

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 16th October 2018 | C103 University Building, Northampton Square

Members	Initials	Meeting 1 16.10.18	Meeting 2 04.12.18	Meeting 3 29.01.19	Meeting 4 02.04.19	Meeting 5 30.05.19
Kristina Pereygina (President) (Chair)	KP	✓				
Tuna Kunt (VP Education)	TK	✓				
Nazia Bharde (VP Activities & Development)	NB	✓				
Nick Ratcliffe (Lay Trustee and Deputy Chair)	NR	✓				
Edward Pearson (Lay Trustee)	EP	✓				
Janet Legrand (Lay Trustee)	JL	✓				
Alan Latham (Lay Trustee)	AL	✓				
Clare Searle (Lay Trustee)	CS	✓				
Sajil Shahid (Student Trustee)	SS	✓				
Vacant (Student Trustee)						

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

Included in the circulation	Initials	Reason and Meeting Section
Philip Gilks	PG	Chief Executive (Committee Secretary)
Hannah Roberts	HR	SU Head of Membership Development
Susan Barrow	SB	SU Head of Finance and Operations
Katharyn Kingwill	KK	Governance Administrator (Minute Taker)

Presentations to the Board

Before the meeting there were presentations to the Trustee Board from Sabbatical Officers on their plans for 2018/19. This section was informal and not minuted.

Formal

1. Welcome and Apologies

The Chair welcomed Clare Searle (CS) to her first meeting.

2. Declarations of Interest

Ms Janet Legrand declared an interest as Deputy Chair of City, University of London Council. Board members had been asked to complete statements of declared interests.

3. Minutes

3.1 The Board approved the Minutes of the meeting held on 5th June 2018. (paper: BT1802M)

3.2 The Board approved the minutes of the decision without a meeting of the Board of Trustees on 29th August. (paper: BT1803M)

3.3 The Board noted the Matters Arising from the meeting held on 5th June. (paper: BT1804A). PG will take forward the development of the Deputy Chair role profile with NR and KP.

4. Decisions taken between meetings

The Board noted that one decision had been taken between meetings; the Board had agreed by circulation the appointment of Knox Cropper as the External Auditors of the Union from 2017/18 to 2019/20 [see item 3.2].

5. Items brought forward by the Chair

No items were brought forward by the Chair.

6. Executive Committee Minutes

(Paper: BT1805)

The Board noted the minutes of meetings of the Executive Committee held on 8th October and that it would receive minutes for both the Executive Committee and the Student Council this year, which was welcomed.

Strategy

7. 2017/18 Annual Survey

(Paper: BT1806)

The Board considered a report of outcomes from the 2017/18 SU Annual Survey. This was the first time that a survey had been undertaken and the outcomes would be used to inform priorities and activities. All City Students were invited to participate with a response rate of 4%, which was considered satisfactory for surveys of this type. Recommendations arising from the survey were to; conduct a governance and democracy review to make Officer and Representative roles clearer to students, explore with student groups why there might be some sense of dissatisfaction with societies, and to refine the question set for next year's survey. In discussion:

- The lessons learnt would be used to improve the Union's election processes.
- This year's survey did not allow for accurate identification of undergraduate and postgraduate students in their first year of study so the question set would be refined next year. CS offered to provide advice on the next question set. **[action]**
- The survey did provide feedback on the Union KPIs so would be useful for assessing progress.

8. Vision 2020 KPIs Report 2017/18

(Paper: BT1807)

The Board considered a report of progress against KPIs for 2017/18. Overall excellent progress had been made and some important targets exceeded. However, there were areas for action and some KPI outcomes had not been recorded due to staff turnover therefore monitoring would be refined to mitigate against this. In discussion it was noted:

- The KPIs remained useful, however, it might be timely to review them, particularly those which were proving hard to measure.
- JL commented that City's Council had welcomed the NSS outcomes for the Union as a significant achievement for the Union; she suggested that a review of KPIs could build upon this success, and that it was timely to commence the review of KPIs before the end of the Strategy in 2020.
- PG suggested that the Union could use the NUS Quality Students' Union model as a basis for setting new KPIs.

Decision

The Board agreed that PG would consider how to take forward a review of the KPIs and bring forward a proposal. **[action]**

Executive**9. Chief Executive Report**

(Paper: BT1808)

The Board received the Chief Executive Report for October. In discussion PG highlighted:

- Some progress had been achieved with regard to the introduction of joint contracts, and general legal guidance received. However more discussions were required before a proposal could be presented to the Board for approval, possibly by circulation.
- An issue had arisen with regard to City's decision to increase its trade staff facility time. Unfortunately this had a disproportionate impact on the Union, so this was not being implemented at this point in time, pending the outcome of discussions with HR.
- This year's Sabbatical Officers had settled in well; the initiatives introduced last year should help cement a good working relationship throughout the year. The Union was also sponsoring sabbatical officers with Tier 4 visa extensions and would use this in future communications to encourage Tier 4 students to participate in representation.
- The Union would be participating in the NUS Quality Students' Union initiative. Part A was straightforward but Part B was more challenging. PG has established a Working Group to take this work forward, with the aim to achieve a very good or excellent rating in the future.
- The Union would no longer budget in future years for income from NUS cards as sales were decreasing.
- Welcome Week had been a great success, with excellent team working. The Union had increased the number of free events offered, with a focus on alcohol-free activities.
- The NSS outcomes were very good and the focus would now be on how to make a positive impact in areas of poor performance.
- The Board suggested that the Union promote more widely the success of the Union Advice Team. PG noted that the SU Advisors had won Wow! Awards, a national scheme to recognise excellent customer service. He also noted that the team were now working to capacity so extra resource may be required, particularly during seasonal peaks. PG would update the website and provide reports to City's committees on the advice service statistics. **[action]**
- PG had met City's Head of Services, Property and Facilities and the Director of Student & Academic Services to discuss a possible tender for managing the Courtyard Café and the suggestion that the tender also include the City Bar as well as the café. Whilst the potential for the café was clear, the management of the Bar presented more challenge, although there had been some discussion of moving the space into a separate tender. The Union was asked to provide an expression of interest by 19th October and would be asked to provide a business plan in due course.
- The Bar would be a challenge financially but could raise the profile and presence of the Union as one side of Tait building would be branded as SU and could help resolve some the problems caused by the current lack of space.
- The Board would require more information on potential risks and gains to the Union prior to endorsing a tender proposal. If the Union did agree to tender for the Bar, then it should be established as a separate business unit. The Union would also use its communications to promote activities in the space.

Decision

The Board **endorsed** an expression of interest in the management of the Courtyard Café but agreed to not pursue the bar at this point in time.

10. City Council Report

(Paper: BT1809)

The Board noted the Student Union President's Report which was discussed at City's Council meeting held on 5th October. JL commented that Council had welcomed the report.

Finance, Risk and Audit

11. Management Accounts

(Paper: BT1810)

The Board noted the management accounts for September Period 2. SB explained that once a full year of account reports were available, year on year reporting would be possible. In discussion it was noted:

- The Block Grant for the year was paid in August.
- Income was down by £11k on year to date. This was caused by a number of issues with the contract with SU Network, meaning that the Union was unlikely to meet the budget forecast for this area. After discussion, SU Network had waived fees of £6k, which was some mitigation.
- The budget for staffing was prepared with the assumption that all staff positions were filled and in the pension scheme therefore there would be some variation if vacancies arose.
- City had yet to provide invoices for staffing costs for August and September therefore the accounts were prepared on the basis of estimated costs for this budget line.
- AL noted that excellent progress had been made in the management of the budget.
- CS suggested that as the Block Grant was paid annually the Union could investigate interest bearing accounts to provide some additional income. CS would talk to ACT to see if they could offer some advice. **[action]**

12. Final Budget for 2018/19

(Paper: BT1811)

The Board noted the Final Budget for 2018/19. PG commented that the budget would be reforecast in December or January.

13. BDS

(Paper: BT1812)

The Board received an update on the BDS motion approved by the Union General Meeting in the last academic year. It was now recommended that the Union formalise the legal advice received earlier in the year.

In discussion the following points were made:

- There was value in formalising the legal advice as it would inform future decisions of this nature and enable the Union to manage debate.
- The Board's final decision on the motion should be carefully explained to students.

Decision

Board **agreed** the recommendation that the Board formalise the legal advice received from Pinsent Mason previously. PG would contact the College Secretary who would take this forward on the Union's behalf.

Governance and Related

14. Whistleblowing Policy

(Paper: BT1813)

The Board considered the Whistleblowing Policy, which was based on a resource written by NUS in conjunction with DWF, specialists in employment law. The Policy was in

addition to the City Whistleblowing Policy. The first point of contact would be the SU Advice Manager.

Decision

The Board **approved** the Whistleblowing Policy.

15. Data Protection Policy

(Paper: BT1814)

The Board considered an updated Data Protection Policy which the Board had asked to review after six months. PG explained that discussions were taking place with the Information Governance Team regarding the data sharing agreement between the Union and City.

Decision

The Board **approved** the updated Data Protection Policy.

16. Trustee Code of Conduct

(Paper: BT1815)

The Board considered the proposed Trustee Code of Conduct, which was based on a template provided by the Small Charities Coalition and aimed to clarify expectations and responsibilities for Trustees.

Decision

The Board **approved** the Trustee Code of Conduct.

17. Conflicts of Interests Policy

(Paper: BT1816)

The Board considered the proposed Conflict of Interests Policy which had been based on a template provided by ICSA.

Decision

The Board **approved** the Conflict of Interests Policy.

18. Risk Management Policy

(Paper: BT1817)

The Board considered the Risk Management Policy which had been drafted in accordance with guidance from the Charity Commission.

Decision

The Board **approved** the Risk Management Policy.

19. Appointments Committee

(Paper: BT1818)

The Board received an update on membership and a timeline for new appointments. There was a vacancy for a Student Trustee as Peter Cook had ended his term of office in July. SS was eligible for reappointment. A change in process was proposed to invite either the Chair of Executive Committee or Student Council to join the Shortlisting Panel.

The Board also noted that EP would end his final term of office in November 2019 and that JL's first term of office also ended in 2019. In discussion it was noted:

- An election process for student trustees was not recommended this year as it would require major governance changes. The trend in the sector was away from this form of representation to reflect the move to charitable status which meant that Boards were now seeking members with specific skills sets.
- Some Trustee Boards were now appointing a lay trustee as Chair rather than the President.
- CS and EP volunteered to join the appointments committee.

Decision

The Board **agreed** the members and timeline for of the Appointments Committee'

20. Governance Code

(Paper: BT1819)

The Board considered a report on the launch of the NUS Students' Union Governance Code and how to approach a review of governance in the Union. It was proposed to establish a Working Group to develop recommendations which would come back to the Board. Lay trustees were asked to participate in the group. This work would form part of the NUS Quality Student Union initiative. The Board suggested that lay trustees be issued with open invitations to themed meetings. PG would facilitate this. **[action]**

Other

21. Any Other Business

The Board thanked SS for his contributions to the Board to date.

PG invited all Board members to the Christmas party which would take place on 7th December.

Next meeting 4th December at 4.30 pm.