



Charter of Incorporation and Articles

Charter of Incorporation

C harles the Third

by the grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories King, Head of the Commonwealth, Defender of the Faith:

To all to whom these Presents shall come, Greeting!

Whereas, as part of a reorganisation of the University of London, Our Commissioners of Works (by the London Institution (Transfer) Act 1912) vested the premises and property of the London Institution for the Advancement of Literature and the Diffusion of Useful Knowledge to the Governing Body of a School of Oriental Studies. Such premises and property was adapted and used for the purposes of the School of Oriental Studies which we were asked to constitute:

Whereas, the late His Majesty George the Fifth did, in 1916, grant a Royal Charter incorporating the Members of the Board of Trustees of the School of Oriental Studies, with the name and title of "The School of Oriental Studies, London Institution" (hereafter referred to as "the Charter of 1916"):

Whereas, the Charter of 1916 provided for the constitution and government of The School of Oriental Studies, London Institution:

Whereas, the late His Majesty George the Sixth did in 1938, grant a Supplemental Charter to change the name of The School of Oriental Studies, London Institution to The School of Oriental and African Studies:

And whereas the Council of The School of Oriental and African Studies has presented to Us in Council a humble Petition submitting that it is desirable that it amend its constitutional provisions to reflect it gaining its status as a university, whilst remaining as a member of the University of London federation, by the grant of a further Supplemental Charter:

Now, therefore, know Ye that We having taken the said Petition into Our Royal consideration have of Our especial grace, certain knowledge and mere motion willed and ordained and do by these Presents, for Us, Our Heirs and Successors, will and ordain that the Charter shall be amended as follows:

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 university shall have the constitution and powers and be subject to the regulations in this Our Charter prescribed and contained, and which university is in this Our Charter referred to as "the University".

Article II: Objects and Powers of the University

1. The objects of the University 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 University 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 University) 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 University or, on the representation of the Board of Trustees, to appoint by Order in Council a Visitor of the University 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 University with overall responsibility for the general supervision, direction and control of all aspects of the University. 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 Vice-Chancellor of the University;
 - (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 University and to consider the annual budget and financial forecasts;
 - (e) to ensure compliance by the University 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 University, 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 University;
 - (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 University or its constituent parts, for the promotion of the objects of the University 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 University 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 Vice-Chancellor, ex officio;
 - (d) four members of the Senate, comprising the Provost and Deputy Vice-Chancellor Education, the Deputy Vice-Chancellor Research and Knowledge Exchange, 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 University.
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 University 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 University; 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 University.

Article VII: The Vice-Chancellor

1. The Vice-Chancellor of the University shall be its chief executive officer and shall be an ex officio member of the Board of Trustees.
2. The Vice-Chancellor shall have responsibility to provide academic leadership; to ensure the achievement of the objects of the University; to provide effective administration of the University's affairs; and to represent the interests of the University generally.
3. The Vice-Chancellor 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

In addition to preparing and examining students for degrees of the University, as a member institution of the University of London, the University 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 University.
2. The University 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 University from paying to any person proper remuneration (whether in cash or in kind) for services rendered to or on behalf of the University.
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 University 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.

IN WITNESS whereof We have cause these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the seventeenth day of May in the first year of Our Reign [2023].

BY WARRANT UNDER THE KING'S SIGN MANUAL.