

**Board of Trustees**  
**MINUTES**  
**4.00pm 12<sup>th</sup> January 2016**  
**Room 1, The Union Building**

**Present:**

Nick Johnson (NJ - Chair), Elisa Kanagarajah (EK), Ian Watson (IW) – via Skype, Ian Lockwood (IL), Orion Brooks (OB), David Ayton (DA), Jamie Mitchell (JM), Joanna Miguens (JMg), Ryan Edge (RE), Carla Watton (CW), David Franklin (DF).

**In Attendance:**

Anna Clodfelter (AC), Tom Worman (TW), Rebecca Beard (RB), Geoffrey Frost (GF) – Agenda Item 5.1 only, Lucy Simpson – Minutes

**1. Apologies for Absence**

Apologies received from RJ. Chair welcomed new student trustee Ryan Edge ratified by UAB 8/12/15.

**2. Declaration of Interests**

No declarations of interests.

**3. Minutes of Previous Meeting**

Minutes from 3<sup>rd</sup> November 2015 agreed.

**4. Matters Arising and Action Points From Those Minutes**

**4.1** Add 'Make A Difference' to Have Your Say website pages – TW **COMPLETE**

**4.2** Circulate email from Blue Spire detailing advice on not including Section 75 debt in end of year accounts – AC - **COMPLETE**

**4.3** Involve IL in review of data protection – TW **ACKNOWLEDGED**

**4.4** Add Sales of Goods Act and Consumer Act to the legal compliance checklist – TW **COMPLETE**

**4.5** Run some past incidents through the new Media Editorial Policy

AC – this is currently sitting with the activities team.

RB – these 2 actions 4.5 & 4.6 are inherently the same thing and ultimately what our insurers advised us was going to overrule whether it was fit for purpose by running incidents past it. So we waited for feedback from our insurers which came back yesterday and unfortunately they have advised us that the policy document itself as a set of guidelines is not comprehensive or controlling enough to satisfy Endsleigh. It raises a concern because we have always deemed our media as separate entities and they have always seem themselves as this (despite the fact that we fund them) and if that was actually the real case then should they have a separate insurance policy to be truly independent from us? With the recommendations Endsleigh have asked us to put in place changes it from a set of guidelines to a set of controlled processes that govern the content of all of our media which would then lose that independent entity status. So we need to either bring media back in house and govern them under our own insurance and overhaul the policy to put those processes in place or we need to decide they are a separate independent entity and therefore we need to have a discussion about if they need their own insurance policy.

IW – this could be overcomplicated. As mentioned last time the policy was fine as broad brush strokes but they need to be more comprehensive. Looking at News Core, the BBC or the Guardian's editorial guidelines they are more detailed but not prescriptive, they retain the

independence of the editorial team to talk about the organisation that they work for in a lucid journalistic way but they are more comprehensive and this is the level that we need to get to, so there is more clarity as to what is and what isn't permissible. It then becomes guidelines and a policy as opposed to a set of prescriptive rules and this is the editorial judgement we are trying to get to. Advice is to go and pull off those editorial policy documents for those 3 which are all available and probably there isn't much in those that we wouldn't want to have as well. AC – the issue we're facing is that, yes these editorial guidelines are exactly where we want to be, but because the editorial decision making sits with the student group and not with us as an organisation, the insurers are saying that if those policies were adopted and we had editorial control of the media that we're insured and it's all fine but we don't. The editorial control sits with the student group so therefore the insurers are saying it's not strong enough without us having the editorial control.

RB – Endsleigh have told us that we have to be that prescriptive.

IL – what's the risk here?

RB – being sued for libel because the students put something out which is libellous.

IL – what's the risk of this happening?

AC – it must have happened somewhere as Endsleigh (being the student Union insurer) have just brought in this requirement to have media policy covered. We haven't experienced it here.

IW – the reason we want the student groups to have editorial control is so that they can criticise the Union as they wanted to do during the last elections. The risk there is only an internal risk. All other risks we should be in control of and so it is trying to come up with a policy which basically gives them sufficient control to be able to talk about the Union freely and journalistically but everything else goes under the auspices of the Union and therefore should be entirely insurable.. As long as we are clear that we are not controlling their voice to stop self-criticism then that's fine.

OB – the problem we have is once we've said we're not controlling on Union criticism, what happens if media are then libellous about a member of Union staff because we're not controlling this? It's an internal criticism but we wouldn't be covered. Doesn't think we can differentiate between the different types of stories.

IL – based on that then we need to follow the guidelines that Endsleigh have suggested and become more prescriptive.

RB – but then they can no longer be deemed as independent.

DF – what are the options for insuring them separately?

TW – we would need to investigate this but this would be organisational insurance against defamation so they would need to be set up as their own separate organisation and the question of Union funding would have to be investigated as well from a governance side.

CW – why would they need to be independent?

AC – media would have a view on that.

CW – if it came to the point that the Union said that you can be independent but you have to fund yourself or you can stay under the Union and be funded they would probably go with the Union.

EK – have we looked at other Unions?

RB – we have explored this and there have been similar queries via jisc and there isn't a perfect model that works. All have issues.

OB – the independence of the media is something they strive for. We are currently undergoing a massive funding review at the moment and part of the discussions last year particularly with media is we could either bring them under our wing and make them controlled by us and the

Union would fund them or they would have to go independent but they would have to fund themselves. Their preferred option was to not have funding and be independent and being able to hold the Union to account.

CW – if they did come under our wing what would actually change in their published content?

AC – if we are controlling it then we would have to take a view on the reputational risk of the Union so it would be the Union voice not the student voice.

TW – we've only just got the feedback from Endsleigh and we've not had a chance to look at how we can adjust the policy and stress test it with the student media groups to find out where it works and where the barriers are.

IW – irrespective of how they sit they must sign up to some sort of guidelines. Whether they are under the Union or separate. They have to have a set of guidelines as they cannot have an editorial team without them. Suggests we get media involved in what the guidelines are. We could then look at how they retain their independence and ability to look at the Union as an organisation. We could look at setting up an independent editorial advisory board (similar to what is in place at Cardiff & Bournemouth) using the school of journalism maybe. But they have to sign up to some sort of guidelines as media content cannot be published without it. Media need to be part of the process and once we have some sort of agreed guidelines then how we actually run the governance around that should be relatively simple and then the insurers would likely fall in behind us. We have to get the guidelines that everyone has signed up to as a first point. An independent editorial advisory board may be the way forward as media would still be independent but the Union would be covered.

RE – wouldn't want to make the decision for them as we are student led.

NJ – agree.

IL – do we have any policies or guidelines in place already?

RB – nothing.

IL – so they are free to publish anything they want?

AC – they have media law training.

IL – so there is some form of governing in place so formulating that and allowing them to do that would be the key as it would then become self-policing.

RB – the problem with that is that we are ultimately accountable legally and reputationally as we can delegate that responsibility for that vetting process but we are still accountable if those checks are not done.

IL – so if they step outside their procedures then that's when we would step in.

RB – we could then adopt internal disciplinary process etc. but at that point a libel suit has already been sued for which we are accountable.

IW – this started last year when we had the issue and we couldn't do anything about it as there were no guidelines so we couldn't say they had breached anything. We must have these guidelines in place first and how we govern and police these is a secondary issue. They can't continue to be a media team if they don't have any guidelines. There is no media organisation in the world (independent or not) that would allow anyone to publish without a set of guidelines as to how they run the business.

AC – can we take these guidelines to media and deal with the insurance and governance separately?

IW – these guidelines are not detailed enough. They do not address the issue we had last time as they are not specific enough with how you go through a process of back checking, the tone of language, the right to reply, right to respond all of that which is set out in every other media organisations guidelines and any journalistic student with aspirations to go into that field

shouldn't have an issue signing up to those. But media need to walk through them and find them for themselves and then sign up to them.

AC – so we will work with media to create a set of guidelines they can sign up to, researching other organisations' media guidelines as a starting point. The insurance issues will follow this process.

**Action: RB/OB to work with media to pull together a set of media guidelines that they can sign up to.**

**4.6** Discuss Media Editorial Policy with insurers - **see above update.**

**4.7** Draft service level agreement for reporting of exceptional H&S events to Board of Trustees –  
**TW AGENDA ITEM 8.4**

## **5. Finance Matters**

### **5.1 ADDITIONAL AGENDA ITEM – BLUE SPIRE UPDATE - GF**

AC – in the minutes from the F&R Committee there were discussions about the management accounts and significant issues we have in the finance department. An action from that committee was to ask Blue Spire for their support. For the minutes, the support from Blue Spire has been incredible. GF is here to update BoT on the audit they have been conducting, the findings and the way forward.

GF – a couple of weeks ago Jon Phillmore from Blue Spire came down and looked in some detail at transactions to try and identify patterns. He made detailed notes which we will not go through, as part of the recommendation that we are putting forward is not to concentrate on historic mistakes from the beginning of the year and within the new accounting software, as we are reasonably confident that whilst these mistakes are numerous they are not large in value. We think the emphasis now should be for the finance team to concentrate on now and the future and Blue Spire will look back over the last 6 months and make some corrections. The VAT return for the end of October had some errors in and we are pretty confident that we haven't breached any guidelines and we can correct any errors within the rules. We are going to return to complete a mini audit at the end of January and we will sort the VAT coding issues out within Xero and instruct the staff on how those transactions are produced. Going forward the VAT is the priority because in management accounts terms, if you get an accrual wrong it can be corrected in the next period. If you get VAT incorrect HMRC will be on our case. Blue Spire are keen on making sure the finance team concentrate on the future. Going back and looking at all these small errors and some of these are pennies, is a waste of time. We have put together a proposal to do this and some things have already been implemented. We are going to implement a lock system so people can't back date historical errors (so that year to date figures don't change between sets of management accounts). Any errors will be corrected in the months they are discovered. All round it will lead to more confidence in the information that is coming from that department and actually within the department, confidence that everything is correct.

CW – what errors are we trying to correct and how can we make sure they don't happen again?

GF – a lot of the errors were a result of the coding structure that was set up in the new accounting system Xero. Blue Spire is of the opinion that when the system was set up, the full VAT implications of operating a charity were not fully understood. Because this wasn't fully understood the codes weren't correctly set up. The instructions given weren't wholly suitable and as we've gone along, mistakes were being rectified as they were discovered, resulting in changes and inconsistencies and it quickly spiralled out of control and became a mess. Overall we think if we take the overall result month by month there isn't going to be a huge change in the numbers. But the main worry from an audit and external agency is getting the VAT correct.

Getting this coding on transactions correct will in itself make the posting of those transactions consistent for the management accounts.

TW – just to clarify that it's not necessarily the software that's the problem but the implementation.

IL – what tolerance is there with the VAT?

GF – if you discover that your net payment is incorrect by £10k net or more then you have to do a voluntary contribution to HMRC and then they will investigate. If it's less than £10k net then you can make an adjustment next payment.

IL – and we are under the £10k?

GF – unlikely to be anywhere near that at all as most of the transactions are very small.

IL – how many errors are we talking about when we say 'numerous'?

GF – one of the things we looked at and recommended is rather than go back and look at all the historical errors, let's concentrate on now and getting it right in the future.

IL – very supportive of that. Are Blue Spire going to help the finance team put processes in place that will document how we can standardise what they are doing for all future transactions?

GF – yes, what we need to do is document the process for each type of transaction within the software. One of the things we had an issue with is that the errors were not consistent.

**BOARD OF TRUSTEES NOTED THE UPDATE FROM BLUE SPIRE ON THE ON-GOING ISSUES WITH THE MANAGEMENT ACCOUNTS AND FINANCE TEAM**

**5.2 Management Accounts – (for note – full discussions at Finance & Risk Committee for UPSU and Board of Directors for PSUT) – CC/AC**

Report taken as read.

IW – confused by the accounts as the numbers don't add up and wary about discussing these figures.

AC – apologies and will investigate tomorrow and re-issue ASAP.

**Action: AC to reissue Management Accounts**

**5.3 5 year financial plan update - AC**

Report taken as read.

No questions.

**BOARD OF TRUSTEES NOTED THE 5 YEAR FINANCIAL PLAN UPDATE**

**6. HR Matters – CONFIDENTIAL DISCUSSION**

**BOARD OF TRUSTEES NOTED CONFIDENTIAL HR UPDATE**

**7. Strategic Matters**

**7.1 Sports Strategy Update**

Report taken as read.

DF – how will the recognition and reward framework work and how expensive will this be?

RB – we have a budget line specifically for the AU awards scheme so whatever we put in place will fit within that budget but it is very much in its infancy stages.

JMg – can you clarify how the development fund has been allocated?

RB – it was allocated on an application basis of need.

JMg – the way EK described it in her report was that the clubs were split into pots and ranked within their pots.

EK – we had a set process within the AU and the applications were divided by mentor as each mentor knows the clubs' needs better. We then looked at the applications and ranked them in order of who would need it the quickest as we have a second round of applications in January. If clubs didn't receive funds in the first round this was fed back and clubs were told their application was either unsuccessful, or to re-apply if they would have been successful if more funds had been available. Societies, Rag and Media did it slightly differently but this is the way the AU Execs wanted to adopt it for the AU pot.

JMg – what if under 1 mentor there had been 3 clubs who had dropped in the BUCs ranking massively and might have needed the money to bring them back up but because they were under the same mentor they wouldn't have received it?

EK – it depended on the application itself and a lot of the applications were kit related or requesting money for other things (e.g. publicity banners). The applications varied a lot. EK and the activities manager went through all the applications and were in agreement with the decisions made by the Execs to concentrate on those which were about development and what development means. An example of a successful application was the swim team who applied for a piece of equipment to help them develop their skills and they needed it quickly due to an upcoming competition.

RB – to summarise. Each application should have been awarded based on the strength of the content. We have learnt a lot from round one, in particular recommendations for improvement of the processes and tightening that up. Moving forwards, this was a one off short term piece of work to fill a short term gap of development needs of all of our groups (not just sports clubs). The long term goal is to complete a strategic analysis on each of our individual sports groups which is in progress at the moment with a completion date of the end of February and on those recommendations (in collaboration with Sport & Rec and their estates master plan based on sports facilities), we are then going to be able to pull together a complete document with an overall list of costings for development requirements for our clubs as a whole and then put that forward in terms of budgeting

CW – the sports strategy talks about sports that we don't compete in but are in BUCs and there are opportunities for wider development. Traditionally the students set up groups, what if there aren't any students who want to do these sports and therefore there is no scope for us to develop in these areas?

RB – we are student led so if they don't want to do it then we don't do it. If they aren't doing it because we don't have the facilities to do it then that's a different matter and that's what the analysis covers.

CW - there's a lot of talk about developing BUCs and raising our BUCs ranking and removing lads culture but it doesn't really talk about developing smaller groups that don't compete in BUCs but compete in national competitions.

RB – the strategic analysis project covers the 5 elements (competitive performance and/or BUCs rankings, membership and engagement, facilities and equipment access, coaching requirements, community involvement) and none of these are dependent on the size of the sports group.

EK – all clubs are encouraged, not just big groups that compete in BUCs. Some groups choose not to compete in BUCs and we encourage all forms of competition.

RE – did something happen to prompt the student group disciplinary policy review?

RB – yes. The reviewed policy is now awaiting Leadership approval.

RE – the strategic development master sheet for sports is in production now so the grants weren't initially in-line with that?

RB – the strategic analysis is a piece of work being done by the operational staff who have knowledge of the history of the clubs. The development grant applications was a short term action based on what the clubs currently perceive their short term development needs to be.

JMg – in the report it states that we will adopt a non-tolerance approach to alcohol related incidents. How do alcohol related injuries fall under that and would we still provide students with support if it was non-sports related?

RB – so if a student falls down the stairs in a night club because drunk?

JMg – yes, where do we stand on the help we would give (from Advice for example)?

RB – the disciplinary process is related to conduct and behaviour whilst on our facilities or participating in our sports not nightclub behaviour.

AC – we are looking at the AU because there is such a culture of alcohol. We are also running a healthy choices campaign and the Advice Service still continues to offer support to anyone who needs it regardless of whether they were intoxicated. What are trying to do is stop the link between sport and alcohol with this piece of work but there is continuing work alongside this, we would never turn anyone away.

RB – the Advice Service are not involved in the Sports Strategy.

NJ – this agenda item is currently on the BoT and the Student Focus & Governance sub-committee. Does it need to be on both?

IL – any issues can be submitted as a separate report.

***BoT agreed to keep Sports Strategy on SFG Sub Committee and the minutes brought to BoT for note.***

***Action: LS to remove Sports Strategy from future BoT Agendas***

***BOARD OF TRUSTEES NOTED SPORTS STRATEGY UPDATE***

## **7.2 Business Analysis Project Update**

Report taken as read.

CW – what conclusions has the business consultant come to so far?

AC – we are not at that stage yet. All he's done is carry out interviews and a SWOT analysis on the organisation and sent a brief report. We have the additional days on 8/9 Feb. There is nothing ground-breaking and he has reassured SMT that we know what we are talking about when looking at the organisation. He had some interesting ways of looking at things and has reaffirmed what we all know that we are doing too much as an organisation. The next stage is that now we know this stuff what we are going to do about it in the next strategic planning stage. He's not there to give us conclusions but to help us reach our own.

***Action: AC to circulate the SWOT analysis.***

***BOARD OF TRUSTEES NOTED BUSINESS ANALYSIS PROJECT UPDATE***

## **7.3 Operational Plan Update**

Report taken as read.

CW – it says that the Partners in Learning is at risk. Why is this at risk and how can this risk be reduced?

AC – this is difficult as it relies in its entirety on the University. It was an initiative that Grant launched and it's at risk because as we've gone through, it appears there are other things already in place and this is an additional thing which doesn't really work in the University structure and will therefore probably not happen. However, the Union/Students being a force in the University and partners in their learning is moving forward but more through

developments we're making in the course reps system. Paul Hayes was very supportive of the principle but actually this way of delivering it has been agreed not to be the right way forward. RB – the University's interpretation of Partners in Learning is not in line with ours and as a result it made pulling together a set of guidelines for a charter untenable and didn't make sense. It meant there was very little scope for the Union to get involved based on their interpretation. The next stage is whether we challenge that.

CW - relating to the KPIs what are the capture mechanisms for the making a difference toolkit?

AC – capturing course rep achievements and how is this happening?

RB – would assume it's through the skills badging agenda.

EK – I assume this was what CW & the Student Voice Coordinator were working on together – Course Rep of the Month, drop in sessions, Facebook posts and things like this which CW should be aware of.

CW – just wanted to make sure it wasn't something else that CW has missed as the wording was different.

RB – doesn't believe it is something else.

CW – there's been talk of a conversation toolkit which is awaiting confirmation from marketing. Why is it delayed and when can we expect it?

TW – it's sat with OMG to say what they need out of the conversation toolkit (conversations between the Union and students). We're very good at broadcasting but not so good at listening and capturing what students are saying.

CW – the KPIs talk about networks for academic enhancement, academic support, social enhancement and social life support. Why would education support be under the business analysis?

AC – the business analysis project is looking at the whole of the Union and what the whole of the Union does.

OB – on page 4 there is a missing KPI.

**Action: RB to update the missing KPI section.**

**BOARD OF TRUSTEES NOTED THE OPERATIONAL PLAN UPDATE**

## 8. General Reporting

### 8.1 Chief Executive Report to include Prevent update - for note, questions only

Report taken as read.

AC – Prevent Update. We met with our new Prevent contact and meeting again on Friday which is a positive thing. We have the framework in place for Prevent which is about what we do when external speakers are flagged as a potential risk which could be for a number of reasons. This week our Islamic Society (who are affected mostly by this agenda) are not happy with the proposed interventions that have been put in place. So we have a meeting with the Islamic Society President tomorrow ahead of the next meeting with Prevent on Friday. What's happened is the Islamic Society has followed everything they were supposed to and they've provided us with the names and topics of the scheduled speakers and some of those speakers have flagged as potential risk. This is either because what they are talking about could be seen to be extremist or have extremist views, or it could be that they have a relationship with an individual or organisation that has or has had extremist views or it could be that they have in the past spoken with what could be seen to be extremist views. So those are the criteria we look at. The risk is really about protecting the reputation of the Union and the University as well as protecting the students because if those speakers arrive they can tend to attract opposing views from people who will potentially crash the Islamic Society meeting and this appears to be the biggest concern and worry for the police and University. So we have 3

speakers flagged for Islamic Awareness Week in February and we now have to work with the Islamic Society to try and get their agreement to put in place some mitigating factors (e.g. having it as a closed meeting, ticketed or students only as all of their meetings are open to the community so this would mitigate some risk, having any potentially controversial topics formally challenged and making sure that the chair is actively encouraging challenge and debate on any topics that could be seen in that way). Actions like these do mean that there's an element of intervention in that student group's activity and they are feeling under some pressure at the moment and are not happy. We're working with them to try and involve them and see if we can make this work under the new Prevent legal duty we have whilst at the same time as protecting their independence and ability to go about their business in the way they see fit.

RE – happy with the position we have with that but do we have anything in place for responding to external negative accusations from someone who is seriously opposed to having these speakers. Is that a set of protocols to respond to this?

AC – we have a framework but don't have a set of protocols or action plan. We have in our Mem Arts that we are protectors of free speech and that will always be our defence. The University is also of that opinion so the University will not stop anyone speaking as our job as educators is to encourage debate. That would be our justification that we are a charity that is here to ensure freedom of speech and everyone is entitled to their opinion but what we do is put in place all of these things but we don't have a protocol for communicating that so it's a really good point which we'll pick up in our meeting.

**Action: AC to establish protocols for communication of actions relating to freedom of speech and Prevent.**

DF – trials and triumphs mentions concerns about staff well-being and potential burnout. Is this just Finance?

AC – it's a Union wide issue and is something we're taking very seriously. We're doing all we can from a welfare point of view, being stronger than ever on work/life balance but we're doing too much as an organisation so it's a much bigger thing that we need to do which is why the business consultant is helping. It's been on-going too long for us to sustain.

IW – on that point, it's mentioned that this issue is leading to strategic projects including Section 75 being stalled. Is there something specific there that is causing the processes to be held up?

AC – attention has been on the finance issues so is being diverted away from pushing CB to give answers to section 75 and the other strategic projects.

IW – is there anything we can do to take the strain on the finance department issues as Section 75 is the biggest risk and should not be dropped.

AC – it hasn't been dropped but waiting for responses from CB & Maria who could still be on Christmas break as they are usually quick to respond. Progress is being made with the finance situation and the help of Blue Spire has made a significant difference and although what was anticipated to achieve for the Union probably won't happen, the most important things will.

IL – has discussed section 75 a number of times with AC and nothing can be done to progress faster. It is still a focus.

CW – most charities have an HR department to deal with staffing issues. Why don't we have this to take away the workload?

RB – the HR processes in most organisations is carried out by line managers. HR support centres are there to support line managers and control those processes. TW & RB are experienced in this area and take on a lot of the HR processes as is entirely appropriate.

AC – it just happens that most of the HR issues are with AC's line managed staff at the moment so it appears AC is taking on most of it. We employ Warner Goodman a fee to be our HR/employment law advisors for any processes we are going through that we are unsure of.

CW – on point 6.1 it talks about the development of AC role with student trustees. What does AC see happening in terms of this?

AC – has a really good and close working relationship with the Sabb trustees and also has a clear working relationship with the external trustees. We don't have that between the Chief Exec and the student trustees and it's a gap that needs to be addressed.

CW – why does London Southbank attend the South Coast meeting?

AC – he's an ex-employee of this Union and lives in Portsmouth.

NJ – what does everyone think of the new format on this report.

**NEW FORMAT LIKED AND BOARD OF TRUSTEES NOTED CHIEF EXECUTIVE REPORT**

## 8.2 Sabbatical Officer Reports

Report taken as read.

RE – where are we with the new Volunteering & Fundraising Sabb role which came up in HYS?

OB – has had an initial conversation with AC about feasibility as JM/OB have been tasked with this by UAB. We had a discussion with the execs of the 2 zones which submitted this and both had different ideas on what they really wanted from it. So we are trying to establish if what they really wanted was an operational staff member. We tried to feed their ideas into more of a Sabbatical role because they said they wanted things which were around the Sabb roles but these were lost amongst complaints about things that hadn't been done. We looked at a broader remit for the role rather than just Volunteering & Fundraising and whether or not it would include things like enterprise and other things the University are looking for to make it a more feasible role and Volunteering & Fundraising didn't seem enough of a remit for a Sabb role. There hasn't been much progress since UAB but will be working on it.

JMg – has the need for this role come from us not having enough resources on the operational side?

OB – it's a mix. The concerns from the RAG side were more operational but looking forward, it is about their ability to develop and create relationships with the University which they thought best supported by a Sabb role and expand the career enhancing opportunity side.

DF – we have seen that there is too much going on and you are discussing increasing the block grant. Is that to better enable us to do what we already do or push for us to do more?

NJ – the initial manifesto was to increase block grant to increase the staff resources as we are under resourced. So we are going to do work with financial planning to see where we currently are and where we probably need to be and what we need to maintain this level and where we feel we are lacking in staff. There will then be another piece of work on where we want to be and what we need to get there.

IL – reading this report, there is lots going on and it should be commended.

DF – with the charity football match at PFC, is there any chance of this being PFC (rather than the staff) v the students?

OB – it's set to be the weekend after the season finishes so the players may not be available. There is a possibility of one of the players being there to sign merchandise.

DF – there's talk of mascots. How is this going to be decided?

OB – it's not so much a mascot but full body covering costumes for shy fundraising students to use (Minion & Olaf) for street collections.

AC – is there a copyright issue?

OB – they’re official licenced purchased costumes and we are not using them as mascots. Rag has the Rag Bear as a mascot and there have been various discussions about it.

**BOARD OF TRUSTEES NOTED THE SABBATICAL OFFICER REPORT**

**8.3 AMM Report**

Report taken as read.

CW – at AMM it came up that there wasn’t anything written down to say what quorum things were and there were a lot of things that needed to be looked at in terms of rules and guidelines for AMM. What has happened in terms of byelaws and mem & arts from AMM?

RB – other than the quorum what else was there?

CW – heard that there were a few things.

RB – hasn’t had any discussions other than whether quorum is stated. After investigation, it’s not stated but it needs to be.

CW – so what’s happening?

RB – a wash-up meeting is organised in 2 weeks time and this will be part of it.

AC – just to say how successful it was and Marketing/Voice teams did a fantastic job.

**BOARD OF TRUSTEES NOTED THE AMM REPORT**

**8.4 Risk Update – for note, questions only**

Report taken as read.

CW – it talks about inadequate funding and unmanageable increases and staff resources being insufficient (lots of negative things). Will this be something that can be included in the lobbying for block grant increases?

NJ – yes it can be looked at.

DA – the risk of the entertainments licence, has there been any progress?

TW – chased Nick Leach (Head of Catering) and is awaiting response. It’s been on here for 6 months and chased again today.

DF – on the H&S section there is a worrying statement - ‘it was reported via his lecturing staff who for a short time prohibited Union involvement’?

AC – this has been dealt by with by the University and it won’t happen again. It was well intentioned and the lecturer was trying to protect that student in some misguided way.

RE – related to that, if the students was playing for a university team why wasn’t it reported at the time? Isn’t there a structure that the committee of the team need to go through to report any injuries?

AC – the student didn’t report that he was injured to anyone.

EK – there are first aiders on site and the committees are fully aware of what to do.

IL – 66% of the 39 injuries are all rugby related which seems high but is this the norm compared to last season?

AC – some of this is that rugby is a contact sport and also they are excellent at reporting. 12 months ago we started work with H&S because rugby were reporting lots of injuries and from that we now pay for pitch side first aid support (Up & Running).

IL – has there been an increase and if so, what is causing it?

AC – would say there hasn’t been an increase since the initial increase in excellent reporting (the last 2 years).

TW - it’s difficult to tell if there’s been an increase as we don’t have a baseline in excellent reporting.

EK – with the rugby world cup there has been an increase in membership, leading to more games and therefore more injuries.

TW – the University H&S team are not concerned.

RE – do we monitor and vet coaches/staff so that if there's an incident in training we are covered if it comes back to us that they are said to have done something unsafe?

EK – all coaches complete a coaching pack.

RB – many come via governing bodies.

**Action: RB to check the coaching pack is adequate.**

*IW left the meeting*

DA – this report talks about music licences. What about film licenses?

TW – this is challenging as we have the film society which plays videos in these rooms which may or may not be licenced. The University is not forth-coming on what licences they have and don't have.

DA – there are also societies that charge like Rag charity events and this is a risk that needs adding.

**Action: TW to add films to the risk register.**

**BOARD OF TRUSTEES NOTED THE RISK UPDATE**

**8.5 Operations Sub-Committee Minutes** – for note, questions only

Report taken as read - **CONFIDENTIAL DISCUSSION**

**Action: CONFIDENTIAL ACTION**

**OPERATIONS SUB-COMMITTEE MINUTES NOTED BY THE BOARD**

**8.6 Student Focus & Governance Sub-Committee Minutes** – for note, questions only

Report taken as read.

**STUDENT FOCUS & GOVERNANCE MINUTES NOTED BY THE BOARD**

**8.7 Finance & Risk Sub-Committee Minutes** (including Risk Grid) – for note, questions only

Report taken as read.

CW – why are we charged an online rate to sell things?

TW – because banks charge but we do get the charity rate.

DF – has the UPSAC insurance claim been sorted?

AC – there was a long delay but it has been paid now.

DF – PAT testing?

TW – it's happening now as it went to the University H&S committee as an issue with Estates and it's now been resolved. We're waiting for a date and will cost £300.

CW – where we talk about sub aquas equipment and about how we're looking at checking out that company, should we check out all companies that we liaise with and look at equipment to make sure that the same things don't crop up.

TW – the due diligence with checking the company was around IL's comment about checking the standard of safety of checking i.e. is the company a safe company to be checking equipment? There is only one company in Portsmouth to carry out these checks which is Trident and they have provided this service for as long as this club has been in existence.

RB – each club has to carry out an individual risk assessment and safety of equipment where applicable. In terms of us validating that content, we have a process in place for reviewing risk assessments and it is part of a wider recent discussion about the tenability of the activities team to check every risk assessment we have for every group. As a result we have a more structured process in place where we identify the highest risk groups of which sub aqua are one of those top 10 and we review them based on this, as well as any incidents which may occur as we go along.

RE – in 5.4 the draft investment proposal plans for the meeting rooms, it says that the University may not agree as it could lead to the Union wanting more. Listening today to conversations about people at the University not responding to emails, RE is concerned about what relationship the Union has with the University. It feels like their ideas of how we should be developing are very different to ours. The relationship is quite important but it seems at the moment to be limiting us.

TW – from a building perspective, has recently spoken to Bernie Topham (the Chief Operating Officer) about this as they asked us to submit a proposal for what an ideal Students' Union would look like as part of their estates master plan and then everything went quiet. Has been told that it's fine and they are ready to look at it at University Executive Board level. The relationship there is quite strong in terms of keeping us involved.

AC – there is a sensitive relationship with certain parts of the estates department. We have an excellent relationship above that and we have an excellent relationship on the ground. There's just the middle bit that needs some work. We are involved where we should be and we are able to get around this block but we shouldn't have to.

**FINANCE & RISK MINUTES NOTED BY THE BOARD**

**9. Trustee Matters Arising From Democratic Committees**

AC – what should be reported at BoT from HYS?

NJ – it is reported via Leadership.

AC – we've had 77 ideas through but nothing has landed at BoT yet.

CW – it is probably due to the nature of the ideas so far that they don't necessarily need to come here. Some will eventually (like the new Sabb role) but most are to do with lobbying the University.

AC – the list of ideas should probably go to SF&G but at the moment there is nothing on BoT on Democratic. Is that because it has all gone to SF&G in which case should this item come off this agenda because it will get reported via SF&G minutes?

RB – the reporting under the student council structure that used to be in place now sits within the Voice Report which goes to SF&G. Both the Voice & Activities Report (which got to SF&G) are now in place of the Opportunities Report that used to come to BoT but not sure if these should be pulled back into BoT.

AC – but that would negate the need for the SF&G committee.

NJ – the HYS ideas are in the SF&G reports and any ideas that are identified can be recommended up to BoT from that committee.

DA – in the byelaws it says that the trustees and good governance officers work together to ensure UAB is acting effectively. Those 2 roles never come together so a potential way would be the GGO to attend BoT meetings in an observer manner (similar to the way members of staff do), to feedback how UAB is happening and on Student Focus areas, as how can these 2 roles work together to achieve something if they never meet.

AC – can't see this mentioned in the byelaw so maybe this can be discussed outside BoT and bring it back at a later date?

**Action: Sabbs to discuss GGO and Trustee collaboration at UAB & Leadership.**

**10. Any Other Business**

**10.1 Approval of Returning Officer for 2016 Sabbatical Officer elections**

RB – the NUS contact would be Aiden Mersh and officially Peter Robinson would be the Returning Officer.

RE – would like more clarification.

RB – the Returning Officer in the elections makes the final decision in any student complaints about the elections process with RB being the Deputy Returning Officer who would be the first point of contact. It's normal practice to use the NUS as the Returning Officer and the BoT is required to approve this (with whoever NUS appoint to us).

RE – so we are approving NUS rather than the actual person?

RB – yes.

DA – declared an interest as may be standing in the elections.

NJ – there may be other Trustees who would need to declare an interest as well.

AC – it's worth noting for the minutes that no declarations from current sabbatical officers who can run for elections have been received yet.

**BOARD OF TRUSTEES APPROVED NUS AS RETURNING OFFICER FOR 2016 SABBATICAL OFFICER ELECTIONS**

## 10.2 Trustee Stepping Down

AC – this is the formal announcement that DF has made the decision that after many years as Trustee he now feels it is time for him to step down. Would like to formally thank DF for the incredible amount of support he has given, especially to AC when first took on role as CE and felt incredibly supported.

DF – it's not a factor of not wishing to be involved. Changed jobs last year and as an ADS he know what was going on but as Head of School that knowledge is now limited and therefore feel not in a position to support the Union as much as would like. It's not a lack of interest but feels others could provide better support.

AC – we have spoken to the University and Jason Oakley has agreed to be our new University Appointed Trustee when DF steps down.

**BOARD OF TRUSTEES APPROVED DF STEPPING DOWN AS TRUSTEE AND JASON OAKLEY BEING APPOINTED NEW UNIVERSITY APPOINTED TRUSTEE**

## 10.3 University Governor Trustee Discussion

NJ – there has been conversations internally and with the University about where we want to go as a Students' Union and DF has been championing the Union to the University and looking strategically in the future would we want a University Governor on the Union trustee board to bring insight and to champion the Union going forward.

DF – thinks this could benefit the Union greatly.

NJ – it was brought up at SaGA-G and all the University Governors seemed keen.

DA – so this would be in addition to the current trustees as the board is quite big already and smaller boards tend to be more effective.

EK – NJ sits on the University Board so it would be respectful to have a University Governor sit on ours.

RE – the role of the sub-committees was to tackle the size of the board and the associated issues.

IL – it would certainly help the channel of communications.

OB – when Sabbs went on tour there were very positive discussions about it. Bristol's model is a good way forward where they put the suggestion to the Governors who submit a list of potentials for the Union to select from so we can ensure the skills set is correct for our needs.

AC – it is important that the selection process is correct to ensure the person with the appropriate skills for the Union and University relationship is appointed.

**BOARD OF TRUSTEES AGREED TO TAKE FORWARD THE SUGGESTION OF A UNIVERSITY GOVERNOR ON THE UNION BOARD OF TRUSTEES**

**Action: AC to progress the suggestion of a University Governor on the Union Board of Trustees**

**11. Date and Time of Next Meeting**

Tuesday 22<sup>nd</sup> March 2016 at 3.00pm – change of time swapping with Board of Directors.  
Room 1, The Union Building

**ACTIONS**

Action	Who	Update	Status
4.5 – Work with media to pull together a set of media guidelines that they can sign up to.	RB/OB	Update by AC 22/03/16	Ongoing
5.2 – Reissue Management Accounts	AC		Completed
7.1 – Remove Sports Strategy from future BoT Agendas	LS		Completed
7.2 – Circulate the SWOT analysis	AC		Completed
7.3 – Update the missing KPI section	RB		Completed
8.1 - Establish protocols for communication of actions relating to freedom of speech and Prevent.	AC	Part of CE Report 22/03/16	Ongoing
8.4 - Check the coaching pack is adequate	RB	Sufficient	Completed
8.4 - Add films to the risk register	TW		Completed
8.5 – <b>CONFIDENTIAL ACTION</b>	AC	Confidential Action	Completed
9 - Sabbs to discuss GGO and Trustee collaboration at UAB & Leadership	NJ/CW/JM /OB/EK	Agenda Item on 22/03/16	Ongoing
10.3 - Progress the suggestion of a University Governor on the Union Board of Trustees	AC		Completed

**CONFIDENTIAL ITEMS**

6.0 - HR Matters	CONFIDENTIAL DISCUSSION
8.5 – Operations Committee Minutes	CONFIDENTIAL DISCUSSION AND ACTION

**Minutes Approved:** \_\_\_\_\_

**Date:** \_\_\_\_\_