



Terms of Reference, Membership and Effectiveness Review

Outcome requested:	The Committee is asked to consider the findings from the annual review of Committee effectiveness and any implications for its future terms of reference, membership and mode of operation.
Executive Summary:	<p>[a] The Committee is required to review its effectiveness and the suitability of its terms of reference annually. With the Chair’s agreement, the review in 2019–20 was postponed on account of the national lockdown.</p> <p>[b] This paper summarises the outcomes of the recent effectiveness survey involving Committee members and attendees. No changes to the Committee’s terms of reference are proposed as a result.</p>
QMUL Strategy:	The effective management of the QMUL’s governance arrangements underpins the ability to achieve the strategic aims.
Internal/External regulatory/statutory reference points:	Committee Terms of Reference CUC HE Code of Governance
Strategic Risks:	N/A
Equality Impact Assessment:	No equality or diversity issues are raised by this paper.
Subject to prior and onward consideration by:	By committee only.
Confidential paper under FOIA/DPA:	No.
Timing:	The Committee reviews its terms of reference, membership and effectiveness annually.
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Date:	08 June 2021
Senior Management/External Sponsor:	Luke Savage, Chair of Finance and Investment Committee

Review of Committee Effectiveness

1. The Committee is required to review its effectiveness and the suitability of its terms of reference annually. With the Chair's agreement, the review in 2019–20 was postponed on account of the national lockdown.
2. This paper summarises the outcomes of the recent effectiveness survey involving Committee members and attendees. The survey was conducted online and attracted four responses.
3. *Membership.* Overall respondents found that the Committee has the right mix of skills and experience among its ordinary and co-opted members. Members commented positively on the value and perspective brought by the QMSU President.
4. *Preparedness for roles and provision of information.* Members said that the information and analysis had improved but questioned the delay to some key plans underpinning the 2030 strategy. The incoming QMSU President would benefit from introductory sessions with the Chair and other Committee members before the start of the new academic year.

As part of the induction for the incoming QMSU Executive Officers, the Council Secretariat will arrange introductory meetings for the QMSU President in relation to their role on the Committee.

5. *Virtual meeting arrangements.* Overall respondents said that the virtual meetings had been effective and provided flexibility to members. While members are good at establishing the right context and atmosphere, however, respondents said that detailed debate had been relatively constrained in virtual meetings. There is a general desire to return to face-to-face meetings to enable connection with the University, relationship building and informal interactions with staff before and after meetings. External members benefit from being on campus regularly. There may be value in maintaining virtual meetings in certain circumstances and it should be retained as an option.

The current virtual meeting arrangements are permitted during the pandemic through a temporary exemption, granted by The Charity Commission, to the normal requirement for meetings to be held face-to-face. A request to amend our Royal Charter to permit virtual meetings in future is currently under consideration by the Department for Education. Planning for 2021–22 will assume that meetings can be held face-to-face.

6. *Meeting dynamics.* Members felt that the Committee is very good at getting the balance between a good level of challenge and an appropriate level of encouragement. The meetings are characterise by transparency and openness.
7. *The Chair.* Members commented positively on the steering of the Committee. The Chair ensures the Committee uses it's time effectively, helps to keep the debate on a strategic footing, summarises the discussion very well and flags issues well in advance.
8. *Outcomes and added value.* Respondents concluded that the Committee fulfils its role effectively and discharges its responsibilities as per the terms of reference. The Committee did a good job in flexing the agenda and approach in response to the pandemic. The Committee's focus should now return to the delivery of the 2030 strategy.

Finance and Investment Committee Terms of Reference 2021–22

Finance and Investment Committee is a committee of Council focusing on oversight of the Executive's planning and management of finance, investments and assets of Queen Mary University of London (QMUL) in their widest sense. Finance and Investment Committee has a particular remit in relation to providing advice and recommendations to Council, or reviewing/monitoring and approving on behalf of Council, in respect of the following:

1. Financial Strategy and Policy

- 1.1 To recommend to Council a financial strategy for QMUL including appropriate KPIs in order to meet the objectives of the QMUL Strategy and to ensure the financial stability of the institution.
- 1.2 To approve policies on investments in respect of general and specific funds, and other funds of which the Council acts as Trustee, within such powers as are granted by the Charter.
- 1.3 To monitor performance against a fundraising strategy to be determined by the Executive and advise Council accordingly.

2. Budget-setting and financial forecasting

- 2.1 To recommend to Council the annual budgets and the financial forecasts.
- 2.2 To approve accounting policy and recommend to Council the Financial Regulations and Scheme of Delegation of Financial Authority.

3. Financial Performance

- 3.1 Through an agreed reporting process from the Executive, to monitor the financial situation of QMUL, both capital and revenue, and to ensure that appropriate actions are taken to safeguard the financial viability of QMUL in the short and long term.
- 3.2 To review on an annual basis the consolidated Financial Statements of QMUL, which have been subject to external audit and prior to testing by Audit and Risk Committee and adoption by Council.
- 3.3 To receive and monitor on behalf of Council, the financial reports and accounts of the subsidiary and associated companies.
- 3.4 To monitor the financial performance and conduct of the financial affairs of the Students' Union on a periodic basis, taking into account the role played by, and views of the Students' Union Board of Trustees.
- 3.5 To monitor the financial performance of QMUL's overseas operations and partnerships.
- 3.6 To monitor and, as appropriate, undertake an assessment of the impact of QMUL's contingent liabilities and *their potential* financial impact.

4. Capital Projects

- 4.1 To approve the annual capital prioritisation plan.
- 4.2 To approve or recommend to Council business cases for capital projects in line with the Scheme of Delegation of Financial Authority.
- 4.3 To monitor the financial performance of the capital programme.

5. Assets

- 5.1 To consider proposals affecting major assets, in particular the estate, and to decide or recommend to the Council as appropriate.

6. Investment and Treasury Management

- 6.1 To approve the appointment of bankers and the provisions of the bank mandate.
- 6.2 To approve a strategy for borrowing, investment of funds and raising of monies, in line with any provisions of the Charter, Ordinances and Financial Regulations.
- 6.3 To appoint, and terminate the appointment of, investment managers and advisers and review their performance on a periodic basis against agreed targets and benchmarks.

7. Committee evaluation

- 7.1 To review the Committee's effectiveness and the suitability of its terms of reference annually.

Membership of Finance and Investment Committee

- Treasurer (ex-officio) who will be the Chair of the Committee
- Three further external members of Council
- The President and Principal (ex-officio)
- The President of the Queen Mary Students' Union (ex officio)
- Up to three co-opted members who are external to QMUL and have relevant expertise

In attendance

- Chief Governance Officer and University Secretary
- Chief Financial Officer
- Chief Operations Officer
- Director of Estates, Facilities and Capital Development
- Investment Managers (as required)

Mode of Operation

1. Finance and Investment Committee meets at least four times per year.
2. The Committee reports to Council through submission of the minutes of each of its meetings with a coversheet highlighting the key decisions and discussions, and through an oral report by the Treasurer. Specific proposals requiring Council consideration and approval are identified in the terms of reference.

**Finance and Investment Committee
Membership 2021–22**

Chairman

Treasurer

Luke Savage

Ex-Officio members

President and Principal

QMSU President

Professor Colin Bailey

Adi Sawalha

Three external members of Council

Ade Adefulu

Isabelle Jenkins

Vacancy

Up to three co-opted members¹

Ben O'Neill

In attendance

Chief Governance Officer and University Secretary

Chief Financial Officer

Director of Estates, Facilities and Capital Development

Jonathan Morgan

Karen Kroger

Ian McManus

Secretariat

Assistant Registrar (Governance)

Dr Nadine Lewycky

Papers circulated for information to:

Archivist

Chair of Audit and Risk Committee

Kate Ormerod

David Willis

¹ Not members of Council, but co-opted on the basis of expertise in a specific area.