

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 December 2017 | AG05 College Building, Northampton Square

Members	Initials	Meeting 1 10.10.17	Meeting 2 05.12.17	Meeting 3 30.01.18	Meeting 4 27.03.18	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	✓			
Janet Legrand (Lay Trustee)	JL	✓	✓			
Alan Latham (Lay Trustee)	AL	P	P			
Hind Hassan (Lay trustee)	HH	X	X			
Sajil Shahid (Student Trustee)	SS	✓	✓			
Peter Cook (Student Trustee)	PC	NM	✓			

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)
Jessica Howard	JH	Business Operations Manager
James Lindsay	JRL	Membership Development Manager
Katharyn Kingwill	KK	Governance Administrator (minute taker)

Part One

Prior to the meeting, the Board of Trustees had an informal meeting and discussed the Office for Students consultation.

1. Welcome and apologies

The Chair welcomed Peter Cook, the newly appointed Student Trustee, to his first meeting.

2. Minutes

2.1 The Board approved the minutes of the meeting held on 10th October 2017.

2.2 The Board noted the Matters Arising from the meeting held on 10th October 2017. One action remained open; item 8, finance reporting, would be actioned once the new Finance and Operations Manager was in post.

3. Decisions taken between meetings

The Board noted that no decisions had been taken by the Chair since the last meeting.

4. Declarations of Interest

The Board noted the Trustees' Conflicts of Interest Register for 2017/18. PG requested Trustees who had not yet completed their declarations to do so. **[Action]**

The sabbatical officers would not be present for the discussion of item 21, Sabbatical Officer Salaries.

5. Items Specially Brought Forward by the Chair

There were no items brought forward by the Chair.

6. Student Trustee Appointment and Lay Trustee Recruitment (paper: BT1715)

The Board received a report from the Appointments Panel which had met on 16th November. The Panel had agreed: to appoint Peter Cook as Student Trustee with immediate effect; and the desired skills and appointment process for the recruitment of up to two lay trustees. In discussion the following point was made:

- NS agreed to join the Appointments Panel for a Lay Trustee.

Decision

The Board **noted** the appointment of Peter Cook as Student Trustee and the appointments process for up to two Lay Trustees.

7. Chief Executive's Report (paper: BT1716)

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 the following points were noted:

- The format of the President's Report to City's Council and Senate had been updated to better reflect the strategic priorities of the Union.
- A Communications and Marketing Administrator had been appointed, commencing in early December, with a change in reporting line to PG. Interviews would take place shortly for a Wellbeing and Insight Coordinator.
- The Business Operations Manager was leaving on 31st December. The role profile for this position had been revised to prioritise the requirement for financial experience rather than operational management; recruitment was underway and interviews would take place on 6th December.
- Student Council had been redesigned and a promotional campaign undertaken to promote it to Students.
- There had been a 45% increase in advice cases logged with a second caseworker now in post. A full report would come to the Board in early 2018. PG explained that the Union was working to raise awareness of the Union Advice centre, with targeted communications around the exam period so that students knew where to get advice on extenuating circumstances and appeals.
- The number of student groups affiliated to the Union had increased to 109, with the number of members also increasing from 777 in 2016/17 to 1,277 compared at the same point as last year.

Board Performance

8. Management Accounts (paper: BT1717)

The Board **noted** the Union's management accounts to 31st October 2017. In discussion the following points were noted:

- Performance was currently better than budget, although some income and invoices had not yet been reconciled.

- There had been some problems with NUS cards; cards could not be printed which had impacted on income. Once the problem was resolved the Communications Coordinator would organise a promotional campaign for the cards.
- The Fairtrade supplier for branded clothing had advised the Union that they would cease trading on 22nd December so a new supplier would be sourced. Now that the shop was more visible, clothing sales were going well with demand for additional lines, however, a lack of storage facilities meant that not much spare stock could be held onsite. Some Student Societies did sell branded clothing to their members which provided them with an income stream; these were not always Fairtrade. Discussions continued with regard to the bench outside the shop which restricted access. Online sales were still quite low as until recently the web platform had only permitted current students to access the site; this had now been resolved.
- The University catering contract was to be renegotiated this year so there could be opportunities for the Union to improve its income streams in future.

9. Finance Regulations (paper: BT1718)

The Board considered the proposed Finance Regulations which had been developed in consultation with the University's Finance Team. In discussion the following points were made:

- The Regulations were based on those for other unions and similar organisations.
- Payroll was not included as this was managed by City for the Union.
- PG recommended that the Finance and Operations Manager should review the regulations after six months to ensure that they were fit for purpose.
- PG will make the further amendments suggested at the meeting. **[Action]**
- The Board agreed that delegated budget holders should remain as specified.

Decision

The Board **approved** the Finance Regulations.

10. Finance Update (paper: BT1719)

The Board received an update on income to date and noted the variances against budget for 2017/18. In discussion the following points were noted:

- PG explained that although some income and expenditure was outstanding he did not wish to revise the budget at this meeting.
- The recent increase in the London Living Wage to £10.20 would impact on staffing costs so these would be remodelled.
- Although staff vacancies meant less expenditure against budget, there was some concern that unfilled roles would impact on the Union's aims.
- The Board would receive a further update at its next meeting.

11. Auditors Tender (paper: BT1720)

The Board considered the proposed process to appoint external auditors. Since the Union was no longer considered to be part of City Group, the Trustee Board was now responsible for the appointment of auditors and not required to appoint the same auditors as the University. In discussion the following points were made:

- AL kindly agreed to assist the Union with the tender process.
- A member of the City Finance Team would also assist.
- OM or MA would be on the review panel.
- SS and PC would advise PG if they wished to participate in the process. **[Action]**
- It would be helpful to engage an auditor that regularly undertook audits of student unions.

Decision

The Board **approved** the establishment of a sub-group of the Board to oversee the appointment of external auditors for the Union.

12. Health and Safety Policy

(paper: BT1721)

The Board considered the proposed Health and Safety Policy. Developed in consultation with City's Health and Safety Team, it was designed to work alongside the University's Health and Safety Policies. In discussion the following points were made:

- The Students' Union would develop a more comprehensive Health and Safety Policy in due course; PG would ensure that this covered Student Society activities and that it was written in a more student friendly manner.
- The Students' Union did participate in City's Joint Health and Safety Committee.

Decision

The Board **approved** the City, University of London Students' Union Health and Safety Policy.

13. Equality and Diversity Policy

(paper: BT1722)

The Board considered the proposed Equality and Diversity Policy which was based on the Policy agreed by the former Trustee Board in 2015. In discussion the following point was made:

- An annual report on equality and diversity would be scheduled in the Board calendar.

Decision

The Board **approved** the Equality and Diversity Policy.

14. Safeguarding Children and Vulnerable Adults Policy and Procedure (paper:BT1723)

The Board considered an updated Safeguarding Children and Vulnerable Adults Policy. In discussion the following points were made:

- The Board suggested that the Policy clarify that the safeguarding officer group should include representatives from both male and female genders.
 - The Policy was good but further documentation should be developed so that due process was followed.
 - PG would arrange training for Union staff, either with the University, or externally.
- [Action]**

Decision

The Board **approved** the safeguarding Children and Vulnerable Adults Policy and procedure.

15. Publishing Policy

(paper: BT1724)

The Board considered a proposed Publishing Policy, developed to outline the approach to publication of all materials produced by the Union and its Student Societies. In discussion the following points were made:

- It was important to take care to ensure clarification of ownership of images; a serious issue for the Union had arisen some years before when ownership was disputed.
- Intellectual Property remained with the creator but the Union was the publisher.
- The Union would ensure that all Societies were aware of the requirement to comply with the Policy and training would be given if required.
- The Board of Trustees would review annually risk ratings of Student Groups based on their publications.
- The Board suggested that there be further clarification in the Policy with regard to hate speech.

Decision

The Board **approved** the Publishing Policy, with the addition of a clause on hate speech.

16. Web Provision and Conduct Policy (paper: BT1725)

The Board considered the proposed Web Provision and Conduct Policy. This policy had been developed to outline the web provision from the Union for its representatives and Student Groups and the conduct it expected from all members when interacting online with the Students' Union. In discussion the following points were made:

- The Board requested further consideration of Section 3, email accounts to clarify reasonable behaviours.
- It was suggested that the Policy should reference data protection requirements.

Decision

The Board **approved** the Web Provision and Conduct Policy with the exception of the section 3 which would be revisited and come back to a future meeting. **[Action]**

17. Staff Joint Contracts (paper: BT1726)

The Board considered a paper outlining the issues around staffing arrangements in the Union. The payment of VAT for Union staff continued to be required, in spite of appeals to HMRC. The Union now wished to reconsider whether its staff could be employed on joint contracts. Previous legal guidance had been that such joint contracts were not viable but colleagues in City's HR and Finance departments were content to explore this further. However, the College Secretary had clarified that this would require a change in City's Ordinances, to be approved by the Council. In discussion the following points were made:

- PG would revisit the previous legal guidance to assess if this still applied.
- PG would be the only staff member with a change in line management.
- PG and City colleagues would establish whether there would be any TUPE or TURA implications and whether staff could continue to be members of University Pension Schemes. The process for staff complaints and appeals would need to be clarified.
- Should joint contracts be found to be viable, the Union would only proceed if City agreed that the Union could retain any VAT savings.

Decision

The Board **agreed** that PG should continue to explore the feasibility of joint contracts.

18. Risk Register (paper: BT1727)

The Board considered the current Risk Register for the Students' Union. In discussion the following points were made:

- A more in depth discussion of the risks and risk appetite would be useful and could be scheduled for the Trustee Board Away Day.
- Prioritisation of the risks would also be useful.

Decision

The Board **approved** the current Risk Register for the Students' Union and agreed to discuss it in more detail at the Trustee Board Away Day, date TBC.

19. Society External Affiliations (paper: BT1728)

The Board considered a list of applications for affiliation to the Union and **agreed** to affiliate to the following:

- Lawyers Without Borders Society - Lawyers Without Border
- Girl Up Society - Girl Up
- Future Frontiers Society - Future Frontiers UK
- Enactus Society - Enactus UK
- Christian Union - UCCF

- Amnesty City Society - Amnesty UK
- AIESEC City Society - AIESEC UK.

Democracy and Student Voice

20. Sabbatical Officer Action Plans

The Board **noted** the Sabbatical Officer action plans which are published on the website (<https://www.culsu.co.uk/student-voice/studentofficers/>).

21. Sabbatical Officer Salaries

(paper: BT1729)

OM, MA and ZR left the meeting for this item.

Decision

The Board **approved** the proposed range for sabbatical officer salaries for the academic year 2018/19, to be between £22,800 and £23,500, subject to the outcomes of national negotiations held by the Universities and Colleges Employers Association (UCEA).

22. Returning Officer Report

(paper: BT1730)

The Board **noted** the Deputy Returning Officer Report and Election Report for the Autumn Elections. 575 students had voted, representing 2.6% of registered students, an increase from 253 in 2016. There had been 62 candidates for positions, also an increase from 27 in 2016.

The Board also **noted** that the Returning Officer was stepping down so it might be necessary to approve a new appointment by circulation.

23. Postgraduate Taught and Postgraduate Research Representative

(paper: BT1731)

The Board considered a revision to the Union Bye-Law 6, which had been proposed and approved by Student Council at its meeting on 27 November. Currently there was one Graduate School part time officer role to represent postgraduate students but it was felt that the student body would be better served if there were two officers, one for postgraduate taught students and one for postgraduate research students, particularly as postgraduate taught students comprised around half the student body.

Decision

The **Board** approved revisions to the Bye-Law 6 to make provision for two part-time officers to represent postgraduate taught students and postgraduate research students.

24. INTO and Associate Members

(paper: BT1732)

The Board considered a proposal that students who were studying INTO access programmes should be considered Associate Members of the Union for the remainder of 2017/18. In discussion the following points were made:

- Neither INTO as an organisation nor their students paid any contributions to the Union, but it was understood that City had agreed that they should have access to Union facilities as part of City's agreements with them.
- Organisations such as INTO did have a requirement to provide student representation so appeared to be using the current arrangement with City to comply with this.
- It was useful to engage with such students at an early stage but it was important that sufficient resource was available, perhaps by factoring the additional numbers into the block grant.
- Associate memberships did usually incur fees for services provided, and indeed could provide a useful income stream for unions.
- PG would establish a clearer protocols for agreeing associate member schemes with City; the Board would be asked to agree any future arrangements. **[Action]**

Strategic Direction

25. Investors in Diversity

(paper: BT1733)

Item deferred to the next meeting of the Trustee Board on 30th January 2018.

Delegation of Authority

26. Any Other Business

None.

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

Date of the next meeting: Tuesday, 30th January 2018 5-8pm

Board Secretary: Philip Gilks