in the case of the Board of Trustees, three for Resources & Planning Committee, eight for the Senate and one third of the membership for other Committees. Extraordinary meetings of the Academic Assembly, focusing on a specific issue, may be called by the Director, 50% of Senate, or 60 members of the Academic Assembly writing to the Chair of the Academic Assembly.
16. Notice of an extraordinary meeting will be issued a minimum of five working days before the meeting is convened where the Committee has no lay members, and seven working days when the Committee has lay members.
17. The agenda for an extraordinary meeting will only contain papers relevant to the issue(s) under discussion. The meeting will not be asked to approve minutes, deal with any matters arising, nor will any other business be allowed.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

## **Standing Order XIX: Procedures for the Delegation of Responsibility by the Board of Trustees to the Chair, Other Lay and School Officers**

1. The Chair will have power to act on behalf of the Board of Trustees in matters of urgency not admitting of delay provided that he/she will report any exercise of these powers to the next meeting. This authority may in extremis be exercised by either Vice-Chair or the Honorary Treasurer.
2. In urgent matters which are not questions of principle, and where all Lay Officers of the Board of Trustees are unavailable, the Director may exercise authority on their behalf subject to report to the relevant Lay Officer as soon as possible and written report to the Board of Trustees at its next meeting.
3. By formal resolution the Board of Trustees may from time-to-time delegate authority to senior School Officers to act on its behalf to conclude or execute matters agreed in principle by the Board of Trustees. Under the authority granted to Resources & Planning Committee, that Committee may similarly authorise senior School Officers to act on its and the Board of Trustees' behalf.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order XXI: Statement of Primary Responsibilities

The Board of Trustees has set out a 'Statement of Primary Responsibilities', listing 10 core areas of responsibility covered by it and its sub-committees.

## A. The Proper Conduct of Business

1. To conduct its business in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life.
2. To establish processes to monitor and evaluate the performance and effectiveness of the Board of Trustees itself.
3. To delegate authority to the Director, as chief executive, for the academic, corporate, financial, estate and personnel management of the institution; and to establish and keep under regular review the policies, procedures and limits within such management functions as shall be undertaken by and under the authority of the Director.

## B. Strategic Planning, Policies and Strategies

1. To approve the mission and strategic vision of the School, long-term academic and business plans and key performance indicators, and to ensure that these meet the interests of stakeholders.

## C. Monitoring Performance

1. To ensure that processes are in place to monitor and evaluate the performance and effectiveness of the School against the plans and approved key performance indicators, which will be – where possible and appropriate – benchmarked against other comparable institutions.

## D. Financial Stewardship and Estate Management

1. To be the principal financial and business authority of the School, to ensure that proper books of account are kept, to approve the annual budget and financial statements, and to have overall responsibility for the School's assets, property and estate.

## E. Audit and Risk Management

1. To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls and risk assessment, and procedures for

handling internal grievances and for managing conflicts of interest.

#### **F. Student Issues**

1. To make such provision as it thinks fit to ensure that the Student's Union operates in a fair and democratic manner and is accountable for its finances and, in consultation with the Senate, to make provision for the general welfare of students.

#### **G. Health and Safety**

1. To demonstrate a visible and active commitment to health and safety, and to approve the Health and Safety Policy and Procedures of the School.

#### **H. Employment**

1. To be the employing authority for all staff in the School and to be responsible for establishing a human resources strategy.
2. To appoint the Director as chief executive, and to put in place suitable arrangements for monitoring his/her performance.
3. To appoint a secretary to the Board of Trustees and to ensure that, if the person appointed has managerial responsibilities in the institution, there is an appropriate separation in the lines of accountability.

#### **I. Legal Matters**

1. To be the School's legal authority and, as such, to ensure that systems are in place for meeting all the School's legal obligations, including those arising from contracts and other legal commitments made in the School's name.
2. To act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the School.
4. To ensure that the School's constitution is followed at all times and that appropriate advice is available to enable this to happen.

#### **J. Reputation**

1. To ensure that the good name and values of the School are safeguarded.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order XXII: Reserved Powers of the Board of Trustees

**Within the responsibility set out in the Statement of Primary Responsibilities (Standing Order XXI) there are some areas which only the Board of Trustees itself rules. These are known as ‘Reserved Powers’, and are as follows:**

## **A. Governance**

1. To agree proposed changes to the School’s Charter and Articles.
2. To approve Standing Orders.
3. To approve the appointment of the Board of Trustees members, and the appointment of the Board of Trustees members and of persons external to the School where appropriate, to the membership of the Board of Trustees committees.
4. To approve arrangements for the control and use of the School Seal.

## **B. Strategic planning**

1. To approve the School’s overall Strategic Plan.
2. To approve those strategies and sub-strategies as determined by Executive Board in consultation with the Chair of the Board of Trustees, and agree institutional Key Performance Indicators for those strategies/sub-strategies. Executive Board and the Chair of the Board of Trustees will agree the appropriate route through the committee structure for those strategies/sub-strategies which do not require the Board of Trustees approval.
3. To approve for submission to the sector regulator:
  - the Annual Assurance Return
  - the audited Financial Statements
  - the Financial Commentary
  - the Audit Committee Annual Report
  - the External Auditors’ Report and Management Letter
  - the Internal Auditors’ Annual Report
  - the Annual Complaints Report
  - the Prevent Return
  - and any other such mandatory returns as shall be determined from time to time.

### **C. Financial stewardship**

1. To approve the annual budget.
2. To approve changes in investments above the level specified in the Financial Regulations.
3. To approve any borrowing by the School.
4. To approve the Financial Regulations.

### **D. Audit and risk management**

1. To approve the audited accounts.
2. To approve the appointment of the School's External and Internal Auditors and bankers.
3. To approve the School's risk register.

### **E. Students**

1. To approve the constitution of the SOAS Students' Union and to approve the Code of Practice between the School and the SOAS Students' Union.
2. To approve the Students' Union budget and receive the audited accounts.

### **F. Health and Safety**

1. To approve the School's Health and Safety Policy and Procedures.

### **G. Estates management and capital projects**

1. To approve the sale, purchase and lease of School land and buildings.
2. To approve building and other capital projects, normally through approval of the School's capital expenditure programme.

### **H. Employment**

1. To approve procedures and recommendations to make academic staff redundancies.
2. To appoint the Director, the Deputy Director and Provost, Pro-Director(s), the Chief Operating Officer (who is also normally the Clerk to the Board of Trustees).

### **I. Equality and Diversity**

1. To ensure that the School has processes for the promotion of equality of opportunity and the elimination of unlawful discrimination, harassment and victimisation.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Standing Order XXIII: Membership of the Board of Trustees

## 1. Terms of Holding Office

The Charter provides guidance on the terms of office for Members of the Board of Trustees;

## 2. Criteria for Selecting Lay Members of the Board of Trustees

Members of the Board of Trustees must conform to the general principles set out by the Committee on Standards in Public Life. These comprise:

1. **Selflessness** - holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their families or their friends.
2. **Integrity** - holders of public office should not place themselves under financial or other obligation to outside individuals or organisations which might influence them in the performance of their official duties.
3. **Objectivity** - in carrying out public business, including making public appointments, awarding contracts or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
4. **Accountability** - holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
5. **Openness** - holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
6. **Honesty** - holders of public office have a duty to declare any private interests relating to their public duties and take steps to resolve any conflicts arising in a way that protects the public interest.
7. **Leadership** - holders of public office should promote and support these principles by leadership and example.

In addition to being able to meet the requirements of the Seven Principles of Public Life, members of the Board of Trustees should have the necessary attributes to be able to participate in the proper conduct of public business. The Board of Trustees is entrusted with funds, both public and private, and has a particular duty to observe high standards of corporate governance.

Trustees should be able to:

- participate in strategic planning, which includes considering and approving the School's Strategic Plan, which sets the academic aims and objectives of the School and identifies the financial, physical and human resource strategies necessary to achieve these objectives;
- monitor the performance of the School and that of individual key office holders;
- understand the complexities which govern institutions of higher education and their management;
- assist in the achievement of institutional goals.

### **3. Selection Process**

The Governance & Nominations Committee will make nominations to the Board of Trustees to fill any lay vacancy as and when it arises. In determining who shall be nominated the Committee will take account of:

- (a) Section 2 above;
- (b) The School's commitment to equal opportunities.

### **4. Removal from Office**

Under exceptional circumstances the Board of Trustees may decide to ask members to step down before the end of their term of office. If required a panel of two Trustees and an external member, chaired by the Chair or one of the Vice-Chairs, will be convened to review the matter and make a recommendation to the Governance & Nominations Committee and then to the Board of Trustees.

This would normally occur when:

- (a) a serious conflict of interest occurs;
- (b) a member is unable to reasonably carry out his/her duties.
- (c) the conduct of a member is not in accordance with the criteria in section 2 of this Standing Order or is inconsistent, to a significant extent with the School's own policies and procedures such as the Respect at SOAS Policy.

With regard to b) above, Governance & Nominations Committee will normally review all members' attendance at meetings. Anyone who fails to attend more than a third of normally scheduled meetings over a two-year rolling period, may be asked to stand down.

Where a member is asked to step down but refuses or does not respond to the request then the Governance & Nominations Committee will review the matter and, when necessary, make a recommendation for termination of their membership to the Board of Trustees.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**



# Standing Order XXIV: Committee Membership

## 1. Appointments to Committees

In making appointments to Committees due regard should be made to the School's commitments to equality and the principle of rotation of membership. School Committees should reflect the true diversity of SOAS and have a membership which brings with it a range of backgrounds, skills and knowledge. This should include a consideration of ensuring committees reflect the gender and ethnic balance within the School.

Internal members of Committees would normally be expected to serve for three years and for not more than five years consecutively.

## 2. Powers of Co-option and the Use of Alternates

Members of committees are chosen because they have skills, knowledge or interests relating to the areas dealt with by the Committee. Committees may ask a non-member to attend meetings if they feel that this individual has skills or knowledge which would enable them to make a contribution to a particular item under discussion. It is not expected that this individual would attend every meeting of a Committee.

As detailed above (unless explicitly stated in the Terms of Reference of a Committee e.g. a Trades Union representative) members of committees are not representatives of a particular group. Therefore, it would not normally be possible for another individual to attend a meeting in place of a committee member who was unable to attend a meeting. However, if it were known in advance that a committee member would be unable to attend two or more consecutive meetings, then an alternative member could be nominated, where someone with suitable skills or knowledge was available. The process of nomination would be as for the original member.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**



## Standing Order XXV: Register of Interests

The Board of Trustees has agreed that a Register of Members' Interests should be compiled and updated on an annual basis. This Register extends to internal and external members of the Board of Trustees, Resources & Planning Committee, Audit Committee and Executive Board. The Register will also extend to all Directors of Professional Services. This information will be held in the Governance Directorate and will be available for inspection.

There is a general duty on all members of the Board of Trustees 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 School and a third party. The circumstances in which such a declaration is appropriate are when the Board of Trustees or any of its Committees has business which is relevant to those interests or when in the course of a 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 Chief Operating Officer and Clerk to the Board 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 the Board of Trustees or its Committees, may lead to action by the Board of Trustees including removal from office.

**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**



# Standing Order XXVI: Financial Authorities

## A1. Setting and Varying Budgets

- A1.1 The Chief Operating Officer (supported by the Director of Finance & Planning) is responsible for preparing the annual revenue and capital budgets in conjunction with the Executive team and other senior staff, the draft budgets are presented to the Resources and Planning Committee for review.
- A1.2 Board of Trustees approves all capital and revenue budgets recommended by Resources & Planning Committee, and delegates financial authority to Resources & Planning Committee in accordance with these regulations.
- A1.3 The delegated authority levels for the approval of budget variations are as follows:

| Capital Budget | Revenue Budget | Authority delegated by        | Authority delegated to   |
|----------------|----------------|-------------------------------|--|
| Above £500,000 | Above £300,000 | Board of Trustees             |  |
| Above £500,000 | Above £300,000 | Board of Trustees             | The Chair of Board of Trustees and Treasurer<br>(Only if the decision is necessary before the next Board meeting. All such actions should be reported to the next Board of Trustees meeting) |
| Up to £500,000 | Up to £300,000 | Board of Trustees             | Resources & Planning Committee<br>(With changes reported to the next Board of Trustees meeting)  |
|                |                | Resource & Planning Committee | The Chair of Resources & Planning Committee (Treasurer)  |

| Capital Budget | Revenue Budget | Authority delegated by         | Authority delegated to  |
|----------------|----------------|--------------------------------|---|
| Up to £500,000 | Up to £300,000 |                                | (Only if the decision is necessary before the next Resources & Planning Committee meeting. The Treasurer may approve the recommendation by the Executive Board but all these actions should be reported to the next Resources & Planning Committee meeting)   |
| Up to £300,000 | Up to £150,000 | Resources & Planning Committee | Executive Board<br><br>(With changes reported to the next Resources & Planning Committee meeting)   |
| Up to £300,000 | Up to £150,000 | Executive Board                | The Chair of Executive Board<br><br><i>and</i><br><br>Director of Finance & Planning or Chief Operating Officer or another member of the Executive Board<br><br>In the absence of The Chair of Executive Board, another member<br><br>of the Executive Board can replace him/her for this purpose<br><br>(Only if the decision is necessary before the next Executive Board meeting. All these actions should be reported to next meeting of the Executive Board) |

## A2. Transfer between budgets

A 2.1 Budget transfers between budgets with no impact on the bottom line surplus or deficit. The net impact of transfers is £Nil.

A2.2 General transfers from a non-permanent staffing budget to a permanent staffing budget is not permitted without express permission from the Executive Board.

A2.3 The amount of a transfer or total amount of all related transfers in a financial year is used to determine the level of authority required. Responsibility for transfers between budget heads is delegated to Executive Board and individuals as outlined below:

| Type                            | Level                                     | Authority delegated to   |
|---------------------------------|---|--|
| All budget transfer             | Anything above the levels mentioned below | <p style="text-align: center;">Executive Board</p> <p>(For any urgent approval, the Chair of the Executive Board and Chief Operating Officer or Director of Finance &amp; Planning or another member of the Executive Board can authorise. In the absence of the Chair, another member of the Executive Board can replace him/her. All changes should be reported to the next Executive Board meeting)</p> |
| Non salary budget transfers     | Up to £100,000                            | <p style="text-align: center;">Chief Operating Officer, Provost or relevant Pro Director</p> <p style="text-align: center;"><i>And</i></p> <p style="text-align: center;">Director of Finance &amp; Planning or in his/her absence or Chair of Executive Board</p>   |
| All non-salary budget transfers | Up to £75,000                             | <p style="text-align: center;">Director of Finance &amp; Planning or Chief Operating Officer or in his/ her absence Deputy Director of Finance</p> <p style="text-align: center;">(After consulting with the relevant budget holder)</p>   |
| All non-salary budget transfers | Up to £30,000                             | <p style="text-align: center;">All Budget Holders and Director of Finance &amp; Planning or Chief Operating Officer or in his/ her absence Deputy Director of Finance</p>  |

**A3. Entering into financial commitments and/or approving expenditure within Board approved budgets (includes entering into contracts,**

leases, licenses to occupy or other contractual commitments, raising purchase orders, approving invoices & expenses etc.)

| Level  | Authority delegated by | Authority delegated to  |
|--|------------------------|---|
| Above £5 Million   | Board of Trustees      | Chief Operating Officer   |
|  |                        | and   |
|  |                        | Director of Finance & Planning  |
|  |                        | and   |
|  |                        | Chair of Trustees   |
| Up to £5 Million   | Board of Trustees      | Chief Operating Officer   |
|  |                        | <i>and</i>  |
|  |                        | Director of Finance & Planning  |
|  |                        | <i>and</i>  |
|  |                        | Registrar or another member of the Executive Board  |
| Above £500,000<br>(Payroll & related statutory payments) | Board of Trustees      | Director or Deputy Director of Human Resources  |
|  |                        | and   |
|  |                        | Chief Operating Officer or Director of Finance & Planning   |
| Up to £500,000   | Executive Board        | Chief Operating Officer   |
|  |                        | <i>and</i>  |
|  |                        | Director of Finance & Planning  |
| Up to £100,000   | Executive Board        | Provost, Chief Operating Officer, Pro Director, any Director of Professional Services, in the absence of the Director of Finance & Planning |
| Up to £10,000  | Head of Department /   | Any Director of Professional Services or Centre Director  |

|  |                                   |  |
|--|-----------------------------------|--|
|  | Director of Professional Services |  |
|--|-----------------------------------|--|

\* Where approval from more than one category of approvers is required and the same person fits into two or more categories, then a separate person must approve for each category.

**A4. Writing off bad-debts**

A4.1 After making sure all reasonable steps have been taken to recover the debt in accordance with the Credit Control and Debt Management policy, following limits apply to write off bad debts:

| Individual Bad Debts | Annual Limit*  | Approving Authority   |
|----------------------|----------------|---|
| Above £50,000        | Above £500,000 | Resources & Planning Committee  |
| Up to £50,000        | Up to £500,000 | Executive Board   |
|                      |                | (A report of all bad debts written off to be submitted to the Resources & Planning Committee) |
| Up to £25,000        | Up to £200,000 | Director of Finance & Planning or Deputy Director of Finance                                  |
|                      |                | and   |
|                      |                | Another bank signatory (outside Finance)  |
|                      |                | (A report of all bad debts written off to be submitted to the Executive Board)                |

\* Total of all write offs in a financial year.

**APPROVED BY RESOURCES AND PLANNING COMMITTEE: 22 SEPTEMBER 2022**  
**APPROVED BY BOARD OF TRUSTEES: 5 OCTOBER 2022**

# Part C

## Standing Order Annexes



# Standing Order Annex I: Academic Assembly

**To consider matters regarding academic policy and institutional strategy**

## **Reporting**

Academic Assembly provides input into Senate.

## **Membership**

The membership of the Academic Assembly will comprise:

- |                             |   |
|-----------------------------|---|
| <b>Chair</b>                | <ul style="list-style-type: none"><li>• Elected by the Academic Assembly</li></ul>  |
| <b>Deputy Chair</b>         | <ul style="list-style-type: none"><li>• Elected by the Academic Assembly</li></ul>  |
| <b>Members</b>              | <ul style="list-style-type: none"><li>• All academic staff</li><li>• All professional services staff working on teaching, research and knowledge exchange</li></ul> |
| <b>Non-Voting Observers</b> | <ul style="list-style-type: none"><li>• All other professional services staff</li></ul>   |
| <b>Secretary</b>            | <ul style="list-style-type: none"><li>• The secretary will be appointed by the Chair of the Academic Assembly</li></ul>   |

## **Meetings**

The Committee will normally hold three ordinary meetings per annum and the quorum will be 30 members.

## **Terms of Reference**

The Academic Assembly will have the following terms of reference:

- (a) To consider matters referred to it by the Senate, Executive Board or 30 of its membership, regarding academic policy and institutional strategy
- (b) To provide academic input in to key School issues and feed this back to the Senate
- (c) To report annually to the Board of Trustees
- (d) To elect a Chair and Deputy Chair for the Academic Assembly from its membership
- (e) To undertake a ballot of its full membership via electronic voting

- (f) To remit matters to the Senate for reconsideration or amendment with the agreement of the majority of a quorate meeting (30 voting members).
- (g) To consult, undertake enquiries into, and vote on significant issues affecting SOAS and report to Senate on its deliberations

**APPROVED BY ACADEMIC ASSEMBLY: 8 JUNE 2022**

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 21 SEPTEMBER  
2022**



# Standing Order Annex II: Teaching, Learning and Student Experience Committee

Teaching, Learning & Student Experience Committee is a sub-committee of Senate. It is required to report to Senate on a termly basis.

## Reporting

Teaching, Learning & Student Outcomes Committee will report to the Senate.

## Membership

The membership of the Teaching, Learning & Student Experience Committee will comprise:

### Chair

- Deputy Director and Provost

### Ex-Officio Members

- Pro-Director Research and Knowledge Exchange
- Academic Registrar
- Director of Learning and Teaching
- Chair of Student Engagement and Outcomes Committee
- Chair of Curriculum Quality Assurance Committee
- Head of Academic Services
- Head of Access, Participation and Student Success
- College Teaching and Learning Convenors (if not chairs of subcommittees)
- Director of Planning
- Director of Learning and Teaching Enhancement
- Head of Doctoral School
- Head of Student Experience, Engagement & Retention
- Head of Careers
- Director Marketing, Student Recruitment and Admissions
- Head of Department from each college – post to be rotated on a termly basis

### Other Members

- 1 representative from the Library, nominated by Chief Librarian
- 1 academic representative from each college (who is not represented on another academic committee)
- 1 academic representative from Foundation School

- 1 academic representative from Language Centre nominated by Director of Marketing, Student Recruitment and Admissions
- 3 full members of the Students' Union appointed by the Students' Union Executive Committee: one undergraduate student, one postgraduate taught student, and one research student
- 1 Student Union sabbatical officer
- Chair of Decolonising SOAS Working Group

### **Secretary**

- The Academic Registrar or nominee will serve as Secretary.

### **Meetings**

The Committee will normally hold at least three ordinary meetings per annum and the quorum will be a third of committee members.

### **Standing Committees**

The Teaching, Learning & Student Experience Committee will appoint the following Standing Committees. The Terms of Reference for these committees will be approved by the Teaching, Learning & Student Experience Committee. The Teaching, Learning & Student Experience Committee will receive regular reports from these committees and approve proposals from them;

- Curriculum Quality Assurance Committee
- Student Experience and Outcomes Committee

The Teaching, Learning & Student Experience Committee may delegate activities and authorities to its Standing Committees as appropriate, but retains overall responsibility for these.

### **Terms of Reference**

The Teaching, Learning & Student Experience Committee will have the following terms of reference:

- (a) To consider and advise on the development of the School's overall Education Strategy and to recommend a strategy to Senate for formal approval
- (b) To consider and advise on the development of policies, procedures and implementation plans related to the Education Strategy and on matters relating to the School's profile of academic programmes (whether leading to degrees or not), their mode of delivery, partnerships and collaborations, the marketing of these programmes, policy with regard to student prizes, student recruitment and widening participation. Where necessary, making recommendations to Senate and other committees as appropriate.

- (c) To annually review the Education Strategy and associated key indicators , recommending changes as appropriate;
- (d) To receive reports in respect of the development and delivery of those areas of learning and teaching which relate to research degrees, and the quality of the School's provision for research students;
- (e) To oversee the maintenance and monitoring of academic standards and quality. Where necessary, making recommendations to Senate and other committees as appropriate.
- (f) To make recommendations on objectives and policies that maintain and enhance the quality and standards of learning and teaching, in accordance with published internal and external frameworks, requirements and benchmarks, including those laid down by the designated body for quality assurance and by professional, statutory and regulatory bodies;
- (g) To consider reports from and to external learning and teaching and quality assurance agencies and professional, statutory and regulatory bodies on the standards and quality of the School's provision;
- (h) To advise Research & Enterprise Committee of changes to internal and external frameworks and requirements where these have implications for its work in maintaining the standards of research degrees and the quality of provision for postgraduate research students;
- (i) To identify and disseminate examples of good practice in learning and teaching, on the development of a strategic approach to quality enhancement across the School;
- (j) To recommend to Senate changes to policy relating to the maintenance and enhancement of high quality professional teaching standards and practice and to monitor the implementation of such policy;
- (k) To receive and respond to reports related to student satisfaction and achievement and outcomes, including NSS, continuation and completion and Graduate Outcome reports
- (l) To oversee the SOAS's participation and performance in teaching assessment exercises and to evaluate outcomes, reporting to Senate and the Board of Trustees.
- (m) To recommend to Senate changes to academic regulations, including those related to admissions, assessment and progression; and to approve changes to related policies, procedures, guidelines and codes of practice recommended by its sub-committees;
- (n) To receive reports on requests for the suspension of regulations; to consider any issues arising from such requests and make recommendations for the development of policy and regulations if necessary;

- (o) To advise Executive Board on the School's procedures for Comprehensive Review and monitor how this process meets requirements for the periodic review of programmes; to receive reports arising from Comprehensive Review which relate to learning and teaching, consider and approve their recommendations and monitor their implementation;
- (p) To approve and keep under review the School's procedures for annual programme review; to consider an annual report and recommendations on the issues raised; to monitor the implementation of those recommendations;
- (q) To approve and keep under review the School's procedures for the consideration of quality and standards in relation to provision delivered in partnership with others, and to approve the academic delivery, oversight and quality assurance plans of teaching or research student related teaching provision once the partner has been approved via the Senate and Board, and after its business case is approved by the EB Sub-committee. In addition, TELSEC may approve partnerships of mobility.
- (r) To monitor the delivery of the School's Access Agreement and to advise the Deputy Director and Provost on proposals being made for its future development;
- (s) To approve nominations for chairs and deputy chairs of exam boards and sub-boards; to approve changes to the allocation of programmes and modules to sub-boards; to recommend to Senate changes to the Terms of Reference or procedures of exam boards relating to their role in the maintenance and monitoring of academic standards;
- (t) To approve and keep under review the School's procedures for the appointment of visiting examiners
- (u) To approve term dates;
- (v) To note the approval of programmes and amendments to programmes by the Curriculum Quality Assurance Committee, and report these to Senate;
- (w) To oversee the work and receive termly reports from the, Curriculum Quality Assurance Committee, the Student Experience Committee. and the three College Learning and Teaching Committees, ensuring that the approach to and quality of Teaching and Learning is consistent across the three Colleges

**APPROVED BY TEACHING, LEARNING AND STUDENT EXPERIENCE COMMITTEE: 12 OCTOBER 2022**

**APPROVED BY SENATE: 13 SEPTEMBER 2022**

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 10 NOVEMBER 2022**

# Standing Order Annex III: Equality and Diversity Committee

## Reporting

The Equality and Diversity Committee reports to the Senate. It is required to report to the Senate on a termly basis and to Board of Trustees on a regular basis. It also has a responsibility to liaise with other committees and to keep them informed as necessary. The committee will report quarterly to the Executive Board and has the authority to escalate issues to it for further action or consideration. Members of the committee are functional representatives and are expected to communicate key issues and updates acting as a key link between the SOAS community and governance structures.

## Membership

The membership of the Equality and Diversity Committee will comprise:

### Chair

- A Senate member nominated by the Director

### Ex-Officio Members

- Diversity and Inclusion Manager
- Director of Finance and Planning
- Director of Human Resources
- Director Research and Knowledge Exchange
- Head of Student Access & Participation
- Head of Student Casework
- Head of Planning

### Other Members

- 3 Heads of Department one from each college
- 3 academic representatives one from each college
- Heads of Learning and Teaching from each college
- 1 Student Union representative appointed by the Students' Union Executive Committee and one designated substitute to attend in a member's absence
- 1 Postgraduate Research student representative and one designated substitute to attend in a member's absence
- 1 UCU representative and one designated substitute to attend in a member's absence
- 1 UNISON representative and one designated substitute to attend in a member's absence

\* A maximum of 2 named Students' Union Officers will attend meetings.

## **Secretary**

- The Chair of the Equality and Diversity Committee will nominate a Secretary.

## **Meetings**

The Committee will normally hold three ordinary meetings per annum and the quorum will be a third of committee members.

## **Terms of Reference**

The Equality & Diversity Committee will have the following terms of reference

- (a) Oversee the implementation of SOAS EDI strategy and ensure its alignment with other strategies.
- (b) Monitor and review SOAS performance across a range of equality, diversity, and inclusion measures.
- (c) To consider strategic planning and policy development matters relating to equality and diversity and make recommendations to Academic Board and other committees as appropriate.
- (d) Hold EDI function leads accountable for delivery of EDI outcomes through regular reports.
- (e) Commission and provide scrutiny to data, evidence and reports relating to equality, diversity, inclusion.
- (f) Oversee and approve equality submissions for accreditation and benchmarking.

**APPROVED BY EDI COMMITTEE: 19 OCTOBER 2022**

**APPROVED BY SENATE: 13 SEPTEMBER 2022**

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 10 NOVEMBER 2022**



# Standing Order Annex V: Research and Knowledge Exchange Committee

**Research & Knowledge Exchange Committee is a sub-committee of Senate. It is required to report to Senate on a termly basis. It also has a responsibility to liaise with other committees and to keep them informed as necessary.**

## Reporting

Research & Knowledge Exchange Committee reports to the Senate.

## Membership

The membership of the Research & Knowledge Exchange Committee will comprise:

- |                      |   |
|----------------------|---|
| <b>Chair</b>         | <ul style="list-style-type: none"> <li>• Pro-Director (Research &amp; Knowledge Exchange)</li> </ul>  |
| Ex-Officio Members   | <ul style="list-style-type: none"> <li>• 3 College Research and Knowledge Exchange Convenors (if not chairs of sub committees)</li> <li>• 1 Departmental Research and Knowledge Exchange Convenor from each College</li> <li>• Head of Doctoral School</li> <li>• Director of Research and Knowledge Exchange</li> <li>• Academic Registrar</li> <li>• Chief Librarian</li> <li>• Head of Department from each college</li> <li>• Chair of Knowledge exchange Committee</li> <li>• Chair of Research culture Committee</li> <li>• Chair of Research Ethics panel</li> </ul> |
| <b>Other Members</b> | <ul style="list-style-type: none"> <li>• 2 representatives from the academic community, one of which should be an early career researcher (an individual who is either: within eight years of their PhD award, or equivalent professional training).</li> <li>• 1 doctoral researcher nominated by the Research Students' Association (RSA)</li> </ul>  |
| <b>Secretary</b>     | <ul style="list-style-type: none"> <li>• The secretariat will be provided by the Research and Knowledge Exchange Division.</li> </ul>   |

## **Meetings**

The Committee will normally hold three ordinary meetings per annum and the quorum will be a third of committee members.

## **Standing Committees**

The Research & Knowledge Exchange Committee will appoint the following Standing Committees. The Terms of Reference for these committees will be approved by Research & Knowledge Exchange Committee. The Research & Knowledge Exchange Committee will receive regular reports from these committees and approve proposals from them;

- Knowledge Exchange Sub-Committee
- Research Culture Sub-Committee
- Research Ethics Panel

The Research & Knowledge Exchange Committee may delegate activities and authorities to its Standing Committees as appropriate, but retains overall responsibility for these.

## **Terms of Reference**

Research & Knowledge Exchange Committee will have the following terms of reference:

- (a) To consider and advise on the development of the School's overall Research and Knowledge Exchange Strategy, and to recommend a strategy to Senate for formal approval.
- (b) To consider and advise on the development of policies, procedures and implementation plans related to the Research and Knowledge Exchange Strategy. Where necessary, making recommendations to Senate and other committees as appropriate.
- (c) To monitor the implementation of college actions plans, and review progress against the SOAS Research and Knowledge Exchange Strategy.
- (d) To annually review the Research and Knowledge Exchange Strategy and associated key performance indicators.
- (e) To provide termly reports to Senate regarding the research and knowledge exchange performance and an annual report on progress against the Research and Knowledge Exchange Strategy.
- (f) To oversee SOAS's participation and performance in research and knowledge exchange assessment exercises and to evaluate outcomes, reporting to Senate and the Board of Trustees.
- (g) To approve recommendations from Colleges relating to the establishment, monitoring and closure of research centres and institutes.

- (h) To advise on ethical matters relating to the School's research and knowledge exchange in accordance with the School's ethics policy and related procedures.
- (i) To oversee the work and receive termly reports from the Research Culture Sub-Committee, Knowledge Exchange Sub-Committee, the Research Ethics Panel and the three College Research and Knowledge Exchange Committees.
- (j) To approve applications for Professors of Practice, Community Fellows, Policy Fellows and Global Fellows.

**APPROVED BY RESEARCH AND KNOWLEDGE EXCHANGE COMMITTEE: 26  
OCTOBER 2022**

**APPROVED BY SENATE: 13 SEPTEMBER 2022 APPROVED BY GOVERNANCE AND  
NOMINATIONS COMMITTEE: 10 NOVEMBER 2022**

# Standing Order Annex XII: Health, Safety and Risk Committee

**The Health, Safety and Risk Committee will keep under review all matters involving the safety and occupational health of staff, students and other persons within the School environment. The Committee also keeps under review local and strategic risks across the School.**

## **Reporting**

Health, Safety & Risk Committee reports to the Audit and Risk Committee

## **Membership**

The membership of the Health, Safety & Risk Committee will comprise:

### **Chair**

- A member of staff, appointed by the Board of Trustees (normally the Chief Operating Officer)

### **Ex-Officio Members**

- Director Governance
- Director Estates & Property Services
- Director of Communications
- Chief Librarian
- A member of staff from the Human Resources Directorate nominated by Director Human Resources
- Health, Safety and Security Manager
- Fire Safety Manager
- Health & Safety Manager
- Governance Manager

### **Other Members**

- Health and Safety representative for each College
- Health and Safety representative for each Professional Services Directorate
- 1 local risk register owner
- 1 representative from each of the recognised Trade Unions
- 1 enrolled student nominated by the Students' Union Executive Committee

### **Secretary**

- The Chief Operating Officer and Clerk to the Board will nominate a Secretary.

## **Meetings**

The Committee will normally hold three ordinary meetings per annum and the quorum will be a third of committee members.

## **Terms of Reference**

The Health, Safety & Risk Committee will have the following terms of reference:

### Health & Safety

- (a) To propose and consider policy changes with respect to the health, safety, security and welfare of School staff (including contractors and outsourced workers), students, visitors and of other persons who may be affected by work carried out within or external to the School or as part of the School's activities (including external fieldwork activities carried out in both the United Kingdom and overseas). The term 'health and safety' will include the School's security provision, fire arrangements and occupational health service;
- (b) To monitor implementation of health and safety policies and codes of practice and to propose changes as necessary;
- (c) To advise the Board of Trustees through the Secretary on health and safety implications of School strategies and plans, including those relating to the development of the Estate;
- (d) To provide an annual report of the Committee's activities and recommendations to the Board of Trustees;
- (e) To monitor compliance with current health and safety and related legislation;
- (f) To keep under review current, emerging and potential challenges in relation to health and safety in the external environment that could have impact on School activities (including proposed changes to legislation), discuss the implications and provide advice on possible responses and implement change where appropriate;
- (g) To provide input into the School's emergency and business continuity planning;
- (h) To review accidents, incidents, hazardous occurrences, sickness absence and ill health (including stress) related to work undertaken by staff, students and visitors, and to ensure corrective action is undertaken and consider implications for strategy, policy or practice;
- (i) To ensure appropriate health and safety training is provided and to monitor its effectiveness;
- (j) To provide guidance to managers, other staff, students and visitors about policy and practice concerning health and safety;

- (k) To keep under review the provision of information and communication of health and safety information;
- (l) To consider reports from the management representatives, Union safety representatives, staff and student representatives and any other appropriate bodies, including any audit or inspection reports.

#### Risk Management

- (m) To receive regular reports from the School's risk register owners on their risk registers;
- (n) To monitor the School's risk management strategies;
- (o) To have oversight of the School's local risk registers;
- (p) To make recommendations to the Audit and Risk Committee about whether any local risks need to be converted into strategic risks.

**APPROVED BY HEALTH SAFETY AND RISK COMMITTEE: 18 MAY 2023**

**APPROVED BY AUDIT AND RISK COMMITTEE: 22 JUNE 2023**

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 01 JUNE 2023**



# Standing Order Annex XIII: Honorary Degrees and Fellowships Committee

**The Honorary Degrees and Fellowships Committee is responsible for making recommendations to the Governance and Nominations Committee and the Board of Trustees for the award of the Honorary Degree and Honorary Fellowships**

## **Reporting**

Honorary Degrees & Fellowships Committee reports to the Governance and Nominations Committee

## **Membership**

The membership of the Honorary Degrees & Fellowships will comprise:

- |                           |  |
|---------------------------|--|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• Director</li></ul>   |
| <b>Ex-Officio Members</b> | <ul style="list-style-type: none"><li>• Deputy Director and Provost</li><li>• Pro-Director(s)</li><li>• Chief Operating Officer and Clerk to the Board</li></ul>   |
| <b>Other Members</b>      | <ul style="list-style-type: none"><li>• 2 Heads of Department nominated by the Director</li><li>• 2 members of Senate</li><li>• 1 of the Students' Union Presidents nominated by the Students' Union Executive Committee</li></ul> |
| <b>Secretary</b>          | <ul style="list-style-type: none"><li>• The Chief Operating Officer and Clerk to the Board will nominate a Secretary.</li></ul>  |

## **Meetings**

The Committee will normally hold two ordinary meetings per annum, usually well in advance of graduation in July

## **Terms of Reference**

The Honorary Degrees & Fellowships Committee will have the following terms of reference:

After considering any suggestions from members of the School:

- (a) to make recommendations to the Governance and Nominations Committee and Board of Trustees that the School should award Honorary Fellowships to particular individuals.

- (b) to make recommendations to the Governance and Nominations Committee and Board of Trustees that the School should award Honorary Degrees to particular individuals.

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 21 SEPTEMBER  
2022**



# Standing Order Annex XIV: Investment Committee

**The purpose of the Investment Committee is to govern, manage and regulate the investments of the School.**

## **Reporting**

The Investment Committee reports to the Resources and Planning Committee.

## **Membership**

The membership of the Investment Committee will comprise:

- |                           |   |
|---------------------------|---|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• Chair of Resources &amp; Planning Committee</li></ul>   |
| <b>Ex-Officio Members</b> | <ul style="list-style-type: none"><li>• Director</li><li>• Chief Operating Officer</li><li>• One Lay Member of Board of Trustees not on Resources &amp; Planning Committee</li><li>• The Director of Finance &amp; Planning</li><li>• one other academic member</li></ul> |
| <b>Other Members</b>      | <ul style="list-style-type: none"><li>• Such other members as may be co-opted by the Committee from time to time.</li><li>• The Head of Financial Accounting to attend in respect of accounting technical matters</li></ul>   |
| <b>Secretary</b>          | <ul style="list-style-type: none"><li>• The Chief Operating Officer and Clerk to the Board will nominate a Secretary.</li></ul>   |

## **Meetings**

The Committee will normally hold two ordinary meetings per annum, in March and September. The quorum will be a third of committee members.

## **Terms of Reference**

The Investment Committee will have the following terms of reference:

- (a) To develop the annual SOAS Investment Strategy, and to put forward proposed recommendations to the Resource and Planning Committee and Board of Trustees to approve
- (b) To receive reports and advice from the School's investment managers on the performance of its endowment asset investments;

- (c) To report and make recommendations to Resources & Planning Committee on:
  - i. Performance and selection of investment managers;
  - ii. Investment strategy;
  - iii. Extraction rate
- (d) To assess the ethics and diversity and ESG policies of SOAS in the context of existing investments and guidance provided to the fund managers for future asset allocation, to ensure these are aligned with SOAS's overall policies
- (e) To make recommendations to Resources & Planning Committee on the strategy and investment criteria for short-term liquid (cash and cash equivalent) investments including the Unrestricted Scholarships Endowment Fund;
- (f) In exceptional circumstances, to determine investment strategy on behalf of Resources & Planning Committee (for example, if there was an urgent need to safeguard the School's endowment assets by moving from equities into cash or gilts).

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 21  
SEPTEMBER 2022**



# Standing Order Annex XVI: Ethics Panel for Philanthropic Gifts

**The Ethics Panel for Philanthropic Gifts is responsible for the acceptance of philanthropic gifts by the School as delegated by the Board of Trustees.**

## **Reporting**

The ultimate responsibility for the acceptance of gifts by SOAS lies with the Board of Trustees delegated to the Ethics Panel for Philanthropic Gifts. The responsibility for managing the procedure by which gifts are accepted is devolved to Advancement.

## **Membership**

The membership of the Ethics Panel will comprise:

- |                  |   |
|------------------|---|
| <b>Chair</b>     | <ul style="list-style-type: none"><li>• Director</li></ul>  |
| <b>Members</b>   | <ul style="list-style-type: none"><li>• Two lay members of the Board of Trustees</li><li>• Chief Operating Officer and Clerk to the Board</li><li>• Head of Advancement</li><li>• Two academic representatives</li><li>• Chief of Staff</li></ul> |
| <b>Secretary</b> | <ul style="list-style-type: none"><li>• The Head of Advancement will nominate a Secretary.</li></ul>  |

## **Meetings**

Given the agility required to consider proposed philanthropic gifts and due diligence relating to donors, the panel will review matters on a virtual basis which will then be formally recognised at three ordinary meetings held once per term.

Quoracy of the Ethics Panel for Philanthropic Gifts must be a minimum of 50%, including a representative of the Board of Trustees. In the event the Ethics Panel for Philanthropic Gifts cannot reach a decision, the case must be referred to the Board of Trustees. If a decision is urgently required, the Chair of the Ethics Panel for Philanthropic Gifts must engage the Chair of the Board of Trustees, the two Deputy Chairs of the Board of Trustees, and the Chair of the Audit and Risk Committee.

If a decision or consensus cannot be reached by the Ethics Panel, this will be escalated to the Board of Trustee Chair, a vice Chair, and the Chair of the Audit and Risk Committee

### **Terms of Reference**

The Ethics Panel for Philanthropic Gifts will have the following terms of reference:

- (a) All gifts of £1,000,000 and above must be approved by the Ethics Panel for Philanthropic Gifts. A Gift Acceptance Record must be completed, authorised by the Chair of the Ethics Panel for Philanthropic Gifts.
- (b) To consider gifts under £1,000,000 which has been referred and requires a broader institutional decision.
- (c) Where there are concerns regarding ethics or legality, the Ethics Panel for Philanthropic Gifts will deliberate on the source of the gift and refer any acceptances to the Audit Committee and the Board of Trustees for approval.

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 21 SEPTEMBER 2022**

# Standing Order Annex XVII: Prevent Steering Group

The Prevent Steering Group is responsible for managing the School's obligations under the Counter Terrorism and Security Act 2015 and in line with the guidance for higher education institutions in England and Wales published in 2021 (known as "The Prevent Duty"). Reporting to the Board of Trustees through the Audit and Risk Committee and School Executive, work will be undertaken in partnership with all members of the School community, including trustees, staff, students, visitors and contractors. The Steering Group will promote a shared awareness and understanding of the risk of radicalisation within the School and monitor, review and act on the effectiveness of the School's arrangements in respect of the legislation.

## Reporting

The Prevent Steering Group reports to the Audit and Risk Committee.

## Membership

The membership of the Prevent Steering Group will comprise:

### Chair

- Academic Registrar

### Members

- Chief Operating Officer
- Director of Human Resources
- Health and Safety Security Manager
- Director of Marketing, Recruitment and Student Admissions
- Chief Information Officer
- Student Union
- Health and Safety Representatives from each College

### Secretary

- The Chief Operating Officer and Clerk to the Board will nominate a Secretary.

## Meetings

The Committee will normally hold three ordinary meetings per annum (once per term) and the quorum will be a third of members.

## Terms of Reference

The Prevent Steering Group will have the following terms of reference:

- (a) Manage all aspects of the Prevent Duty to ensure compliance with legislation and best

practice, and in accordance with the School's Code of Practice on Freedom of Speech to include:

- i. Mechanisms to assess risks associated with Prevent
  - ii. Action planning activities to mitigate identified risks
  - iii. The identification and links through to School welfare support systems and external support bodies as necessary
  - iv. Systems for assessing and mitigating risks around external speakers and events on campus in line with the School's duty to promote freedom of speech
  - v. Ongoing Prevent training for relevant staff
  - vi. IT usage policies, and where appropriate a research policy, which covers the Prevent duty
  - vii. Engagement mechanisms with students to ensure that students' unions and societies are aware of policies concerning activities on campus
- (b) Responsible for the Submission of The School's Prevent Duty Annual Report to the Office for Students (OfS)
- (c) Maintain the School's Prevent Risk register, identifying, monitoring and mitigating risks associated with compliance with the Duty, escalating key risks to the School Executive as appropriate
- (d) Monitor and maintain the Prevent Action Plan, ensuring completion of the actions required to meet the requirements of the Duty and of the OfS.
- (e) Promote understanding of the Duty throughout the School through training, updates, events and liaison with relevant committees and groups.
- (f) Provide an advisory role on the Prevent Duty and its requirements, make recommendations to the School Executive and Board of Trustees, and others on improvements and priorities as required.
- (g) Liaise with and coordinate the work of the group with the Schools Protect and Prepare action plan, seeking expert guidance from other School Groups as required on specific tasks.
- (h) Coordinate the liaison with local partners, including DoE Prevent Regional HE/FE Co-ordinator, representing SOAS at local and national events relevant to the Prevent Duty

**APPROVED BY AUDIT AND RISK COMMITTEE: 14 SEPTEMBER 2022**

**APPROVED BY GOVERNANCE AND NOMINATIONS COMMITTEE: 21 SEPTEMBER 2022**

# Part D

## Terms of Reference Committee and Panels

# Terms of Reference: Research Ethics Panel

**The Research Ethics Panel (REP) is a sub-committee of Research and Knowledge Exchange Committee. It is required to report to Research and Knowledge Exchange Committee on a regular basis. It also has a responsibility to liaise with other committees and to keep them informed as necessary.**

## **Reporting**

The Research Ethics Panel reports to the Research and Knowledge Exchange Committee

## **Membership**

The membership of the Research Ethics Panel will comprise:

- |                           |   |
|---------------------------|---|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• College Research and Knowledge Exchange Convenor with cross-institutional responsibility for Research Ethics and Governance</li></ul>   |
| <b>Ex-Officio Members</b> | <ul style="list-style-type: none"><li>• 1 representative from each College Research and Knowledge Exchange Committee</li><li>• Head of the Doctoral School</li><li>• Secretary to the Panel</li></ul>   |
| <b>Other Members</b>      | <ul style="list-style-type: none"><li>• 1 lay member appointed by the Board of Trustees</li><li>• (Up to) 5 senior academics to be nominated by the Chair</li><li>• Doctoral School Manager</li><li>• 1 doctoral researcher from the Research Student Association</li><li>• Observers in attendance or providing submission</li></ul> |
| <b>Secretary</b>          | <ul style="list-style-type: none"><li>• The secretariat will be provided by the Research and Knowledge Exchange Directorate</li></ul>   |

The Chair and *ex-officio* members retain permanent voting rights for decisions as set out in the Terms of Reference. Other members in attendance to not retain permanent voting rights.

## **Meetings**

The Committee will normally hold three ordinary meetings per annum and the quorum will be a third of members.

## **Terms of Reference**



The Research Ethics Panel will have the following Terms of Reference:

- (a) To consider ethical matters relating to funded research (external and internal).
- (b) To consider research proposals, publications and other outputs which are referred to the Panel (including mandatory referrals) and to assess the ethical issues raised by projects submitted to it for consideration, and to grant or withhold approval.
- (c) To provide advice to staff, doctoral researchers and students on ethical matters relating to research to ensure that such work complies with recognised ethical standards; that the public, staff and students are protected from harm and that the reputation of the School is safeguarded.
- (d) Where appropriate and necessary, to review and revise the Ethics policy and Research governance policy (including procedures for dealing with allegations of research misconduct).
- (e) To provide assurance to the Board on compliance with the Concordat for Research Integrity

**APPROVED BY RESEARCH AND KNOWLEDGE EXCHANGE COMMITTEE: 25  
JANUARY 2022**



# Terms of Reference: Knowledge Exchange Committee

The Knowledge Exchange Sub-Committee will support the Pro-Director Research and Enterprise in implementing the Knowledge Exchange aspects of SOAS's Research and Knowledge Exchange strategy. This includes preparations for, and submissions to the Knowledge Exchange Framework (KEF) and with respect to the Knowledge Exchange Concordat (KEC). The Committee aims to optimise submissions that the School makes to both, within the context of its broader research and knowledge exchange strategy.

## Reporting

The Knowledge Exchange Committee reports to the Research and Knowledge Exchange Committee

## Membership

The membership of the Knowledge Exchange Committee will comprise:

### Chair

- College Research and Knowledge Exchange Convenor with cross-institutional responsibility for Knowledge Exchange

### Ex-Officio Members

- Director of Research and Knowledge Exchange (or nominee)
- Director of Marketing, Student Recruitment and Admissions (or nominee)
- Director of Library and Learning (or nominee)

### Other Members

- 2 academic representatives from each College nominated by that College. Academic representatives will normally be "experienced practitioners" with practical knowledge and expertise in knowledge exchange and impact.
- 2 early career researchers (individuals who are either: within eight years of their PhD award, or equivalent professional training).
- Ad hoc members may be invited to attend specific meetings where discussion is particularly relevant to them but will not be expected to be in regular attendance

### Secretary

The secretariat will be provided by the Research

### **Meetings**

The Committee will normally have one ordinary meeting per term, and the quorum will be a third of members.

### **Terms of Reference**

The Knowledge Exchange Committee will have the following Terms of Reference:

- (a) To encourage, facilitate and monitor knowledge exchange (including student entrepreneurship) and the impact of SOAS research in line with its aim to be research-intensive, and the requirements of the KEF and KEC.
- (b) To monitor and approve SOAS's submissions to the KEF and the KEC; to optimise the results of both and associated benefits accruing to the School, balancing these against the School's broader strategic priorities.
- (c) To receive reports on the allocation of HEIF and other knowledge exchange funds and to approve the HEIF annual monitoring statement.
- (d) To receive regular reports of information relevant to the KEF and KEC undertaken by departments, colleges and professional service departments around the School. This includes overseeing the School's submission of HE-BCI Survey and other knowledge exchange data returns.
- (e) To support the communication of knowledge exchange and the interpretation of government policy and initiatives, ensuring that information is disseminated to relevant staff.
- (f) To oversee and approve partnerships on behalf of the Research and Knowledge Exchange Committee on potential non-HEI partnerships, intellectual property and the commercial implications of research and knowledge transfer.

**APPROVED BY RESEARCH AND KNOWLEDGE EXCHANGE COMMITTEE: 25  
JANUARY 2023**

# Terms of Reference: Research Culture Committee

**The Research Culture Committee seeks to share best practice and to ensure SOAS's research environment is supportive and inclusive. The Committee will establish policies and mechanisms to promote a positive research culture at SOAS, addressing key policy areas including Research integrity and Ethics; Open Research; Supporting the Career Development of Researchers, Equality, diversity, inclusion; the decolonisation of research; and the role of research metrics, assessment, and research practices.**

## **Reporting**

The Research Culture Committee reports to the Research and Knowledge Exchange Committee

## **Membership**

The membership of the Research Culture Committee will comprise:

### **Chair**

- College Research and Knowledge Exchange Convenor with Cross-Institutional Responsibility for Researcher Development and Ethics

### **Ex-Officio Members**

- 3 College Research and Knowledge Exchange Convenors
- 2 early career researchers (individuals who are either: within eight years of their PhD award, or equivalent professional training).
- Director of Research and Knowledge Exchange (or nominee)
- Director of Human Resources (or nominee)
- Research Culture Manager
- Associate Director Equity and Accountability

### **Secretary**

- The secretariat will be provided by the Research and Knowledge Exchange Directorate

## **Meetings**

The Committee will normally one ordinary meeting per term, and the quorum will be a third of members.

## **Terms of Reference**

The Knowledge Culture Committee will have the following Terms of Reference:

- (a) To ensure that work on improving research culture across SOAS aligns with our overall Research and Knowledge Exchange Strategy
- (b) To oversee and recommend initiatives to improve SOAS research culture.
- (c) To monitor SOAS performance in relation to external commitments (e.g. the Concordat to Support the Career Development of Researchers and the Human Resources Excellence in Research Award).
- (d) To oversee SOAS's submission to the HR Excellence in Research (HREiR) and the Concordat to Support the Career Development of Researchers (Concordat) through receiving and discussing reports from the HREiR and Concordat sub-committee and to support SOAS work to increase engagement with the standards and principles therein
- (e) To share initiatives and best practice from College-level activities that seek to improve research culture, e.g. workshops, focus groups, meetings, coaching and mentoring, away days and writing retreats, and to review these against strategies to meet research culture commitments (e.g. in the HREiR and the Concordat)
- (f) To receive and reflect on reports from the Research Culture Manager about the use of external funds (e.g. Enhancing Research Culture Fund and Participatory Research Fund)
- (g) To set and review SOAS journal and publication policies; to receive updated reports and relevant data from the Libraries Directorate e.g. on number of journal deals, Open Access outputs, and expenditures
- (h) To receive and reflect on reports from Human Resources and Equity on actions against commitments in the HR Excellence in Research submission
- (i) To receive and reflect on the most recent data from Human Resources:
  - a. on SOAS academics based on career level, and review career development and leadership initiatives that support SOAS academics in each stage
  - b. on Wellbeing and Career Development initiatives for SOAS researchers
- (j) To develop strategies, based on data analysis and lessons learned, that outline next steps and make recommendations to the Research and Knowledge Exchange Committee

**APPROVED BY RESEARCH AND KNOWLEDGE EXCHANGE COMMITTEE: 25  
JANUARY 2023**



# Terms of Reference: Doctoral School Management Group

## Reporting

The Doctoral School Management Group reports to the Research and Knowledge Exchange Committee

## Membership

The membership of the Doctoral School Management Group will comprise:

- |                           |  |
|---------------------------|--|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• Head of Doctoral School</li></ul>  |
| <b>Ex-Officio Members</b> | <ul style="list-style-type: none"><li>• Associate Directors for Research</li><li>• Doctoral School Manager</li><li>• Research Skills Trainer/Coordinator (PGRSs)</li><li>• Careers Consultant (PhD and ECRs)</li></ul> |
| <b>Other Members</b>      | <ul style="list-style-type: none"><li>• Student Representative for MPhil/M(A)Res</li><li>• Student Representative for PhD</li></ul>  |
| <b>Secretary</b>          | <ul style="list-style-type: none"><li>• Doctoral School Coordinator (Secretary)</li></ul>  |

## Meetings

The Group will meet monthly in term time, with additional meetings if business so dictates at the beginning of the academic year. The quorum will be a third of members.

## Terms of Reference

The Doctoral School Management Group will have the following Terms of Reference:

- (a) To lead the management of the School's Postgraduate Research Students
- (b) Develop processes and policies relating to postgraduate research students and research training, including the research training element of M(A)Res degrees;
- (c) Operate as a forum to inform the School's Research Strategy;
- (d) To represent SOAS in relation to the ESRC-funded Bloomsbury Doctoral Training Centre for the Social Sciences;

- (e) To support the management, processes and reporting to the AHRC (including consortia networks);
- (f) To represent the School in relation to research student issues between the Bloomsbury Colleges;
- (g) Review and oversee the postgraduate scholarships management and policy;
- (h) To advise on the management of the SOAS Doctoral School Hub building at 53 Gordon Square, and other PGRS facilities;
- (i) To receive Doctoral School finance reports.

# Terms of Reference: Curriculum Quality Assurance Committee

**The purpose of the committee is to consider programme proposals and core/compulsory module proposals; to check the paperwork presented is to a high standard and complete; to make a final decision to approve or reject such proposals following approval of the business case by the Executive Board Curriculum Development and Collaborative Provision sub-committee.**

## **Reporting**

The Curriculum Quality Assurance Committee reports to the Teaching, Learning & Student Outcomes Committee. It also has a responsibility to liaise with other committees and to keep them informed as necessary.

## **Membership.**

The membership of the Curriculum Quality Assurance Committee will comprise:

- |                           |   |
|---------------------------|---|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• Deputy Director and Provost, or nominee</li></ul>   |
| <b>Ex-Officio Members</b> | <ul style="list-style-type: none"><li>• Academic Registrar</li><li>• Director of Learning and Teaching</li><li>• Curriculum, Assessment and Quality Assurance Manager</li><li>• Director of Marketing Student Recruitment and Admissions</li><li>• Head of Learning &amp; Teaching Enhancement</li></ul>  |
| <b>Other Members</b>      | <ul style="list-style-type: none"><li>• 1 representative from the Library, nominated by Chief Librarian</li><li>• 1 academic representative from each college (who is not represented on another academic committee) usually the Department Learning and Teaching Convenor (where possible, preference might be given to those with, or working towards, HEA certification)</li><li>• 1 Students' Union sabbatical officer</li><li>• Representative of department / college submitting proposal</li></ul> |



- External academic representative from another institution
- University of London representative as needed, for discussions relating to Online Distance Learning

### **Secretary**

- The Academic Registrar will nominate a secretary (usually the Quality Assurance lead officer).

### **Meetings**

The Committee will normally hold three ordinary meetings per annum, and the quorum will be a third of members.

### **Terms of Reference**

The Curriculum Quality Assurance Committee will have the following Terms of Reference:

- (a) To advise Teaching, Learning & Student Experience Committee on the development of those aspects of learning and teaching strategy that relate to the maintenance and monitoring of the academic standards and quality of learning, teaching and management of all taught programmes of study for which the School is responsible;
- (b) To approve and keep under review the School's procedures for programme design and approval; to consider and approve proposals for new programmes of study leading to awards of the University of London or of the School; to report to Teaching, Learning & Student Experience Committee the titles of programmes so approved;
- (c) To consider and approve proposals for the termination of specific programmes of study;
- (d) To consider and approve changes to existing programmes of study and to recommend to Teaching, Learning & Student Experience Committee any generic policy implications;
- (e) To approve and keep under review the School's procedures for the design and approval of changes to the curriculum at module level, including new modules, amendments and withdrawals
- (f) To review and approve proposals for new programmes and modules after the business case is approved by the Executive Board Curriculum Development and Collaborative Provision sub-committee
- (g) To advise Teaching, Learning & Student Experience Committee on the development and implementation of the School's procedures for the consideration of quality and standards in relation to provision delivered in partnership with others;

- (h) To make an annual report to Teaching, Learning & Student Experience Committee regarding the delivery of the School's academic standards and quality of learning and teaching;
- (i) To make reports as required to the University of London and to ensure implementation of recommended action following quality assurance activity.

**APPROVED BY TEACHING, LEARNING AND STUDENT EXPERIENCE COMMITTEE: 12  
OCTOBER 2022**



# Terms of Reference: Student Experience and Outcomes Committee

## Reporting

The Student Experience & Outcomes Committee is a sub-committee of the Teaching Learning & Student Outcomes Committee. It is required to report to the Teaching Learning & Student Outcomes Committee on a regular basis.

## Membership.

The membership of the Student Experience & Outcomes Committee will comprise:

### Chair

- College Learning and Teaching Convenor

### Deputy Chair

- Head of Student Experience and Engagement

### Ex-Officio Members

- Academic Registrar
- Director of Marketing, Recruitment and Student Admissions
- Head of Student Advice and Wellbeing
- Director of Estates and Property Services
- Head of Learning and Teaching Enhancement
- 2 Students' Union sabbatical representatives
- Student Casework Manager
- College Teaching and Learning Convenors from other Colleges
- Curriculum, Assessment and Quality Assurance Manager
- Head of Academic Services
- Head of Careers
- Head of Access, Participation and Student Success
- Diversity and Inclusion Manager
- Director of Planning
- Head of Student Casework

### Other Members

- 1 representative from the Library, nominated by Chief Librarian
- 1 academic representative from each college (who is not represented on another academic committee)
- 1 member from the Foundation School

- 1 member from the Doctoral School, nominated by the Head of the Doctoral School
- 1 member of the Languages Centre, nominated by the Director Marketing, Recruitment and Student Admissions
- 1 member of professional services support staff for each college nominated by the Academic Registrar
- 3 full members of the Students' Union nominated by the Students' Union Executive Committee, one undergraduate student, one taught postgraduate student, and one research student
- Head of Study Abroad
- 1 representative from Learning and Teaching Enhancement
- UG and PG Exam Board Chairs
- Other College Teaching and Learning Convenors

**Secretary**

- The Academic Registrar will nominate a secretary

**Meetings**

The Committee will normally hold three ordinary meetings per annum, and the quorum will be a third of members.

**Terms of Reference**

The Student Experience & Outcomes Committee will have the following Terms of Reference:

- (a) To consider strategic planning and policy development matters relating to student welfare, the learning environment and the student experience as a whole, and to make recommendations to Teaching Learning & Student Outcomes Committee and other committees as appropriate;
- (b) To consider and inform strategy and policy in relation to the academic experience, wellbeing and extra-curricular experience of students and make recommendations to TELSEC and other committees as appropriate;
- (c) To consider and implement strategies and policies relating to the student journey, and to make recommendations to the Teaching Learning & Student Outcomes Committee on changes in this area
- (d) To monitor and make recommendations in relation to the effective representation of students in taught degrees in the School's deliberative structures, and opportunities for all students to participate and be represented;
- (e) To identify and disseminate examples of good practice in student engagement, and to advise Teaching, Learning & Student Outcomes Committee on the enhancement of student engagement in activity related to learning, teaching and quality assurance;

- (f) To monitor and consider, in general terms, issues arising from students grievance and disciplinary matters which are of concern to the student experience overall.
- (g) To advise Teaching, Learning & Student Experience Committee on the development of those aspects of learning and teaching strategy that relate to the participation, retention, progression and destinations of students on all taught programmes of study for which the School is responsible;
- (h) To monitor the academic and non-academic outcomes of students on all programmes of study for which the School is responsible, with particular reference to the journey of students and differences between groups of students with particular characteristics;
- (i) To identify and disseminate examples of good practice in learning, teaching and student support which contribute to improved outcomes and experience for students or ameliorates differences in outcomes of taught degrees;
- (j) to recommend to Teaching, Learning & Student Experience Committee changes to academic regulations, related policies, codes of practice and any other procedures of the School which would enhance outcomes or ameliorate differences in outcomes;
- (k) to monitor the implementation of strategy and policies relating to Careers and employability, including curricular and extra-curricular provision aimed at developing transferable skills and experience of employment, and to make recommendations to Teaching, Learning & Student Outcomes Committee on changes in this area.
- (l) To monitor the implementation of strategy and policies relating to student wellbeing and to make recommendations to Teaching, Learning & Student Outcomes Committee on changes in this area

**APPROVED BY TEACHING, LEARNING AND STUDENT OUTCOMES COMMITTEE: 12  
OCTOBER 2022**



# Terms of Reference: Curriculum Strategy and Partnerships Committee

**The purpose of the committee is to consider matters relating to the development of the curriculum and to provide oversight and support to ensure that development of partnership proposals are in line with the School's strategy and meets quality and all due diligence checks.**

## **Reporting**

The Curriculum Strategy and Partnerships Committee is a sub-committee of the Executive Board. It is required to report to the Executive Board at least termly.

## **Membership.**

The membership of the Curriculum Strategy and Collaborative Provision Committee will comprise:

### **Chair**

- Deputy Director and Provost

### **Ex-Officio Members**

- 1 Head of College (not making a submission for consideration)
- Pro Director Research and Knowledge Exchange
- Head of Global Partnerships
- Director of Teaching and Learning
- 1 SU sabbatical officer
- Academic Registrar
- Director of Finance
- Director Marketing, Student Recruitment and Admissions

### **Other Members**

- Relevant Head of College or Department or Programme Convenor putting forward a submission for consideration

### **Secretary**

- The secretary will be appointed by the Chair of this Committee, but is likely to be a Quality Assurance Officer

## **Meetings**

The Committee will normally hold four ordinary meetings per annum, and the quorum will be a third of members.

## **Terms of Reference**

The Curriculum Strategy and Partnerships Committee will have the following Terms of Reference:

### **1. Curriculum Development**

- (a) To develop overarching strategies for curriculum development at SOAS
- (b) To develop and advise the Executive Board on policy relating to SOAS' external academic collaborations
- (c) To recommend to the Executive Board the development of new subjects/programmes and the closure of existing subjects/programmes based on proposals from the Academic Colleges
- (d) To promote a shared approach to curriculum development across Academic Colleges
- (e) To ensure that the curriculum and partnerships development decisions are appropriately informed by the external environment
- (f) To ensure that the curriculum and partnerships decisions are appropriately informed by financial and resource considerations
- (g) To monitor progress in the delivery of curriculum and collaborative policy
- (h) To approve on behalf of the Executive Board proposals for new subject areas and programmes in relation to SOAS strategies where these are in alignment with SOAS' vision and strategy
- (i) To approve on behalf of the Executive Board proposals for new modules and the reinstatement of withdrawn modules where these fall outside the exemptions that can be approved by the Curriculum Quality Assurance Committee
- (j) To consider on behalf of the Executive Board proposals for partnerships activity in relation to SOAS strategies and recommend where these are in alignment

### **2. Partnerships**

- (k) To approve the progression of partnership proposals, as recommended by the respective College and the International Partnership Advisory Group
- (l) Takes responsibility for conducting due diligence reviews on the partnership arrangements in alignment with the School's policies and procedures, including the approval of partnership agreements (for example, Memorandum of Understanding / Agreement)

(m) To report decisions and updates to both the Executive Board and the Senate

**APPROVED BY THE EXECUTIVE BOARD: 17 OCTOBER 2022**

**AMENDED VERSION APPROVED BY THE EXECUTIVE BOARD: 5 DECEMBER 2022**





# Terms of Reference: College Teaching and Learning Committee

The remit of the Committee is to make proposals for curriculum development and new courses ensuring that these meet School-wide quality standards and to keep under review and monitor aspects of student support services where they relate to taught courses.

## Reporting

Each of the College Teaching and Learning Committees will report through the academic governance structures, including:

- Teaching, Learning and Student Outcomes Committee
- Student Experience and Outcomes Committee
- Curriculum Quality Assurance Committee

## Membership.

The membership of each College Teaching and Learning Committees will comprise:

### Chair

- College Teaching and Learning Convenors

### Members

- Quality Assurance representative
- 1 Academic Support Manager per College
- Department Teaching & Learning Convenors
- 2 UG Programme Convenors from each department
- 2 PGT Programme Convenors from each department
- 2 Elected Student Union College Representatives (Undergraduate/Postgraduate)
- 1 ODL programme convenor from each department

### Secretary

- The secretary will be appointed by the Chair of this Committee

## Meetings

The Committee will normally hold ordinary meetings twice per term, and the quorum will be a third of members.

## Terms of Reference

The College Teaching and Learning Committees will have the following Terms of Reference:

- (a) To share the output and feedback from academic governance meetings, and to ensure that necessary actions are progressed and completed
- (b) To develop college-specific implementation plans for school policies related to learning and teaching and student experience and to report to school committees on their progress;
- (c) To ensure that proposals for inter-College degrees are properly co-ordinated;
- (d) To recommend to the Curriculum Quality Assurance Committee proposals for curriculum development and new courses and degrees ensuring that these meet quality standards and School requirements;
- (e) To keep under review and monitor aspects of student support services where they relate to taught courses and to make recommendations to the Student Experience and Engagement Committee where appropriate;
- (f) to oversee the outcomes of student complaints, mitigating circumstances, academic misconduct and to ensure that continuous improvement activity is planned and delivered;
- (g) To make an annual report to Teaching, Learning and Student Experience Committee on the learning and teaching activities of the College.
- (h) to approve nominations for visiting examiners; to ensure college departments respond to visiting examiners' reports; to consider an annual report on the issues raised; to monitor action taken in response to reports

**APPROVED BY TEACHING, LEARNING AND STUDENT OUTCOMES COMMITTEE: 12  
OCTOBER 2022**



# Terms of Reference: College Research and Knowledge Exchange Committee

**The College Research and Knowledge Exchange Committee will support the College Director of Research and Knowledge Exchange in implementing SOAS Research and Knowledge Exchanging strategy within the College. They will review the progress of departments and individuals in the context of the SOAS's Research and Knowledge Exchange Strategy and develop activities that enhance the research and knowledge exchange environment.**

## **Reporting**

Each of the College Research and Enterprise (RKE) Committees will report through the research and knowledge exchange governance structures, including:

- School Research and Knowledge Exchange Committee
- Research Culture Sub-Committee
- Knowledge Exchange Sub-Committee
- Research Ethics Panel

The College RKE Committees will also report to the College Management Committee for College and Department-level coordination.

## **Membership**

The membership of each College Research and Enterprise Committee will comprise:

### **Chair**

- College Research and Knowledge Exchange Convenors

### **Members**

- 
- All Departmental Research and Knowledge Exchange Convenors
- All Doctoral Studies Convenors
- RKED representative (nominated by the Director of RKE)

(The following representatives will serve on 1 year rotation)

- 1 Early Career Researchers (ECR) (an individual who is either: within eight years of their PhD award, or equivalent professional training)
- 1 REF Convenor

(Note that the ECR and REF Convenor should be from different Departments)

- 
- 1 PhD student representative, nominated by the PhD students from the College
- 

### **Secretary**

- The secretary will be from the Governance Team

### **Meetings**

The Committee will normally hold ordinary meetings twice per term, and the quorum will be a third of members.

### **Terms of Reference**

The College Research and Enterprise Committees will have the following Terms of Reference:

- (a) To drive the implementation of the SOAS Research and Knowledge Exchange Strategy across the College.

To support the development of and approve Department research and knowledge exchange plans, ensuring that they are in line with the institution's key performance indicators

- (b) To receive regular reports from each Department (at least three per year) and evaluate Departmental performance against the institution's key performance indicators..
- (c) To facilitate interaction between Departments and Colleges to promote interdisciplinary research.
- (d) To manage the College's engagement with research and knowledge exchange assessment frameworks and key funding initiatives.
- (e) To receive annual reports from Centres and Institutes that sit within the College and to recommend to the Research and Knowledge Exchange Committee and Executive Board actions needed relating to the establishment, governance or closure of individual Centres/Institutes
- (f) To monitor and report to the Research and Knowledge Exchange Committee on the College's engagement with international partnerships involving research and/or knowledge exchange.



# Terms of Reference: College Management Committee

## Reporting

Each of the College Management Committees will report through to the Executive Board

## Membership

The membership of each College Management Committees will comprise:

### Chair

- Head of College

### Members

- Heads of Department
- College Teaching and Learning Convenor
- College Research and Knowledge Exchange Convenor
- College Finance Business Partner
- College Human Resources Business Partner
- Head of Academic Services or nominee

### Secretary

- The secretary will be appointed by the Chair of this Committee

## Meetings

The Committee will normally hold ordinary meetings three times per term, and the quorum will be a third of members.

## Terms of Reference

The College Management Committees will have the following Terms of Reference:

- (a) To ensure School wide policies and procedures are implemented consistently across College departments
- (b) To encourage and facilitate cross-departmental and cross-college collaboration in teaching and research
- (c) To set the philanthropic strategy and direction across the College departments
- (d) To receive reports on Learning and Teaching and Research & Knowledge Exchange activities and outcomes from the respective college sub-committees

- (e) To approve recommendations on matters relating to staff appointments, deployment, workloads, development, and training and to monitor their implementation
- (f) To input to the agenda, and receive feedback from Executive Board meetings
- (g) To receive the College Business Plan and budget annually
- (h) To receive a report from the Promotions Panel on promotions to Senior Lecturer and to Reader and Professor, and on additional and discretionary increments for meritorious performance
- (i) To receive reports from Departmental Committees
- (j) To receive an annual report on the activities that sit within the College and take oversight of any other College-level governance including institutes, centres, or programmes
- (k) To take oversight of other processes delegated to the Colleges from time to time including for example Mitigating Circumstances cases; CDRs
- (l) To oversee the risk registers for departments within the College
- (m) To consider programme and partnership proposals received from the College Teaching & Learning Committees and to provide stewardship of approved proposals through to the Curriculum Strategy and Partnerships Committee

# Terms of Reference: Tuition Fees Committee

## Reporting

The Tuition Fees Committee will report through to the Executive Board

## Membership.

The membership of the Tuition Fees Committee will comprise:

- |                  |  |
|------------------|--|
| <b>Chair</b>     | <ul style="list-style-type: none"><li>• Director of Finance and Planning</li></ul>                               |
| <b>Members</b>   | <ul style="list-style-type: none"><li>• Academic Registrar</li><li>• Head of Planning</li></ul>                  |
| <b>Secretary</b> | <ul style="list-style-type: none"><li>• The secretary will be appointed by the Chair of this Committee</li></ul> |

## Meetings

The Committee will normally hold ordinary meetings three times per annum:

- March - initial planning meeting
- April - presentation of market analysis and benchmarking data for discussion
- May - final fee proposal agreed ahead of Executive Board submission

## Terms of Reference

The Tuition Fees Committee will have the following Terms of Reference:

- (a) To consider appropriate fees for all Foundation, Undergraduate, Postgraduate taught, Postgraduate research, Certificates, Diplomas, Study Abroad, and IFCELS programmes at SOAS.
- (b) To undertake benchmarking exercises to ensure fee setting decision making is properly informed.
- (c) To monitor the UK Higher Education market to ensure that SOAS tuition fees are appropriately positioned in the market and aligned with financial planning, based on market share, competitor benchmarking, and trends in the sector.
- (d) To make fee recommendations to Executive Board for approval in June each year, roughly 15 months before the next intake.

**APPROVED BY THE EXECUTIVE BOARD: 17 OCTOBER 2022**



# Terms of Reference: SOAS Collections Galleries and Studios Operational Group

The SOAS Collections Galleries & Studios Operational Group (SCG&SOG) is the panel delegated as the governing body of the School's Collections<sup>1</sup>. The remit of the Group is to review and approve suitable projects for the programme of temporary exhibitions, accompanying events and public programme content which will complement and support SOAS's teaching and learning.

## Reporting

The SOAS Collections Galleries & Studios Operational Group will report through to the Executive Board

## Membership.

The membership of the SOAS Collections Galleries & Studios Operational Group will comprise:

### Chair

- Chief Librarian

### Ex Officio Members

- Head of Programmes and Collections
- Head of Galleries & Exhibitions
- Head of Special Collections
- Collection Care and Digitisation Manager
- Special Collections Archivist
- Access & Discovery team member
- Two members of academic staff (honorary role of SOAS Curatorial Fellow\*)

### In Attendance (as required)

- Head of Studio
- Special Collections Curator (Rare Books and Manuscripts)
- Subject Librarian.

### Secretary

- Collections & Engagement Officer

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<sup>1</sup> SOAS Collections include object and artwork collections under the Brunei Gallery; Special Collections & Archives and Digital Collections under the SOAS Library. From 2022, this expands to include public and community activities making regular use of the SOAS Sound Studios, such as SOAS Concerts Series, Music Workshops, SOAS Radio,



*\* The Curatorial Fellow is an internal appointment from within the SOAS academic staff to provide a thematic interpretation to the temporary exhibitions programme. They will liaise with the exhibitions to develop an exhibitions calendar that follows a theme and coordinated programme focus.*

### **Meetings**

The SOAS Collections Galleries & Studios Operational Group will normally hold two ordinary meetings per term. The group will respond to calls for review or approval of exhibitions of events outside of these meetings as called for by the Chair. These will be recorded using the dedicated MS Teams group.

### **Terms of Reference**

The SOAS Collections Galleries & Studios Operational Group will have the following Terms of Reference:

- (a) To ensure that proposed exhibitions and accompanying events are suitable for the Brunei Gallery, Wolfson Gallery facilities, and Lady David Display Cases within the library and directly support and complement SOAS's learning and teaching.
- (b) To ensure that proposals meet the guidelines set out in the SOAS's Terms of Use Agreement for use of its Galleries and are in line with SOAS Equality, Diversity, and Inclusion policies
- (c) To ensure consistency of the SOAS Collections programming and public programme content with SOAS's research, teaching and learning, student and public engagement priorities, policies and external funder conditions.
- (d) To seek advice from the Collections & Engagement Officer and Archives & Special Collections staff on suitability and condition of material requested to be displayed, from SOAS's Collections.
- (e) To ensure that exhibition proposals have adequate financial arrangements in place to proceed, considering requests by those proposals seeking support in kind from SOAS for which an exhibition proposal needs to illustrate its additional benefits and relevance to SOAS, levels of community and external engagement and involvement with students.
- (f) To consider donations and acquisition to and disposal of items from the SOAS Collections, making recommendations to the Executive Board for a final decision in line with the relevant collection's approved Development Policy, procedures, and Accreditation requirements.
- (g) To consider and review processes, procedures, and arrangements for the management of SOAS's Collections including use and display by SOAS of its own Collections and those held on behalf of third parties. Making recommendations to the Executive Board for any final decision and approval in line with the relevant SOAS

Collections Management Policy, collections approved Development Policy, procedures, and Accreditation requirements

- (h) To consider and assist with the development of proposals in support of SOAS's strategic planning, knowledge exchange, impact and fundraising generation activities that relate to the operational management of the SOAS Collections, and where appropriate to make recommendations to the Executive Board as required.
- (i) To make regular reports to the Executive Board, with at least one report being made in each academic year.
- (j) Undertake an annual review of the Terms of Reference for this group in line with the other operational groups within the Library and Learning Services Directorate.

**APPROVED BY THE EXECUTIVE BOARD: 20 SEPTEMBER 2022**

# Terms of Reference: IT Governance Group

**The IT Governance Group considers IT initiatives and policies, sets priorities, makes consequent decisions where it can, and makes informed recommendations to Executive Board where it cannot.**

## **Reporting**

The IT Governance Group will report through to the Executive Board

## **Membership.**

The membership of the IT Governance Group will comprise:

- |                                    |   |
|------------------------------------|---|
| <b>Chair</b>                       | <ul style="list-style-type: none"><li>• Chief Operating Officer</li></ul>   |
| <b>Ex Officio Members</b>          | <ul style="list-style-type: none"><li>• Director of Student and Academic Services</li><li>• Director of Marketing, Student Recruitment and Admissions</li><li>• Director of HR</li><li>• Director of Finance</li><li>• Chief Librarian</li><li>• Director of SOAS Foundation College</li><li>• Director of Programmes</li></ul> |
| <b>In Attendance (as required)</b> | <ul style="list-style-type: none"><li>• Chief Information Officer</li><li>• Director of Business Change &amp; IT Governance</li></ul>   |
| <b>Secretary</b>                   | <ul style="list-style-type: none"><li>• The Chair will nominate a Secretary</li></ul>   |

## **Meetings**

The IT Governance Group will meet when necessary but at least once per term.

## **Terms of Reference**

The IT Governance Group will have the following Terms of Reference:

- (a) Review proposed IT policies and suggest changes or make considered recommendations to Executive Board for ratification
- (b) Consider matters of IT policy implementation and interpretation as flagged up by I&T and reach a decision if possible or escalate to Executive Board if not
- (c) Consider requests for work that could not be agreed between the requester and I&T and reach a decision where possible or escalate to Executive Board where not

- (d) Consider IT project proposals and make recommendations to Executive Board
- (e) Consider the periodic I&T reports and provide an accompanying commentary to Executive Board
- (f) Receive reports on I&T performance against SLAs
- (g) Ensure communication is shared where appropriate with relevant stakeholders and the wider SOAS community.

**APPROVED BY THE EXECUTIVE BOARD: OCTOBER 2021**

# Terms of Reference: Senior Management Team

The Senior Management Team is responsible for the day to day operational and strategic management of the School. It is not a policy or strategy making body but provides a collective forum for senior management to discuss and review operational and strategic activities and prepare recommendations for the Executive Board.

## Reporting

The Senior Management Team will report through to the Executive Board

## Membership.

The membership of the Senior Management Team will comprise:

### Chair

- Director

### Ex Officio Members

- Deputy Director and Provost
- Pro Director(s)
- Chief Operating Officer and Clerk to the Board
- Heads of Colleges
- Heads of Department, including the doctoral school and foundation school
- Directors of Professional Services

### Secretary

- The Chief Operating Officer and Clerk to the Board will nominate a Secretary.

## Meetings

The Senior Management Team will hold ordinary meetings on a 6-weekly basis, and the quorum will be one third of committee members.

## Terms of Reference

The Senior Management Team will have the following Terms of Reference:

- (a) Recommend to the Executive Board the ratification of the Strategic, Operational and Financial plans for the School.
- (b) Have responsibility for the operational delivery of the agreed SOAS Strategic, Operational and Financial plans, and to provide assurance to the Executive Board on the delivery and implementation of the strategies and plans, including progress against metrics as agreed in the institutional scorecard.
- (c) To manage day to day strategic and operational risks as they arise.

- (d) Receive high-level oversight on executive risk management
- (e) Review and endorsement of non-academic policies prior to recommendations put forward to the Executive Board
- (f) sharing best practice across the School
- (g) to consider and interpret the external strategic environment, including changes in government policy and sector developments, and to identify and act on their implications for SOAS
- (h) To oversee the effective health and safety management of the School
- (i) To oversee, advise and direct action on the requirements of the Office for Students and other regulatory or statutory bodies
- (j) To mandate effective response to immediate and unexpected operational pressures;

**APPROVED BY THE EXECUTIVE BOARD: 17 OCTOBER 2022**

# Terms of Reference: Scholarships Committee

The SOAS Scholarships Committee is accountable to Executive Board and provides oversight of the provision of scholarships and bursaries of the School, including its scholarship strategy and a fair and equitable allocation and award of scholarship funds.

## Reporting

The Scholarships Committee will report through to the Executive Board

## Membership.

The membership of the Scholarships Committee will comprise:

- |                           |   |
|---------------------------|---|
| <b>Chair</b>              | <ul style="list-style-type: none"><li>• Associate Director for Equity and Accountability</li></ul>  |
| <b>Ex Officio Members</b> | <ul style="list-style-type: none"><li>• Academic Registrar</li><li>• Head of Student Recruitment</li><li>• Head of Advancement</li><li>• Head of the Doctoral School</li></ul>          |
| <b>Nominated Members</b>  | <ul style="list-style-type: none"><li>• Three Heads of Department</li><li>• Two Departmental Director of Doctoral Studies</li><li>• One representative of the Students' Union</li></ul> |
| <b>In attendance</b>      | <ul style="list-style-type: none"><li>• Finance Business Partner (on invitation as and when needed)</li><li>• Head of Marketing</li></ul>   |
| <b>Secretary</b>          | <ul style="list-style-type: none"><li>• The Chair of the Scholarships Committee will nominate a Secretary.</li></ul>  |

## Meetings

The Scholarships Committee will hold three ordinary meetings per annum, and the quorum will be one third of committee members.

## Terms of Reference

The Scholarships Committee will have the following Terms of Reference:

- (a) Develop, approve and keep under review the School's scholarship and bursary strategy.

- (b) Develop, approve and keep under review the School's scholarship and bursary policies and provision in accordance with the School's strategy.
- (c) Agree the allocation of the SOAS Scholarship Fund to scholarship and bursary awards.
- (d) Evaluate the impact of scholarship initiatives and policies.
- (e) Prescribe the conditions governing the award of scholarships and bursaries where they not prescribed externally.
- (f) Make decisions on scholarship applications or delegate the decision-making processes to scholarship or bursary panels.
- (g) Recommend the award of scholarships to outside parties where appropriate.
- (h) Review and approve the composition and membership of scholarship or bursary panels.
- (i) Agree and ensure timely delivery of reports on the award of scholarships and bursaries to relevant parties.
- (j) To report to the Executive Board by submission of (i) an annual report and (ii) the Minutes of each meeting of the Scholarships Committee.

**APPROVED BY THE EXECUTIVE BOARD: 7 MARCH 2022**