

## 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).

15 July 2024 | MS Teams

Members	Initials	Meeting 1 13.09.23	Meeting 2 06.12.23	Meeting 3 16.02.24	Meeting 4 05.03.24	Meeting 5 23.05.24	Meeting 6 15.07.24
Akanksha Kumar (President) (Chair)	AK	✓	A	✓	✓	✓	N/M
Fortune Sampson (Deputy President)	FS	✓	✓	✓	A	✓	N/M
Yavuz Emin Kafadar (Deputy President)	YK	✓	✓	✓	✓	✓	N/M
Jackson HE (Deputy President)	JH	✓	✓	✓	✓	✓	N/M
Ayla Hamzayeva (President) (Chair)	AH	N/M	N/M	N/M	N/M	N/M	✓
Ashton Shepherd (Deputy President-Elect)	AS	N/M	N/M	N/M	N/M	✓/ N/M	✓
Nasir Mohammed (Deputy President)	NM	N/M	N/M	N/M	N/M	N/M	✓
Nick Ratcliffe (Lay Trustee and Deputy Chair)	NR	✓	✓	✓	✓	✓	✓
Alan Latham (Lay Trustee)	EP	X	✓	✓	✓	✓	A
Liz Williams (Lay Trustee)	LW	✓	✓	N/M	N/M	N/M	N/M
Jas Ahluwalia (Lay Trustee)	JA	N/M	A	✓	✓	✓	✓
Rachel Brown (Lay Trustee)	RB	N/M	✓	X	P	✓	✓
Leila Ratnani (Lay Trustee)	LR	N/M	✓/ N/M	✓	A	✓	✓
Saundarya Rastogi (Student Trustee)	SR	✓	N/M	N/M	N/M	N/M	N/M
Eva O'Neill (Student Trustee)	EO	N/M	✓	X	A	✓	X
Prachi Barache (Student Trustee)	PB	N/M	✓	✓	✓	✓	A

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 (Company Secretary)
Kany Lee	HL	Operations and Projects Manager
Jeni Turner	JT	Head of Finance
Chris Moore	CM	Head of Communications and Business Development

### Formal

#### 1. Welcome and Apologies

AH welcomed everyone to the meeting and all Trustees and staff in attendance introduced themselves. Apologies were noted from AL and PB.

## 2. **Declarations of Interest** (Paper: BT2378)

The Board **noted** the register, and no new interests were declared.

## 3. **Minutes**

3.1 The Board **approved** the Minutes of the meeting held on the 21 May 2024 as being a true and accurate record.

(Paper: BT2379M)

3.2 The Board **noted** the Matters Arising (Paper: BT2380A), noting the following:

- The Senate Student Members Appointment action is yet to be completed and the deadline for has been extended until post-merger.
- The St Georges Merger action is ongoing.
- PG provided a verbal update on the approach to integrating Microsoft, but the action remains open.
- The Strategy priorities were on the agenda, so the action was closed.

## 4. **Decisions taken between the meetings**

There were no decisions taken by the Board of Trustees between meetings.

## 5. **Items brought forward by the Chair**

No items in Section F – Starred Items for Information were unstarred therefore all items were **noted** by the Board in this section.

## Section A – Update from the Chief Executive and Strategic Progress

## 6. **Strategy Update Report and 2023/24 Impact Report** (Paper: BT2381)

KL presented the progress report demonstrating the Union's progress against the 2023/24 Implementation Plan. The report showed over 80% of projects were on track or complete, but some projects are delayed or changed due to the merger. PG then presented the impact report and gave thanks to Tamanna Rashid for her work creating it. The Impact Report showed that all Strategy Promise KPIs for 2023/24 were exceeded and PG gave further information about the Union's success in the NSS. PG also explained that the merger is likely to have a negative impact on our NSS result in 2025 due to difference in scores across both Unions.

- NR commented on the volatility of the NSS score from year to year, but the fact the Union is the highest ranked score across the University is a positive.
- AH thanked PG and KL on behalf of the Board.

The Board **noted** the Strategy Update Report and 2023/24 Impact Report.

## 7. **2024/25 Strategy Implementation Plan** (Paper: BT2382)

PG presented the Strategy Implementation Plan for 2024/24. Some key points included that the plan is shorter and provides a greater focus on the merger, the move to the new Student Support Hub (formerly known as the Student Gateway) and the consolidation of other actions from the staff survey. The plan has been presented to staff at the Away Day.

- JA asked how the plan is going to consider unexpected things from the merger and whether there is an expectation the plan is more fluid. PG agreed there is a need for greater fluidity with this plan and the wider work of the Union this year and expected the plan to come back to the Board on multiple occasions for edits.
- NR asked about how we are going to track our success and measure the performance of the plan, recognising some things will be hard to quantify. PG agreed

and explained it is hard to get some of the baseline data for key projects relating to the merger as it does not exist, however we will be capturing this during year 1.

**Action:** PG and KL to review the measures in the Implementation Plan, including capturing baseline data as early as possible.

- LR asked if there was a plan in place for the website. CM explained the approach taken for the integration of the website and some of the challenges in getting the data from two different university systems. CM to keep LR informed of progress.

The Board **approved** the 2024/25 Strategy Implementation Plan.

#### 8. City St George's Students' Union Merger Project (Paper: BT2383)

PG presented the St George's Merger update to the Board highlighting the amount of work that has taken place. PG particularly highlighted the work completed by the Merger Board and subgroups, the focus on what is needed for 1 August, the written resolution requirements, the election of the Deputy Presidents at Tooting, challenges with the VAT review and the transfer agreement. JT provided further information relating the VAT review and liabilities.

- JA commented that his queries regarding liabilities had been answered due to them being capped.
- NR asked for more information regarding the TUPE transfer and structure. PG explained that the structure, which was used for the TUPE, will be implemented from the point of merger.

The Board **noted** the City St George's Students' Union Merger Project.

#### 9. Transfer Agreement (Paper: BT2384)

PG presented the revised Transfer Agreement between St George's Students' Union and City Students' Union. PG highlighted the key changes to agreement, following the last Board of Trustees meeting with the main focus being on the warranties, liabilities, VAT and a new restricted pot of funding. PG also highlighted and shared revised changes to the agreement that he had recently received as there is an issue relating to the objects of St George's Students' Union and the impact this has on the transfer. PG also explained that if the Board agree to the Transfer Agreement today, then the Union will immediately begin to notify the banks of our change of name and update contracts such as MSL.

- NR asked what happens if there is not a signed transfer agreement before 1 August. PG explained, from his understanding, the risk is greater for St George's Students' Union who would not have any members, staff or premises from the point of merger of the two universities, therefore making it difficult for them to make further changes. If the assets do not transfer, PG is assuming the liabilities will also not transfer. NR commented that this does not sound too bad for City Students' Union.
- PG highlighted that if the Board agree to sign it today, subject to any minor necessary changes, we can expect that the St George's Students' Union Board will agree to sign it on 25 July.
- JT asked if the university merger is still scheduled for 1 August. PG explained that all information suggests this is the case at this point in time. JT further explained that it is possible for the assets to transfer slightly later, but we would take their trial balance on 31 July. JA sought further clarification on whether new expenditure, post 1 August, would need to come out of the new joint account. JT confirmed this is the case.
- JA asked whether a delay would increase work for finance or other teams and projects and any impact on the website. JT confirmed it would and CM explained that the Union is already up against it for the website and any delay makes this more challenging.

The Board **considered** the terms of the Transfer Agreement and any other documents, included updated tracked changed. After due and careful consideration, it was unanimously **approved**:

- 1.1 That it was in the best interests of the Company to enter into the arrangements envisaged by the Documents; and
- 1.2 That the Documents be and are hereby approved in the present draft form; and
- 1.3 Any two directors/trustees be and are hereby authorised to sign, execute and deliver the Documents to which the Company is a party on behalf of the Company and in each case the directors in question be and are hereby authorised to make or approve such amendments as they see fit to such Documents prior to such signature or execution, and to do whatever additional acts or things they may deem appropriate and expedient in relation to the arrangements to be effected by the Documents.

## 10. Students' Union Policy Approval

(Paper: BT2385)

PG presented the paper and revised policies and thanked KL for her work on these. PG explained the major changes are within the Finance Regulations due to the merging of the operations across both sites, whilst other policies have seen more minor changes. Whilst we have made the policies fit for purpose for 1 August, we expect further changes will be needed during or at the end of the 2024/25 academic year once we have a better understanding of the operations at Tooting. PG explained that AL have provided comments regarding the risks relating to credit cards and that he agreed with those comments. This is something that PG and JT had discussed in length; however, it is something that we need to do as an interim option due to some of the practices in Tooting but will be reviewed again later.

- JA asked about the approval process for credit cards. PG explained that we approve who has one and their limit, but then payments are approved retrospectively as you are not able to prevent people spending. JT gave further information on the credit card process and that the Union has the same risk as all organisations. Staff do who credit card limits and cards can be suspended if needed. There will also be a need for a Credit Card Policy. **Action:** JT to develop a Credit Card Policy.
- PG flagged there were two amendments needs to the Finance Regulations and that the External Speakers Policy is a merger of the two policies but is likely to need change after the OfS guidance is released.

The Board **approved** the following policies to take effect from the point of merger:

- Conflicts of Interest Policy
- Data Protection Policy and Data Sharing Agreement
- Delegation of Authority
- Equality and Diversity Policy
- External Speakers Policy
- Finance Regulations
- Hospitality, Travel and Expenses Policy
- Mobile Devices Policy
- Publishing Policy
- Reserves Policy
- Risk Management Policy
- Safeguarding Children and Vulnerable Adults Policy
- Service Level Expectations
- Student-Staff Protocol
- Trustee Code of Conduct
- Volunteers Policy
- Web Provision and Conduct Policy
- Whistleblowing Policy

- Drugs and Alcohol Policy

## Section D – Finance

### 11. Management Accounts

JT provided a verbal update on the current financial position for the 11 months to 30 June 2024 and expected end of year financial position as well as the key finance projects related to the merger. A key focus has been on the installation and configuration of Ipllicit, the new accounting software. The full year forecast expects an end of year deficit of £32,668 against a budgeted surplus of £19,187. JT explained where the variance came from, including the Board committing to £35,000 of expenditure from reserves on sport. PG explained this deficit is likely to decrease when the university offset some of the costs relating to the merger.

The Board **noted** the verbal update on the Management Accounts.

### 12. Budget 2024/25

(Paper: BT2386)

JT explained the methodology of creating the combined budget for the charity City St George's Students' Union which included Tim Sice (Chief Executive of St George's Students' Union) developing a Tooting based charity budget and the former City Students' Union developing a general Union charity budget. These budgets were then combined to create a budget for the joint charity, with a number of assumptions built in. Budgets were reviewed and adjusted by members of the Senior Leadership Team. Tim Sice also created a budget for the trading company, which was then combined with the charity to create the budget presented to the Board for approval. The figures have been taken on trust for all activities in Tooting.

JT explained that the budget has been matched to the new codes, however there will be some inaccuracies as we move to the new system. The proposed budget shows a combined surplus for 2024/35 of £31,197, which includes a roughly £48,000 commercial surplus and £16,000 charity deficit. JT also informed the Board that the block grant is likely to change as we are waiting for confirmation on salaries. PG explained that some of the block grant increase is as a result of the Union securing additional funding for a new Reception Supervisor.

The Board **approved** the 2024/25 Budget.

## Section F - Starred items for information

### 13. Advice Termly Report

(Paper: BT2387)

This item remained starred so was not discussed and was **noted** by the Board.

## Section G – Other

### 14. Any Other Business

The following business was raised by Trustees:

- PG notified the Board of his annual leave and to contact the Deputy Chief Executive in his absence.

AH thanked all Trustees, the staff and the Clerk and closed the meeting.

**Date of the next meeting:** 17 September 2024

**Board Clerk:** Philip Gilks