

City Students' Union Trustee Board
Meeting held on Tuesday 13th September 2016
Unapproved Minutes

Members	Initials	Meeting 1 13.09.16	Meeting 2 15.11.16	Meeting 3 17.01.17	Meeting 4 14.03.17	Meeting 5 09.05.17	Meeting 6 ???.07.17
Yusuf Ahmad (President) (Chair)	YA	✓					
Zain Ismail (VP Education)	ZI	✓					
Sheikh Hussein (VP Activities and Development)	SH	A					
Edward Pearson (External Trustee)	EP	✓					
Nick Smith (External Trustee)	NS	✓					
Janet Legrand (External Trustee)	JL	✓					
Tariq Pasha (Alumni Trustee)	TP	NM					
<i>vacancy</i> (Alumni Trustee)							
Om-Kalthoom Bashumailah (Student Trustee)	O-KB	A					
<i>vacancy</i> (Student Trustee)							

Key: "✓" = Present, "A" = Apologies given, "N/M" = Non-member

In Attendance	Initials	Reason and Meeting Section
Yousuf Joondan	YJ	Interim Chief Executive (Committee Secretary)
Donna Niccolls	DN	Business Operations Manager
Philip Gilks	PG	Students' Union Chief Executive Designate
Ms Katharyn Kingwill	KK	Governance Administrator (minute taker)

Part One: Preliminary Items

1. Welcome and apologies

The Chair welcomed Philip Gilks (PG), the incoming CEO for the Students' Union, who would start in post on 1st November and who was observing the meeting.

The chair noted apologies from SH and O-KB.

The Board **noted** that Tariq Pasha (TP) had stepped down as an Alumni Trustee. The Board recorded its thanks to Tariq who had been a Trustee for **three** years.

2. Minutes

The Board **approved** the minutes of the last meeting held on 12th July 2016, with the following amendment:

The Board had noted a conflict of interest regarding an item concerning a change to working hours of a member of staff who was in attendance. This item had been approved in the Closed Session of Trustees, following the meeting.

3. **Matters Arising/Action Tracker**

The Board **noted** the actions arising from the previous meeting.

4. **Chairs Actions**

There were none.

5. **Conflicts of Interest**

There were no conflicts of interest declared.

6. **Items Specially Brought Forward by the Chair**

Deputy Returning Officer

The Board **approved** the appointment of Laura Dickens as Deputy Returning Officer for the Union by-elections to be held in October.

The Board requested that the Interim Chief Executive (YJ) clarify the Returning Officer for the minutes. **[Action]** *[Secretary's note: the Returning Officer is Peter Robertson]*

The Chair and the Board thanked YJ for his efforts whilst Interim Chief Executive during the past few months.

7. **Chief Executive's Report**

The Board considered the Interim Chief Executive's report, which highlighted; staffing issues, an update on the implementation of the Students' Union Strategic Plan [discussed under item 14], and the NSS results to question 23 [discussed under item 13]. The following points were raised:

- The Union was currently experiencing significant staffing issues. The Chief Executive and Student Communities Co-ordinator had departed in July. The Deputy Chief Executive had also resigned from post and left the University over the summer. The Business Operations Manager (DN) was now also resigning as she was moving to a more senior position in another university.
- The Board congratulated DN on her new position.
- There would be a number of vacancies to fill over the next few months, so PG would be focussing on this once in post.
- There had been some confusion around the notice period required for the Deputy Chief Executive which would result in a lack of staff cover for the next few weeks, including Freshers week. Temporary positions had been established to assist with preparations, including three internships for the next few weeks. Interim arrangements were also in place to cover line management duties for the Deputy Chief Executive post. The Student Voice Administrator had agreed to undertake additional projects, such as the management of the by-elections, for which she would receive an additional responsibility allowance for the period, the cost of which would be covered by payroll savings gained through the departures.
- The Students' Union had requested that two members of staff on fixed term contracts be transferred to permanent contracts. City had agreed this in principle and the business case would now go to Finance Committee.
- The number of departures was particularly acute and above the expected level of movement caused by staff seeking promotion and wider experience. Indications were that there were some issues with regard to staff engagement and morale. The vacancies did provide an opportunity for PG to build a new team, but the loss

of local knowledge might be challenging. Discussions were underway between the Director of Student & Academic Services and the Union regarding this issue.

- Laura Dickens and Sheikh Hussein had delivered a workshop at the NUS National Membership Services Conference. This was well received and served to raise the profile of CSU.
- The CSU website had launched with new branding and enhancements such as the ability to sell event tickets online. Further enhancements were scheduled to launch shortly.
- Students could now use their City sign-on to log onto the CSU site. Discussions with City were continuing with regard to the transfer of some personal data, which would assist with targeting of projects and which would build on the Union's work with Red Brick Research last year.

Part Two: Items for Discussion

Board Performance

8. Management Accounts

The Board received a report of the Financial Statements for July 2016. The report was based on estimated expenditure but the final yearend actual spend would be available from the City Finance Team shortly. In discussion the following points were raised:

- The financial statement for July contained a payroll underspend of £70,522, however there had been an ongoing issue with regard to VAT on services so it appeared that there would now be an adjustment of £83-85k for 2015/16, indicating an overspend on payroll. Discussions regarding the required adjustment were continuing with the Finance Team, as there had been confusion regarding budget set-aside when the block grant was allocated at the beginning of the year.
- YJ would investigate with other student unions their VAT arrangements. PG would check the arrangements at QMUL and share with YJ. **[Action]**
- The VAT issue had arisen because the staff employed in the Union were City staff who provided a service to a separate variable organisation. City had appealed the HMRC decision but this was unsuccessful.
- City had made a voluntary declaration to HMRC so it was hoped that there would be no further penalty imposed.
- City had provided an assurance to CSU that in future the block grant would be increased to take account of VAT requirements.
- City had agreed to pay for merchandising which carried the old logo. This would amount to £22k and would appear on this year's budget.
- The Board requested that future financial reports included budget spreadsheets. DN will provide this to the next meeting. **[Action]**
- It was noted that the Student Expenses budget line had an underspend, which might impact on the student experience as it meant that fewer activities were taking place.
- The Union was consulting legal advisors with regard to recouping funds from its student societies which had been inactive for over two years. If successful, £20k could be reallocated.

9. Chief Executive Recruitment

As noted in the Chair's welcome, the new Chief Executive, Philip Gilks (PG), would commence in post on 1st November.

10. Trustee Recruitment Timeline

The Board considered a proposed timeline and process for the recruitment of new Trustees of the Students' Union, as there were currently vacancies for a Student Trustee and two Alumni Trustees following TP's resignation. Applications had been sought some time ago so it would be appropriate to contact any applicants to ask if they would still wish to be considered. In discussion the following points were raised:

- In the longer term it might be useful to revise the Constitution to allow the Board to be more flexible with regard the categories of Trustee, so that the Board could recruit candidates with the best skills mix.
- The Development and Alumni Office had offered to assist with the recruitment of Alumni Trustees.
- YA declared a potential conflict of interest as his mentor might put themselves forward as a candidate, in which case YA would not participate in the appointment process.
- As few applications had been received, the Union would re-advertise to students during Freshers Week. This would also raise the profile of the Board with students. **[Action]**
- The appointments panel, as defined in the Constitution, would be the President (YA), the Interim Chief Executive (YJ), two Officer Trustees (ZI and SH), two appointed members of the Board (EP and NS). YJ would ask William Jordan, College Secretary to provide a nominee from City. **[Action]**
- The shortlisting panel would be YA, NS and O-KB.

Decisions

The Board **approved**:

- The timeline would be adjusted slightly to allow further advertising to take place during Freshers week.
- The composition of the shortlisting panel and the appointments panel, as noted above.
- That ZI would replace YA in the appointments process, should YA withdraw through a conflict of interest.

11. 2016/17 Schedule of Business

The Board **noted** the schedule of business for 2016/17. The following points were made:

- There would be a report at the November meeting on the by-elections held in October.
- The draft budget for 2016/17 would come to the November Meeting.
- An impact report on the Autumn term's activities would come to the January meeting.
- PG would consider a rolling programme of presentations by staff on their roles, to give the Board a wider understanding of the work of the Union.

Democracy and Student Voice

12. Referenda Regulations Review

The Board received an update on a review of the Students' Union Referenda Regulations. An issue had arisen which had highlighted differing arrangements for referenda in the Constitution and the Union's regulations. It was proposed that the arrangements for referenda should follow those specified in the Constitution, not the regulations. The following points were made:

- The Board were responsible for approving referenda as well as the Union Council, however there were some issues regarding quoracy for the Council.
- The role of the Council and the scheme of delegation was being discussed as part of the Governance Review.
- The Board or the Union Council could veto a proposal to hold a referendum, but there were no requirements in the Constitution or regulations for a minimum number before a proposal was considered, meaning that call for a referendum could be made by a single member.
- The Board suggested that an additional clause in the Constitution and Regulations could allow for members to petition for a referendum, and that 4% of members was a reasonable proportion.

Decision

The Board **agreed** that there should be an additional clause to the Constitution and Regulations to allow students to petition for a referendum to be held and to require a minimum of 4% of members before the referendum is triggered. A further revision will stipulate that a resolution will be passed if at least 4% of members vote in the referendum. The Executive would approve the wording of the clause and agree a process. **[Action]**

13. National Student Survey Results

The Board received a presentation from YJ on the National Student Survey (NSS) results for question 23, 'Thinking of all the services, including support, activities and academic representation provided by the Students' Union (Association or Guild) at your institution, to what extent do you agree with the following statement: I am satisfied with the Students' Union (Association or Guild) at my institution'. 59% of respondents had declared themselves satisfied, compared to 62% in 2015, although City's overall satisfaction score had also reduced. In discussion, the following points were made:

- The NSS appeared to reflect the findings of the Red Brick research, seen by the Board previously.
- A key point of change could be moving 'neutral' students to a more positive response.
- Demographic analysis indicated lower satisfaction for students who were white, male, or with a disability; it would be useful to compare this with the demography of the whole student population at City, but also to use this data to inform more focussed effort on groups with lower satisfaction.
- EU and International students appeared less satisfied than UK students which may reflect varying levels of engagement with student societies, or with student representatives.
- It would be interesting to benchmark the data with other London universities as it was well known that the lack of a campus appeared to have a negative impact on sense of community amongst the student population. The role of the Union could mitigate this.
- The data would be used to inform future planning, however, it could no longer be used as a success measure because HEFCE had announced that the question on the SU would no longer be part of the NSS survey.
- The Union would consider how it could improve communicating its successes to students.
- The new Student Union space, due to be available later in the year, would also help foster a sense of community.

The Board thanked YJ for his presentation.

Strategic Direction

14. Operational Plans 2016/17

The Board received the City Students' Union Operational Plans 2016/17. The following points were made:

- Operational leads had been agreed for plans.
- There was some concern that the targets for year one were not 'stretching', however, given the staff changes to the Union executive, year one would be focussing on preparations for year two, when targets would be more ambitious.
- The Union proposed to conduct its own survey amongst students at the end of the year to replicate question 23 in the NSS after HEFCE decision to withdraw the question. The survey will be scoped in due course.
- The Board suggested that SMART objectives be added to plans when possible in order to measure progress against the plans. The executive would consider how to do this and introduce a tracking system against agreed metrics. **[Action]**
- The use of measurable objectives would also inform discussions of the budget and business cases attached to the plans.

15. Budget Increase Proposal Update

The Board received a verbal update on a request to City for funding of £250k for the Union in 2016/17, in addition to the block grant which had been agreed at £650k. YJ advised the Board that he had now concluded that the Union was not in a position to fully benefit from the additional funding until staffing issues in the Senior Team had been resolved. It was now recommended to defer the request for additional funding to the 2017/18 budget round and spend more time on plans whilst the new senior team was established. The Union had believed that the underspend of £70k on the 2015/16 budget could have been carried forward and allocated to an additional post, however, the emerging VAT issue meant that this was no longer possible. There was a sum of £35k which remained unallocated so there was some flexibility. In discussion the following points were made:

- The decision to make permanent the two fixed term contract posts was an increase in block grant.
- The Board agreed that the deferral of the request for additional funding to the 2017/18 planning round was a sensible approach but noted that the £70k underspend had been a result of a delay from City in the provision of funding and that such delays were challenging with regard to the management of the budget, especially given the latest proposal to re-allocate it to the VAT issue.
- The Board recommended that the Union executive seek clarity with City on timelines and processes for the budget planning processes for 2017/18. **[Action]**
- The proposal for additional funding had included a provision for a governance post to implement the recommendations proposed in the Governance Review.
- The financial plan would not be revised until PG arrived in post but in the meantime the senior team could consider what proposals to be put forward. **[Action]**

Legal Compliance

16. Internal Audit

The Board considered the management responses to the Draft Internal Audit: Students' Union Governance and Financial Control. A 'substantial' level of assurance had been

given, with 16 Priority Two recommendations. The Board was now asked to consider the management responses to the recommendations.

Decision

The Board **approved** the management response to the Draft Internal Audit Report.

17. Governance Review Update

The Board received a verbal update on the ongoing Governance Review of the Students' Union. In discussion the following points were made:

- There had been some postponements of meetings of the Governance Review Working Group but the next one was now scheduled for 4th October.
- City had expressed some concern regarding proposed additional responsibilities for the Union executive when there was such a high level of change in post-holders.
- YA and William Jordan, College Secretary were discussing the Governance Review in their regular meetings.
- There was a view that the Union's arrangements with City were unusual in the sector, and that the requirement to seek City's permission for many decisions hampered the Board's effectiveness.
- The recommendations to revise the Constitution, if adopted, would also serve to safeguard personal liability of Trustees.
[Secretary's note: Following the meeting, the Finance Team clarified that the CSU is part of the City Group and that SU Trustees are included in its insurance arrangements]
- The priority of the Governance Review was incorporation. A set of draft Articles had been prepared, to which City had posed a number of questions. Responses to these had been sent to City.
- The Board agreed that NS should meet with the College Secretary to discuss the Review. **[Action]**
[Secretary's note: a meeting was arranged.]
- PG would consider the timeline for the implementation on the Review recommendations, once in post. **[Action]**

18. AOB

YA explained that, after some administrative delays, the post of Membership Development Manager would now be advertised.

19. Closed Business (informal meeting of the Trustees and not minuted.)

Date of the next meeting: Tuesday 15th November 2016, 5-8pm

Board Secretary: Yousuf Joondan (yousuf.joondan@city.ac.uk)