

Board of Trustees Minutes

City, University of London Students' Union is a registered charity (charity number 1173858) and a company limited by guarantee registered in England and Wales (company number 10834450).

5pm Tuesday 5th June 2018 | C103 University Building, Northampton Square

Members	Initials	Meeting 1 10.10.17	Meeting 2 5.12.17	Meeting 3 30.01.18	Meeting 4 10.04.18	Meeting 5 05.06.18
Olesea Matcovschi (President) (Chair)	OM	✓	✓	✓	✓	✓
Malek Arab (VP Education)	MA	✓	✓	✓	✓	✓
Zulkaif Riaz (VP Activities and Development)	ZR	✓	✓	✓	✓	✓
Edward Pearson (Lay Trustee)	EP	✓	✓	✓	✓	✓
Nick Smith (Lay Trustee)	NS	A	✓	A	✓	NM
Janet Legrand (Lay Trustee)	JL	✓	✓	✓	✓	A
Alan Latham (Lay Trustee)	AL	P	P	✓	✓	✓
Hind Hassan (Lay Trustee)	HH	X	X	X	NM	NM
Sajil Shahid (Student Trustee)	SS	✓	✓	✓	✓	A
Peter Cook (Student Trustee)	PC	N/M	✓	✓	✓	✓
Nick Ratcliffe (Lay Trustee)	NR	N/M	N/M	N/M	N/M	✓
Clare Searle (Lay Trustee)	CS	N/M	N/M	N/M	N/M	A

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

In Attendance	Initials	Reason and Meeting Section
Philip Gilks	PG	Chief Executive (Committee Secretary)
Hannah Roberts	HR	Membership Development Manager
Kristina Pereylygina	KP	SU President Elect (partial attendance, items 7-9)
Kathryn Kingwill	KK	Minute taker

Part One

Before the start of the meeting there was an informal meeting of the Trustees which was not minuted.

1. Welcome and apologies

The Board noted apologies from Janet Legrand, Sajil Shahid and Clare Searle.

Following the appointment of two new Trustees [see item 6], the Board sought nominations for the position of Deputy Chair. Nick Ratcliffe (NR) self-nominated.

Nick Ratcliffe left the meeting.

Decision

The Board agreed:

- to appoint Nick Ratcliffe as Deputy Chair;

2. that the position of Deputy Chair should be agreed annually;
3. that PG, NR and the Chair should develop a role profile for Deputy Chair which would be agreed at the next meeting. **[Action]**

2. Minutes

2.1 The Board approved the Minutes of the meeting held on 10th April 2018.

2.2 The Board noted the Matters Arising from the meeting held on 10th April, noting the following:

- Min Ref 9, Study Well Funding: City's Development & Alumni Office (DARO) have indicated that funding for the *Study Well* Campaign will no longer come from the Saddlers Company, therefore the Union will need to seek an alternative source of funding. PG will circulate to the Board in July the *Study Well* impact report, he commented that the campaign also serves to raise awareness of the Union amongst students and staff. **[Action]** EP advised that it might be possible to apply to the Robert Kitchin Fund, managed by Saddlers.
- Min Ref 17, Society Led Friday Prayer: MA requested an amendment to the action to state that the incoming sabbatical officers would take forward with the University discussion of Friday Prayer arrangements, in consultation with the religious societies.

3. Decisions taken between meetings

There were no decisions.

4. Declarations of Interest

The Board noted that CS and NR would provide their declarations of interest. No other interests declared.

5. Items Specially Brought Forward by the Chair

There were no items brought forward by the Chair.

6. Lay Trustee Recruitment Update

(paper: BT1759)

The Board noted that the Appointments Committee met on 25th May and approved the appointment of Nick Ratcliffe and Clare Searle as Lay Trustees from 25 May 2018 to 24 May 2022.

7. Chief Executive's Report

(paper: BT1760)

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 discussion PG highlighted:

- There had been further discussions with the University with regard to introducing joint contracts for staff working in the Union. Further legal advice was being sought with a view to implementation in the autumn term. The intention was that the SU HR policies would mirror those of the University.
- Agreement had finally been reached with HR on staff job titles and these were in the process of being changed.
- The SU Marketing and Communications Manager (formerly the Senior Communications Coordinator) was leaving for a more senior position elsewhere. The post was being re-advertised with the new job title following a disappointing response to the initial advertisement; shortlisting had taken place for the post of SU Representation Manager; the post of Activities and Events Coordinator had now been filled.

- Actions had been taken to advance the sabbatical officer and staff relationship. Next year the team would develop a collaborative agreement to clarify expectations. This year exit interviews had been conducted externally in partnership with another Union.
- PG would be developing a tender for the catering in the Courtyard Café, with some assistance of another Union. The outcome of the tendering process would be known in March. OM commented that she had raised this in the University Space Management Committee, highlighting the importance to some student groups of a social hub where there is no alcohol sold.
- The Union was reviewing arrangements for the Student Council as there were ongoing issues with attendance and quoracy.
- The Annual Survey was underway with around 500 responses received to date.
- The Board noted the Vision 2020 Update. PG suggested that it would be timely to commence preparations for the new Strategy in the next academic year.

Board Performance

8. Management Accounts

(paper: BT1761)

The Board **noted** an update on the Management Accounts and financial performance of the Union. In discussion the following points were noted:

- The Board thanked Susan Barrow for her efforts to reconcile the accounts in her first months in post. This work was now almost complete and a balance sheet would be available for the next meeting of the Board.
- There was a shortfall in income, however these were offset by savings, mainly due to staff vacancies, which meant that implementation of some planned expenditure had not been possible.
- The surplus meant that some projects could be brought forward and the team were exploring what could be achieved before the end of the year.
- Going forward management accounts would be produced monthly and would be circulated to the Board. This also meant that the Sabbatical Officers would have improved information when planning activities.

9. Budget 2018/19

(paper: BT1762)

The Board **received** the final budget for 2018/19 along with a revised organisational chart for the Union. After discussions with the University the provisional agreement was for the Block Grant to be increased to £936,841, this may change slightly in which case PG will update the budget appropriately. In discussion the following points were made:

- The Block Grant allocation included the VAT required to be paid on staff salaries, attributed to staff costs. Should this issue be resolved, the budget will be reforecast with this amount attributed to non-staff costs as the University had confirmed that the funding level will be maintained should this issue be resolved.
- The Union was exploring a relationship with the University of Kent Union to outsource management of advertising for a fee of £6.5k pa. This would allow the marketing staff to focus on communications and other marketing activities.
- The budget showed reduced income for events following the decision in January to hold more Union events with no entry charge.
- The contingency had been set at £10k but it was hoped that the Union would be able to reforecast this in December to £15k.
- The retained funds currently allocated to VAT on staff salaries could be used to fund additional activities for students. The CEO would reconsider the budget if this saving was confirmed.
- PG would explore tie-ins with ticket suppliers; this had worked well at a previous institution. **[action]**

- HR would bring a report on the events programme to a future meeting of the Board. **[action]**

Decision

The Board **approved** the Budget 2018/19 and **noted** the revised Union structure.

- 10. Board of Trustees Dates and Business** (paper: BT1763)
The Board **approved** the proposed meeting dates and calendar of business for 2018/19. PG will send calendar invites to all members. **[action]**

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/>) In discussion the following was noted:

- OM reported that a key achievement had been improved arrangements for postgraduate research students who undertook teaching at City. A Working Group had been established to regularise arrangements for this student group; the intention was that these would be in place for September. She also noted the introduction of the Community Fund and the success of *Study Well*. She had worked to support both staff and students during the UCU industrial action. Finally she suggested that the Union could explore how to raise the status, and increase funding, of the Carrot Awards as these were once a prestigious event for City and the Union.
- ZR had worked to revise the External Speakers' Policy to reduce the approval time for external speakers, with an aim of 21 days for a decision. He noted that the Union now had academic societies for all City's subject areas, so now the intention would be to work to making them more effective. He had lobbied successfully for more storage space for the societies.
- MA had worked with ZR to revise the External Speakers' Policy. He also highlighted the success of the *Study Well* Campaign, including the Petting Zoo and the Puppy Room, and the Academic Impact Awards held in May. He had worked to improve the training of programme representatives and to ensure that more programmes had representation.

- 12. Appointment and Composition of the Board of Trustees** (paper: BT1764)
The Board considered a motion approved by Student Council held on 2nd May, advocating a change in composition for the Trustee Board to increase the number of student trustees by two, and to change the appointment process for Student Trustees to the Board to an election rather than by appointments panel. The Articles of Association of the Union did not provide for the Council to approve this motion, however, it had been agreed that the Motion could come to the Trustee Board for consideration. In discussion the following points were made:

- It was important to have a good skills mix in the Board; the current process provided for selection on this basis for all Trustees with the exception of the Sabbatical Officers who were ex-officio. Should the Board agree to move to elections for Student Trustees, it was suggested that there should be a panel to assess nominees prior to elections.
- CS provided the comment that there was no evidence that increasing the number of student trustees would improve the student voice on the Board and there were other ways to approach this.

- The Motion had been proposed by the Sabbatical Officers as they wished to initiate discussion of the issue of more student representation in the decision-making of the Union. There was a strong feeling that the Union should be student-led and that processes should be more democratic.
- The Board existed to ensure that the charity functioned within its objects – it did not set the direction of the Union as the Sabbatical Officers and the Student Council were responsible for this.
- The Board could do more however to improve communications with the student community. One way to do this would be to invite the Chairs of Student Council and the Union Executive Committee to attend Board meetings.
- There had been a significant change to the Union's governance arrangements over the past 12 months so it would be helpful to let the changes 'bed-in' before introducing further change.
- City's Council would also be required to approve any changes to Board composition therefore the Union would request that the Working Group, which had worked to develop governance arrangements for the new Charity, be re-established.
- Some issues had arisen around attendance at Student Council, therefore more thought would be given to support, induction and training for Council members in the next academic year.
- EP suggested that the Union could also explore greater student representation at executive level as this was where important decisions were taken such as budget allocation and prioritisation of activity.
- PG and HR would also explore how the Board could improve communications with the student community and bring recommendations to a future Board meeting. **[action]**
- MA requested that the Board consider a student consultation on composition. This could be done in conjunction with communications to seek new Student Trustees as two posts would become vacant.

- 13. Union Report to City Council** (paper: BT1765)
The Board **noted** the Union Report to City's Council which will be a standing item for future meetings.
- 14. Returning Officer and Deputy Returning Officer** (paper BT: 1766)
The Board **approved** the appointment of Peter Robinson, NUS, as Returning Officer and Hannah Roberts as Deputy Returning Officer.
- 15. BDS Motion Legal Advice** (paper BT: 1767)
The Board received an update on the BDS Motion approved by the Student Members' Meeting on 15th February. The College Secretary, on the Union's behalf, had contacted Pinsent Masons to seek clarification on whether the advice issued in 2017 was still relevant to the revised Motion. The advice from Pinsent Mason was that the Union was not permitted to support the BDS Motion as it was contrary to its charitable objects. This advice had been issued informally at no cost but to formalise it would cost £700 plus VAT. In discussion the following points were made:
- It would be helpful to formalise the advice to enable the Union to provide assurance to the supporters of the Motion that this issue had been explored.
 - It was likely that the Motion would be resubmitted at the next Students Members' Meeting therefore it would be advisable to seek further legal opinion.
 - PC noted an objection to further expenditure.
 - PG would obtain an estimate of the likely cost of a second opinion which the Board would be asked to agree by circulation. He would increase the budget allocation for legal fees to £6k. **[action]**

Decision

The Board **agreed** to formalise the advice from Pinsent Mason and that PG should seek an estimate of the likely cost of a second legal opinion.

Delegation of Authority

16. Any Other Business

The Board thanked Peter Cook, Olesea Matcovschi, Malek Arab and Zulkaif Riaz for their contributions to the Board during 2017/18.

Date of the next meeting: Tuesday 15th October 2018

Board Secretary: Philip Gilks