

# 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 10<sup>th</sup> April 2018 | C103 Tait Building, Northampton Square

Members	Initials	Meeting 1 10.10.17	Meeting 2 5.12.17	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	✓	A	✓	
Janet Legrand (Lay Trustee)	JL	✓	✓	✓	✓	
Alan Latham (Lay Trustee)	AL	P	P	✓	✓	
Hind Hassan (Lay trustee)	HH	X	X	X	NM	
Sajil Shahid (Student Trustee)	SS	✓	✓	✓	✓	
Peter Cook (Student Trustee)	PC	N/M	✓	✓	✓	

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

In Attendance	Initials	Reason and Meeting Section
Susan Barrow	SB	Finance and Operations Manager
Philip Gilks	PG	Chief Executive (Committee Secretary)
Katharyn Kingwill	KK	Governance Administrator (minute taker)
Hannah Roberts	HR	Membership Development Manager

## Part One

Before the meeting commenced, there was a meeting of Trustees to sign off the accounts and to agree to finalise the winding up of the previous charity by the Union's solicitors.

### 1. Welcome and apologies

The Board welcomed two new members of staff, Susan Barrow and Hannah Roberts who were in attendance at the meeting.

### 2. Minutes

2.1 The Board approved the Minutes of the meeting held on 30th January.

2.2 The Board noted the Matters Arising from the meeting held on 30<sup>th</sup> January 2018 and agreed to close the action on Leadership elections from the January meeting.

### 3. Decisions taken between meetings

There were no decisions.

### 4. Declarations of Interest

JL declared that she was now the Deputy Chair of City's Council.

#### 5. **Items Specially Brought Forward by the Chair**

The Board agreed to discuss item 15, Sabbatical Officer Action Plans which was marked for information. Discussion of this item is recorded at item 15 in the minutes.

The Board congratulated the Sabbatical Officers on the Carrot Awards which were now merged with the Students' Union Awards. The event had been a great success.

#### 6. **Lay Trustee Recruitment Update**

(paper: BT1745)

The Board noted the update on Lay Trustee Recruitment. Three candidates had been interviewed but not appointments made therefore the Union was re-advertising the position in a joint campaign with other unions.

*OM joined the meeting.*

#### 7. **Chief Executive's Report**

(paper: BT1746)

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:

- A financial memorandum between the University and the Union had now been approved by City's Executive Committee.
- Interviews taken place for an Academic Representation and Democracy Coordinator but as no appointment was made the position would be re-advertised.
- Two new members of staff had joined the team, Susan Barrow, the Finance and Operations Manager and Hannah Roberts, Membership Development Manager.
- PG would continue to discuss job titles with City's HR team. **[action]**
- The elections had been the most successful to date with 18.3% of students participating, above the target of 14%. The team would now look to build on this success.
- The new Sabbatical Officers were; Kristina Perelygina, President, Tuna Kunt, VP Education and Nazia Bharde, VP Activities. They would take office on 1<sup>st</sup> July.
- PG provided a briefing on a visit to West London Students' Union (WLSU). WLSU is highly successful and the visit was to understand how it achieved its success. The Board noted that CULSU was in a good position to move along a similar trajectory in partnership with the University. PG and the team would now explore would explore how UWLSU initiatives could be considered at City and incorporate this work into the review of the strategy which would take place next year. However, some felt that WLSU had removed some of their democratic processes which CULSU may not wish to do.
- The Board also noted the Student Activities Report – Semester 1 and the Union Advice Impact Report 2016/17 and suggested it would be good to ensure that the positive messages in these reports are communicated to staff and students, particularly with regard to the improved performance of the Union Advice team.

### Board Performance

#### 8. **Financial Update**

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

- SB arrived in post in February and had reviewed finance systems; unfortunately errors in the initial set up of SAGE had necessitated a system rebuild. This process would be completed shortly and a management report would be circulated to the Board in early May. **[Action]**

- Going forward monthly reporting would be provided by SB.
- Services provided to the Union by the University appeared in the end of year accounts, classified as a gift. Discussions continued regarding this sum.
- The Board thanked SB for her efforts, noting that good progress had been made with financial management of the Union.

#### 9. **Budget Case 2018/19** (paper: BT1748)

The Board **received** the final budget cases for the University 2018/19 Planning Round bidding process, with a summary of the Union's key priorities. The proposals were for an increase in block grant of £85k, and expansions in the programme representation programme and the academic societies project. In discussion the following points were made:

- The summary of key priorities had been developed with the Sabbatical Officers.
- PG met the new Director of Strategy, Planning and Performance to discuss the budget cases and received a commitment that decisions will be made before the end of the financial year to enable efficient budget setting.
- NS commented that unions were well placed to benefit from the establishment of the Office for Students and its stated ambitions for value for money (VFM) so this could be highlighted in the proposals.
- MA highlighted that funding for Study Well was being reduced by DARO from £8k to £5k. PG would discuss this funding with the University. **[Action]**
- PG also noted that recent management changes had resulted in a cut to catering for some events previously provided free of charge.

#### Decision

The Board **endorsed** the budget cases for the University 2018/19 Planning Round.

#### 10. **Financial Regulations** (paper: BT1749)

The Board **received** the revised Financial Regulations for the Union, previously approved in December 2017. It was now proposed to make a number of adjustments to reflect practice as staff adjusted to the new finance system. The key changes were a change in signatory authority for the CEO from Group A to Group B, the requirement for only one signatory would increase from £5k to £10k, and the introduction of a petty cash system to speed up reimbursement of low value expenditure. In discussion the following points were made:

- It was important to ensure that the Union remained a student-led organisation, therefore there was some reluctance to change current signatory practice.
- However, the Deputy Chair was standing down so there would be only one Group B signatory until a replacement was appointed, which was a risk to the efficient management of the Union. There was no proposal to change current authorisation processes for budget expenditure, so the proposals would facilitate expenditure authorised in line with agreed process.
- The Sabbatical Officers had taken time to understand Union finances, and wished to be more aware of operational expenditure. This issue would be resolved once regular management information was issued by SB.
- The Board recommended more detailed training for Sabbatical Officers on union financial management. PG and SB would ensure that the incoming Officers received this during their induction. **[Action]**
- The Board suggested that PG circulate comparator information of signatory authority of other unions to provide assurance that the proposals were in line with good practice elsewhere. **[Action]**
- The introduction of a petty cash system would alleviate delays in reimbursement of up to 30 days.

**Decision**

The Board **approved** the revised Financial Regulations for the Union; the CEO would become a Group B signatory, the amount requiring one signatory only would increase from £5k to £10k, and a petty cash system would be introduced for the reimbursement of low value expenses. This approval was subject to the circulation of comparator information regarding Group B signatories.

**12. Reserves Policy** (paper: BT1750)

The Board received the Reserves Policy which was a requirement of the Charity Commission. It was proposed that there should be a minimum of three months operating reserves and the Union would aim to add £15k per year to reserves until the required level was achieved.

**Decision**

The Board **approved** the Reserves Policy for the Union.

**13. External Speakers Policy** (paper: BT1751)

The Board considered the External Speakers Policy which was developed in consultation with the Sabbatical Officers. The policy was in addition to the University External Speakers Policy and set out how the Union would manage external speaker requests in advance of submission to the University. In discussion the following points were made:

- The Policy had been developed to be more student friendly and to clarify roles and responsibilities.
- NS commented that Sabbatical Officers should encourage Societies to plan their speakers well in advance and ensure that all participants are aware of policies on external speakers.

**Decision**

The Board **approved** the External Speakers Policy.

**14. Data Protection Policy** (paper: BT1752)

The Board considered the Union's Data Protection Policy to bring Union processes in line with the requirement of the General Data Protection Regulation (GDPR) which came into force in May 2018. The Policy had been developed in collaboration with the University Information Governance Team. There were new requirements for data training and privacy notices. In discussion:

- JL commented that the biggest issue for charities was the question of 'implied' consent; LSE and Portsmouth University had published commentary on this.
- There was a new focus on the legal basis for holding personal data.
- PG explained that the University's GDPR training was available for Trustees if they wished.
- PG would arrange a session on risk and GDPR during the Trustee Away Day. He would invite the University Information Governance Manager to attend. [Action]

**Decision**

The Board **approved** the Union's Data Protection Policy but agreed to review the Policy at the October meeting to ensure that it reflected good practice in the sector.

## Democracy and Student Voice

### 15. 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 points were raised:

- MA had: worked with the University to improve arrangements for Exams, particularly those scheduled for 6pm, especially challenging for students observing Ramadan, now 92% students have at least 3 days between exams and 96% with a grace period; attended the NUS conference; and thanked JL for **hosting a lunch** with the VP Education Award winners.
- ZR had: worked with the University to reduce the timeline for external speaker approval; lobbied for more storage for the Union, and he reported that currently only one academic area did not have a student society.
- OM reported that the campaign to introduce sleeping pods had been unsuccessful however 'nap' sessions were now being explored with a 'power nap' session to be arranged. The UCU strike had been of huge concern to students and OM had participated in the City Quality and Standards Group working to mitigate the strike's impact on students who remained concerned about outcomes, and also communicated regularly with the students. She would co-chair a working group, working with HR and the Graduate School to formalise arrangements for graduate students who teach. This aimed to introduce new arrangements for the start of next academic year. She was working with MSCSE to tackle issues reported in Engineering Stage One.

### 16. Returning Officer Report

(paper: BT1753)

The Board received the report from the Returning Officer with regard to the recent elections. As noted in item 7, the elections had been successful with 3,545 students voting, 18% of the electorate. There had been three complaints of which one was upheld. The Returning Officer confirmed that it had been a fair election.

#### Decision

The Board **noted** the Returning Officer's Report.

### 17. Student Members' Meeting

(paper: BT1754)

The Board considered the report on the Student Members' Meeting held on 15<sup>th</sup> February. A number of motions had been passed which now required approval by the Board: Free Events on Campus; Society Led Friday Prayer through the Students' Union; and Boycott, Divest & Sanction. In discussion the following points were made:

- The Executive endorsed the Free Events on Campus policy and would endeavour to provide as many free or low costs as possible within budgetary constraints going forward.
- MA explained that the reason behind the motion to introduce a Society Led Friday Prayer policy was that some Islamic Societies had expressed a lack of confidence in the University Imam therefore wished that management of Friday Prayers should be transferred to the Union. Unfortunately the Friday Prayers Working Group had been discontinued this year which meant that there was no forum for discussion of issues when they arose.
- It would be challenging to implement the Policy for a number of reasons; there was insufficient resource in the Union to manage this; the change would not circumvent Prevent requirements; and the Union's role was to represent all groups therefore it was important that it remained secular in order to do this.

- The Board suggested that the Union bring the matter to the attention of the University Chaplaincy Team and suggest termly meetings of the Friday Prayers Working Group to allow diverse views to be aired. **[Action]**
- The Boycott, Divest and Sanction (BDS) Motion was presented for a second time. Last year the Board had received legal advice and had not approved the motion.
- The Board suggested that PG ask Pinsent Mason, who had issued last year's legal advice, to clarify whether their advice that the BDS motion was outside the Union's charitable objects, applied to the revised motion. PG would discuss this matter with the College Secretary. **[Action]**

### **Decisions**

The Board:

1. Approved the Free Events on Campus Policy.
2. Did not approve the Society Led Friday Prayer through the Students' Union motion.
3. Requested further legal advice on the Boycott, Divest & Sanction motion.

### **18. Senate Membership**

(BT1755)

The Board considered a proposal that the Union Executive should be responsible for nominations to City's Senate. Currently Senate Regulations required that the Trustee Board approve nominations for two of the five student staff members. As the Student Council had recently created two new representative roles for postgraduate taught and postgraduate students on the Student Executive Team, the Union's view was that these representatives should also become members of Senate. In discussion the following points were noted:

- The aim of the Senate Regulation was to ensure that all student groups were represented at Senate.
- The Trustee Board could agree to delegate the nomination of the two Senate members to the Student Executive, in which case the College Secretary could recommend that there be a minor amendment to the Senate Ordinance to explain this.

### **Decision**

The Board **endorsed** the suggestion to recommend a minor change to the Senate Ordinance to permit the Trustee Board to delegate the nomination of two Senate Student Members if it wished. PG and OM would take this forward with the University. **[Action]**

### **19. Bye-Law Amendments**

(BT1756)

The Board considered the proposed amendments to the Union Bye-Laws 3 & 10, following the recent Student Members' Meeting. The proposed changes would provide for a register of attendance and for votes to be cast by secret ballot. In addition the meeting could be suspended if conduct became disorderly and disruptive attendees asked to leave. In discussion the following points were made:

- There had been some incidents at the meeting where attendees felt threatened so the changes were designed to give the Chair further powers to ensure fair debate.
- A Privacy Notice would be provided so that attendees would be aware of how their data, provided for the register of attendance, would be used.
- A secret ballot would only be used on occasions where issues were considered contentious and when there was a possibility that voters might feel intimidated.
- More training in chairing meetings would be given the Student Council Chair and more guidance made available to students.

**Decision**

The Board approved the amendments to the Union Bye-Laws

**Delegation of Authority**

**20. Any Other Business**

MA proposed that the SU President should have their own office. The Board suggested that this is considered as an operational issue and should be discussed with the Senior Management Team.

The Board thanked NS for his huge contribution to the governance of the Students' Union.

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

**Date of the next meeting:** 5<sup>th</sup> June 2018

**Board Secretary:** Philip Gilks