

**City Students' Union Trustee Board  
Meeting held on Tuesday 14<sup>th</sup> March 2017  
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 11.07.17
Yusuf Ahmad (President) (Chair)	YA	✓	✓	✓	✓		
Zain Ismail (VP Education)	ZI	✓	✓	✓	✓		
Sheikh Hassan (VP Activities and Development)	SH	A	✓	✓	✓		
Edward Pearson (External Trustee)	EP	✓	✓	✓	✓		
Nick Smith (External Trustee)	NS	✓	✓	✓	✓		
Janet Legrand (External Trustee)	JL	✓	✓	A	✓		
Alan Latham (Alumni Trustee)	AL	NM	A	✓	✓		
Hind Hassan (Alumni trustee)	HH	NM	A	✓	A		
Om-Kalthoom Bashumailah (Student Trustee)	O-KB	A	P	A	✓		
Sajil Shahid (Student Trustee)	SS	NM	✓	A	✓		

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

In Attendance	Initials	Reason and Meeting Section
Philip Gilks	PG	Students' Union Chief Executive (Committee Secretary)
Jessica Howard	JH	Business Operations Manager
Katharyn Kingwill	KK	Governance Administrator (minute taker)
James Lindsay	JLi	Membership Development Manager
Andrew Sayers	AS	KPMG representative (item 7)

## Part One

Prior to the meeting, the Trustee Board had an informal meeting with Kevin Gibbons, Director of Property & Facilities to discuss space issues.

### 1. Welcome and apologies

Apologies were noted from HH.

### 2. Minutes

(paper: BT1609M)

2.1 The Board **approved** the minutes of the last meeting held on 17<sup>th</sup> January 2017.

### 2.2 Matters Arising

(paper BT 1610)

The Board **noted** the following actions arising from the previous meeting which were not on the agenda:

- Item 8. No comments had been received from Trustees following circulation of the Annual Report.
- Item 10. SS had agreed to be a subscriber for the new CLG.
- Item 11. YA met with the proposer of the BDS motion to explain the decision of the Board and options for a future motion. A statement had been prepared and published on the SU website.

- Item 11. Guidance on preparing motions would be reviewed and it was agreed that this action was complete.
- 3. Decisions taken between meetings**  
There were no decisions taken between meetings (Chair's actions) to report.
  - 4. Declarations of Interest**  
NS stated that he had been contracted by the NUS to provide advice on governance issues, however he would not be assisting with the development of policy. JL noted that she was a member of Council therefore there might be some conflict of interest for some items. The Board noted that a Board member could also be a representative of a student society which should not prevent them from participating in discussions and decisions but could be a conflict of interest if society matters were being discussed.
  - 5. Items Specially Brought Forward by the Chair**  
There were no items brought forward by the Chair.
  - 6. Chief Executive's Report** (paper: BT1611)  
The Board considered the Chief Executive's report, which reflected the themes of the Union's agreed strategy, partnerships, governance, people, democracy, communication, environment and finance. In particular the Board was asked to provide guidance on the payment of the London Living Wage to temporary Union staff employed with Unitemps contracts. In discussion PG highlighted:
    - Induction meetings with Deans had gone well and he continued to develop relationships with other key City staff.
    - He had developed and circulated guidance for Trustees. NS had volunteered to run an induction session for the newly elected Student Trustees in the summer term.
    - With regard to staffing, a new senior academic caseworker had been recruited and would join the Union shortly. The Media and Communications Coordinator, who started in post on 1<sup>st</sup> March, had already been very active, covering the elections and making a Facebook video to showcase the new Union space.
    - Currently temporary staff employed with Unitemps contracts did not receive the 2017 London Living Wage (LLW) of £9.75 per hour, as they were paid £9.55. The Board was asked to consider whether new staff should receive the higher rate. This would not have a significant impact on the budget for the remainder of this financial year but in 2017/18 it would mean an approximate increase of £8-10k in costs. However, as the Union had successfully campaigned for staff employed by City's cleaning and catering contracts to be paid the LLW, it was felt that in future staff employed on Union activities should receive the same.
    - The Union was working to agree a content checking process for a new outlet for the Student Media Group, *the Howl*, which was hosted by the Union and already live. (<https://thehowlstudentmedia.com/>). SH and JL continued their discussions with the group and improved processes would be developed. However, there was currently some legal and reputational risk to the Union. SH and JL would circulate an update on progress to the Board in the next few weeks. **[Action]**
    - PG would host a group of students selected to meet HRH, Princess Anne, Chancellor of the University of London, when she visited City on 28<sup>th</sup> March.
    - Board members were invited to Union Award ceremonies and were asked to notify PG if they wished to attend. **[Action]**
    - The Board welcomed the report.

## **Decisions**

The Board **agreed** that in future all staff employed to undertake Union activities and with Unitemps contracts should receive the London Living Wage.

The Board **noted** the new staff induction timetable (appendix one), the sabbatical officer transition timetable (appendix two), sabbatical officer support arrangements (appendix three) and a summary of the block grant increase proposal currently under consideration by the University; this would bring the Union's income closer to the sector average for next year.

## Board Performance

### Board Performance

#### 7. Trustee Annual Report (paper: BT1612)

*Andrew Sayers, KPMG representative (AS), joined the meeting for this item.*

The Board considered the Annual Report and Accounts for 2015/16 and the draft representation letter. The accounts had been prepared in accordance with the UK Generally Accepted Accounting Practice (UK GAAP), the new accounting standard for charities SORP FRS102, and the Charities Act 2011. In discussion the following points were noted:

- The audit had not identified any material audit differences and no recommendations were raised in relation to the Union.
- In line with ISA 260, AS confirmed that KPMG had not undertaken any other work for the Union although it had provided some limited advice on VAT issues to the University.
- AS clarified that the timing of the audit was determined by the provision of accounts to KPMG.
- 2016/17 was the final year for KPMG to be the external auditor for the accounts. The University would be selecting new external auditors for 2017/18 as it was considered good practice to rotate auditors from time to time. AS commented that although the Union had the power to select separate external auditors, it was probably best value for money to retain the same auditors as City.
- AS noted that Trustees were welcome to attend the audit planning meeting.

#### Decision

The Board **approved**:

1. The Annual Report and Accounts for 2015/16, which were then signed by the Chair.
2. The Representation Letter, which was then signed by the Chair.

#### 8. Management Accounts (paper: BT1613)

The Board **noted** the Union's management accounts to 28<sup>th</sup> February 2017. In discussion the following points were noted:

- JH continued to work with Finance to resolve outstanding issues, such as delays in the upload to SAP up to date information from shop and ticket sales and other income and expenditure.
- A significant number of budget line errors had been identified.
- The Union would monitor the profitability of pool tables as this appeared to be borderline.
- The Union would also review mobile phone usage.
- The University did not provide a cash flow forecast in the Union's management reports.
- AL suggested that the budget should be calendarised once the Union had more autonomy over its budget and requested that a draft balance sheet be added to the next management report. **[Action]**

#### 9. Budget for the rest of the year (paper: BT1614)

The Board received a proposed budget for the remainder of the financial year and were asked to approve the delegation of decision making on expenditure to the Chief Executive. The University had requested that the Union budget be reforecast in March, however, this had been challenging given ongoing issues. The reforecast was predicting a deficit of c. £5k, a reduction from the mid-year forecast of c. £16k deficit, however, as there were outstanding items which had not yet been included in the accounts received from the University and which were therefore not listed, the final outturn might be at variance with this. In discussion the following points were made:

- The Sabbatical Officers had secured donations for awards which was very welcome.
- PG would be meeting the Deputy CFO to discuss this year's budget reforecast, potential deficits and how these could be treated given the issues experience in obtaining timely and accurate data. It was recognised that the Union had contributed to some of the issues with the budget due to a lack of scrutiny in the past, however, delays from Finance led to further inefficiencies.
- PG and the Finance Team were discussing the retention of savings to be gained from proposed changes made to maximise VAT exemption on staff salaries [noted in item 10], which would allow significantly more flexibility in the budget.
- The new financial management arrangements for 2017/18 would mean that the Union exercised more direct control over its budget and in due course a financial coordinator would be appointed. Going forward, it was anticipated that reporting of the finances to the Board would be more accurate.
- The Board thanked JH and the senior team for their efforts to provide more accurate reporting.

#### **Decision**

The Board **noted** the budget for the remainder of the year but also **noted** its concern that operational issues continued, with delays in the provision of accurate financial information from the University.

#### **10. Governance Review Update** (paper: BT1615)

The Board **noted** progress with the review of governance and the potential options available for VAT savings on staff salaries. The Articles of Association were approved by Council at its meeting on 10<sup>th</sup> March, and endorsed by the General Meeting on 9<sup>th</sup> February. There had been good progress on discussion of future financial arrangements and now that the Articles were fully approved the Finance team would be forming a project team to assist with the transition of systems and process. Advice had been received from Grant Thornton with regard to possible VAT savings on staff salaries. The Deputy Chair was also providing governance advice on next steps. In discussion the following points were noted:

- A key element to address was whether the Union would remain consolidated within City Group.
- There were several options available with regard to VAT savings, of which two were the most practical. One would provide savings of c. £47k and the other c. £76k, and the HR Manager was investigating the implications of these for staff employed in the Union.
- Once the preferred option was agreed, HMRC would be asked to confirm that the arrangements were acceptable.

## **Democracy and Student Voice**

### **11. Sabbatical Officer Action Plans**

The Board **noted** updated action plans for the sabbatical officers. (<https://www.culsu.co.uk/student-voice/studentofficers/>)

**12. General Meeting** (paper: BT1616)

The Board received a report on the General Meeting held on 9<sup>th</sup> February 2017. The meeting had been well attended and was quorate. Two motions were passed, one of which sought to nullify a motion approved by the Annual General Meeting on 17<sup>th</sup> November. The Board considered whether to retain both policies, which then effectively would become dormant, or whether to overturn one or both of the motions. The Board also noted that the Boycott, Divestment and Sanctions (BDS) motion, which had been approved at the AGM, overridden by the Board, then revised, was withdrawn before the start of the meeting. In discussion, the following points were made:

- There was a degree of discomfort regarding the option to overturn either motion as both complied with the legal requirements, therefore it was preferable to retain both policies.
- The Board was pleased that there had been debate on this issue and commented that the diversity of views of members should be celebrated.
- The meeting had also been an opportunity to consult students on the proposed Articles of Association. No objections were put forward.

**Decision**

The Board **agreed** that:

1. Both motions would be retained and become policies of the Union.
2. YA and NS would prepare a public statement to explain the position of the Board.

**[Action]**

**13. Returning Officer Report and Officer Manifestos** (paper: BT1617)

The Board received the report on the recent election campaign for sabbatical officers and student representatives, including the manifestos of the new Sabbatical Officers. There had been an increase in candidates from 31 to 40 and the turnout had also risen to 11.7% from 8.4%. The Returning Officer had been Peter Robertson of the NUS. In discussion, the following points were made:

- Olesea Matcovschi was elected as the new SU President, Malek Arab as VP Education and Zulkaif Riaz as VP Welfare.
- All Executive posts had been filled.
- The Union was pleased with the improved turnout which was the highest in at least four years. Records did not go back beyond this point.
- The Union had worked well on the campaign, with strong teamwork, and would be seeking to improve this next year, looking to provide better support to candidates and a bigger marketing campaign.
- Two candidates had been disqualified; one of the two had appealed but the decision to disqualify had been upheld. NS had undertaken the review of the disqualification.
- NS commented that the appeal process could be reviewed when the Union revised the Bye-Laws as the Returning Officer should have the final decision.
- The Board noted the election process served to raise awareness of the Union so it helped to highlight support for students; PG commented that the media and communications coordinator would be tasked to make the most of this awareness.

**Decision**

The Board **approved** the Returning Officer Report, which would now go to the College Secretary.

**Strategic Direction**

**14. Vision 2020 Update**

(paper: BT1618)

The Board **noted** an update on progress to implement the Vision 2020 Strategy and received, for information, School Action Plans underpinning City's Vision and Strategy 2026. The Steering Group met on 21<sup>st</sup> February with a focus on implementation of the Strategy, within the constraints of limited resource. ZI and PG had met Deans to discuss the SU Strategy and these discussions would continue. The staff and sabbatical officers would have an Away Day on 7<sup>th</sup> April to commence planning for 2017/18.

#### 15. Tait Level One and Union Shop

(paper: BT1619)

The Board received a progress report on the Union's move to the new space in Tait Building and was asked to provide a steer on direction for the retail outlet. The Union would vacate its current space by the end of March, and staff would move into temporary accommodation in College Building until June. The shop would open on 20<sup>th</sup> March in its new location which should help to boost sales as there would be higher visibility and increased footfall. There were however some concerns regarding the performance of the shop as income was lower than expenditure once staffing costs were included. The Union was working on ways to mitigate this issue; the online store would be available shortly and discussions were underway with the Development and Alumni Office and Cass to see if extra support was available. *Citywire*, City's staff online newsletter had agreed to feature the shop which would raise awareness. The SU was now permitted to stock stationery which would also help, although extra stock purchase would be required to do this and at this point there were no available funds. The Board was asked to provide a steer on two options regarding the sale of clothing which was currently fair trade only: firstly, to add new non-fair trade lines which would be cheaper and have a higher profit margin; secondly, to increase the cost of current clothing items to ensure that sufficient margins were achieved. In discussion the following points were noted:

- The current margin on clothing was 28% which was very low.
- It was important for the shop to be profitable as this increased the resource available to support students.
- A non-fair trade line would not be welcomed by all parties, however, it was a question of sustainability for the Union. It might be possible to introduce ethical clothing to replace the fair trade lines.
- YA noted a concern regarding the option to stop selling fair trade items as this could affect the University's accreditation with the Green People and Planet League; the sale of cotton items was a part of the submission for the Gold Award. The Board suggested that if this was the case, discussions could take place with regard to potential subsidy on these items.
- The Union was still waiting for a decision on its request to sell confectionery.

#### Decision

The Board **recommended** that the costs of the current stock of clothing could be increased by £5 per item to coincide with the launch of the new shop location, and that in due course the Union review both costs and the fair trade policy (the latter in discussion with City).

### Delegation of Authority

#### 16. Any Other Business

None.

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

**Date of the next meeting:** Tuesday, 9<sup>th</sup> May 2017, 5-8pm

**Board Secretary:** Philip Gilks