

Board of Trustees
5.30pm, 28th October 2014
Room 1, The Union Building

MINUTES

PRESENT:

Grant Clarke (Chair)
Emily Dell
Ian Watson
Rhian Johns

Mario Oliveros
David Franklin
Ian Lockwood

Nick Johnson
Kayleigh Teague
Hope Mgbeike

In attendance:

Anna Clodfelter

Tom Worman
Blue Spire

Fern Lewis
Brendan McCarthy (Minutes)

1. Apologies For Absence

Kunal Shah

2. Declaration of Interests

Anna C has an interest in item 6.1

3. Minutes Of Previous Meeting

Nick J highlighted a missing action point. Nick J and Tom W were actioned to discuss the membership and affiliation costs. These are to be added to the notes of the last meeting

This was approved by the committee.

**ACTION: Anna C to ensure minutes of last meeting are amended to reflect this item.
NJ to work with leadership team to establish where affiliation fees will be allocated**

4. Matters Arising And Action Points From Those Minutes

4.1 Alumni/Affiliation Fee including ICP – verbal update FL/GC

4.1.1 Fern L needs to have further conversations with International College Portsmouth (ICP). Joe Docherty (Director of the International Office) wants to meet with Fern L to discuss the affiliation fee as ICP feel that they shouldn't have to pay the fee. ICP referred this to Academic Registry who have referred it to the international office.

4.1.2 Fern L reported that LSI have agreed to pay the affiliation fee and the students will pay £45 to join.

4.2 Council motions will now be included in Student Opportunities Update papers

This item will be discussed under 8.2

4.3 Board agenda's and summary minutes will be communicate to student body and available on the website

This was agreed by the committee

4.4 Board Membership proposals are out to student consultation for the following two options: as is sabbs (except President) replaced by student trustees. Outcomes will be communicated to next Board in January 2015.

4.4.1 Mario O wanted to discuss the proposals for membership of trustees. They did not feel that two Sabbatical representatives are enough. Fern L gave an update on the Governance Review. Explaining the purpose is to explore the expansion of student representation at as trustees. Fern L reaffirmed that this is being put out to students for feedback and would not be the final structure. Anna C highlighted it is meant to be broad at this stage to gain an indication for more detailed consultation. Mario O and NJ raised concern the trustee option could appear as biased. Mario O wanted to give greater options for trustees.

The Chair suggested going forward we could better highlight the current option as an option.

4.4.2 Mario O asked whether there could be clarification on what a Sabbatical Officer is in the promotion. Anna C suggested that all sabb trustees had been invited to the Governance Review meeting with input from three so far and all could come to future ones.

4.4.3 David F asked for clarification that it is easy to understand for students. Anna C said Marketing have condensed some initial options into easy to understand diagrams and graphics. Anna C suggested that communication to sabbaticals from sabbaticals could have been better. Hope asked to attend the meetings. Anna C reassured this was just early consultation and as it is part of the Annual Survey process impact would be lost if this was changed at this stage. It was agreed to carry on with annual survey consultation as planned

5. Finance Matters

5.1 Trustee Report and Financial Statements & Audit Reports 2013-14 – AC/JP

NOTE: PSUT Accounts have been signed off by Board of Directors prior to this meeting

Charity account

5.1.1 John P from Blue Spire asked if anyone had any questions. Emily D asked a question around governance costs. Asked why admin costs went down by £20,000 this includes the finance and admin overhead costs.

ACTION: John P to clarify in an email details of the admin cost breakdown and the difference to last year to be emailed to Trustees

5.1.2 John P highlighted that the costs with the nominal codes are relevant and that they are sitting in the right place in the accounts. The report highlights any variances, gift aid payments, adjustments. There are no major issues but the pension deficit is still a concern. In the new accounting terms (new accounting reporting process) this cost could appear on future accounts.

Geoff F highlighted the impact would mean we could have a negative balance sheet. This will not affect PSUT but it could affect the charity. Ian L asked how the charity commission could assist. AC wants to ensure transparency is maintained if this were to become part of the report and reassure that the way the University funds the union means that we would not be impacted by this. Anna C did state that from a traditional charity point of view elsewhere in the sector the impact could be significant.

Geoff F suggested that in future trustee reports we could clearly highlight that our spend is good and that revenue generation through advertising and sales is positive also.

NOTE: Trustees agreed the report and the Chair signed off the Trustee Report and Financial Statements & Audit Reports 2013-14

NOTE: Trustees agreed the Letter of Representation and the Chair signed this off.

5.2 September 2014 management accounts UPSU & PSUT - AC/JP

AC asked if there are any questions. This has gone through both Finance and Audit committee and Board of Directors. No questions were asked.

6. HR Matters

6.1 Finance department structure update – AC

AC reported that the finance department structure has been updated. The Union has put in administration support for the department rather than a part time PA for the CEO. This is cost neutral to the organisation.

6.2 CE objectives for appraisal – AC/GC

No objections were raised to Anna C remaining for this item. AC took trustees through the Individual Action Plan (IAP) appraisal process.

6.2.1 The chair highlighted the addition of achieving student satisfaction with the Students' union in the National Student Survey (NSS) scores. AC said this will be difficult because the NSS scores

come out in August so therefore cannot be appraised. All Trustees agreed it is important that NSS is included. Rhian J suggested having a rolling annual NSS improvement plan in place.

6.2.2 There was a discussion about the ensurance of balance between the CE IAP and that of other staff. External Trustee to be appointed as mentor to CE to monitor progress on IAP.

ACTION: AC suggested that there would be a bi monthly 1:1 with a nominated trustee and scrutineer and a 360 appraisal every 24-36 months. IL offered to take this role on. AC to set up meetings

ACTION: The chair suggested implementing the proposed CE IAP for this year and review in March in the new setting process.

7. Strategic Matters

7.1 Governance Review Update – verbal FL

Item discussed in Matters Arising Item 4.4

7.2 Elections Review Final Report – FL

7.2.1 Fern L updated on the election review. David F said the University are happy to support elections due to some negative feedback about their involvement from students. AC and FL explained that the negative feedback was merely one student comment quoted in the report and not a wider opinion that the university is not supportive; as the contrary is true.

7.2.2 Fern L highlighted Bye Law 5 will be reviewed separately and taken to AMM for approval after consultation.

7.2.3 Rhian J asked for clarity on membership and specifically about ICP as they are a business rather than part of the institution. Fern L highlighted that when looking at membership every step was taken to ensure those included are in our charitable objectives. The Union is involved in quality assurance and the development of ICP, hence why they have been included.

7.2.4 Rhian J asked whether complaints should be published in full. Fern L reassured this would be full disclosure about broad issues that have arisen rather than each individual complaint. The union would remove sensitive data and names.

7.2.5 Anna C clarified that the election review process is now complete. The report will go to University Board of Governors and be published to students.

ACTION: FL to implement reporting Elections report to university Governors and publication and communication to students

8. General Reporting

8.1 Chief Executive Report – AC

8.1.1 Rhian J raised a question on building use and asked for an update on The Waterhole Bar. Tom W reported that an operational group has been established with greater UPSU presence for The Waterhole. The first meeting happened last week. Tom W highlighted a clear terms of reference had been drawn up and they have made sure there is student voice in the group whilst protecting brand and identity for both partners. There will be an operational meeting that will meet fortnightly. The relationship between UPSU and the Waterhole has improved because of this.

8.1.2 Anna C said a Union building management group this is looking at wider building provision

8.1.3 Anna C reported that in regards to Third Space the Union are having significant success in negotiating on terms of reference. The agreement includes full closures twice a month. The decision making will now sit with the Union. The new Chief Operating Officer has looked at it from a fresh perspective which has helped. David F highlighted that the library redevelopment has helped and Anna C reaffirmed that at the library's busy time Third Space will not be booked.

8.2 Business and Marketing Report – TW

8.2.1 Rhian J asked how the campaign links with product sales ideas were going. Tom W highlighted that a new staff team has come in which meant this has not been started yet. Operationally this has not been picked up so far due to this transition phase. Tom W highlighted some exciting opportunities with the faculty of Creative and Cultural Industries (CCI) and other students about using the shop as an enterprise space.

8.2.2 Tom W is working on a new communication strategy for UPSU.

8.2.3 It has been agreed that there is no longer an organisational need for a manager role in the shop and that this has been changed to a coordinator post instead.

8.2.4 Tom W highlighted that they are looking to bring in student staff as project teams. This includes having one student responsible for Monday market as an example. This will give students greater ownership and leadership skills.

8.3 Student Opportunities Report – FL

8.3.1 Rhian J asked if it is connected with the University Up for it programme highlight that widening participation activities in the local community appears to be a trend for Student Unions and Universities at present. Anna C highlighted the union is drafting a response to Shaping the Future the new University strategy where these links could sit.

8.3.2 David F asked about the external speaker policy. Anna C reiterated that The Union feel the University is being somewhat over-cautious in its measures in reaction to particular speakers and the Union will continue to work closely with the University student groups and other partners to find a reasonable and balanced approach to protect students.

8.4 Sabbatical Officer Report – Sabbs to collate, presented by one Sabb

8.4.1 Ian L asked about Sabbatical involvement in accommodation. The Chair reported that students this year were contacting private landlords prior to secure-a-home and this meant most houses had gone by the time the University's Secure-a Home event happened. This meant the event took place with only six houses available. Emily D reported taking students round properties. Emily D felt the Sabbatical role in accommodation was to help provide provide social cohesion and the honest truth.

The chair also highlighted that around 50 students have deferred the year to guarantee a place in halls of residence as they want to have the halls experiences.

8.4.2 David F said that from a senior University point of view accommodation was high on the list. Some are owned by the University. Some are owned by Unite where there is a partnership. Private investors opening halls that the institution have no say in. Unite are building a new halls of residence by Portsmouth and Southsea station to cater for 800 students

8.4.3 The University are looking to improve halls and Grant is working with them to look at renewing and renovation.

8.4.4 Tom W highlighted the new house-finding service to be provided by the Union. Tom W contacted reputable letting agents to ensure provision is provided during the recent crisis. The Chair is looking to launch a housing association.

8.4.5 Emily D highlighted the success in securing University partner negotiations for a safety bus and reported that a working group is due to meet next week.

9. Trustee matters arising from democratic committees

9.1 Update on groups funding models –ED/NJ

Emily D & NickJ are tidying up club/group financial processes. Many clubs are charging high membership rates but not getting that money invested back into their clubs

Societies £1 per member – group subsidy

9.2 Reserves Policy

A discussion was had around the need to put the reserves up. Emily D asked how long the reserve should be. Anna C said six months worth of reserves is the current target.

ACTION: AC to review reserves policy and levels and bring proposal to next meeting

10. Any Other Business

10.1 Solicitors Review process – discussion – AC

Anna C asked if UPSU could go to tender on solicitors.

ACTION: It was agreed that Anna C will put solicitors review out to tender by year end Jul 15

10.2 Proposal to Students Council

Emily D highlighted that non students have been approved to join one of our student groups. This has been approved by Women’s American Football. They are not members, they do not fit in our charity aims and there are insurance concerns.

The club have raised that other unions do this but the club will not be able to operate.

ACTION: Fern L send round motion to all trustees for further consideration. Make decision via email. FL/ED to advise the club that they can’t proceed until this has been looked at.

After the meeting had closed Hope M asked for the mentor/buddy support, agreed at a prior meeting, between externals and student trustees to be implemented.

ACTION: AC to email trustees to instigate support

11. Date and Time of Next Meeting – 20.01.2015, 5.30pm (amended to 23.02.2015)

Action	Who	Update	Status
28/10/14 – decision ref allocation of affiliation fee revenue to be taken by Leadership Team	NJ	Fees will remain in the current central budget line	complete
28/10/14 – CE;s IAP process to be as detailed in the paper and reviewed in March 2015	AC/GC		
28/10/14 – CE’s support to be implemented with IL	AC/IL	First meeting 20/10/14	ongoing
28/10/14 – breakdowns of governance admin and management charge costs to be emailed trustees	JP/AC	Complete Nov 2014	complete
28/10/14 – elections report to University and students	FL	Complete December 2014 – and to University Governors Jan 2015	complete
28/10/14 – reserves levels review for next meeting	AC		
28/10/14 – Women’s American football motion email to trustees for decision and advise club not to action until trustees decision	FL	Trustees decision to follow	Due 30 Jan
28/10/14 – solicitors tender by Jul 15	AC		
28/10./14 – external trustee mentor support for student trustees to be implemented	All	AC emailed Trustees Nov 2014	
19/8/14 – Alumni and associate fee – communicate to ICP	TW/FL	Undertaken in August 2014 – verbal update at agenda item 4.1 of 28/10/14 meeting	complete
19/8/14 – Minute format to be updated to include more clarity on actions and decisions made	AC/MS	MS left the Union in August 2014 and did not change the format before her	complete

		departure. AC has included actions summary in current minutes – further development with new clerk	
19/8/14 – 6 monthly operational plan update	AC		Due Jan 15
19/8/14 – Board sub committee review and gap analysis	FL	Feedback from 19/8/14 Board incorporated into on-going governance review	ongoing
19/8/14 – student council motion back to student council	GC		complete
19/8/14 – pre Board meetings to be set up for Sabbs and any other Trustee who wish to attend	AC	Implemented August 2014	complete
19/8/14 – publication of Board minutes for students	AC	Agenda's published Oct 2014 – minutes from Oct 2014	partial
19/8/14 – enquiry as to potential conflict regarding Dentistry	AC	No conflict	complete
19/8/14 – student council motions to form standing item in Student opportunities SMT report	FL	No council between 19/8/14 and 28/10/14 to report but is standing item	complete
26/6/14 – implementation of apportioning AU surpluses back to clubs and write off AU clothing	AC/CC/TW/J P	Implemented summer 2014	complete
26/6/14 – implementation of approved budgets	SMT	underway	complete
26/6/14 – review of media budgets for 15/16 budgeting process	FL/CC		Due Feb 15
26/6/14 – implement new signatories	AC/CC	Implemented July 2014	complete
26/6/14 – appraisal of CE by A&R Committee – first meeting in Jul/Aug 2014	AC/MS	First meeting 18 th August 2014	complete
26/6/14 – implementation of a Waterhole bar operational group with union and UPEL staff. Implementation of Union member on UPEL Board	AC	Implemented – first meeting of Op Group 16 th Oct 2014. Board membership to be undertaken Jan 15	ongoing
26/6/14 – Implement Governance review internal process with external support	AC/FL and Sabbs	Governance review ongoing from Aug 2014 – updates to August and October Boards	ongoing
26/6/14 – Implement an editorial committee and editorial guidelines	FL and VP Activities		outstanding
26/6/14 – formal letter to be sent regarding Galleon article	CR/AC	Published on website June 2014	complete
26/6/14 – Implement trustee appointments to sub committees	MS	Implemented July 2014	complete
22/4/14 – positive messaging campaign to change University staff perceptions of Union	AC/TW	Full Page Article in university magazine – Communicator – June issue	complete
22/4/14 – Trustee recruitment implementation	AC/MS		complete
28/1/14 – NUS appointment as RO	FL	Implemented January 2013	complete
28/1/14 – Implement sale of NUSSL shares as agreed	AC	Implemented in Feb 2014	complete