

**Board of Trustees**  
**MINUTES**  
**5.30pm 23<sup>rd</sup> February 2015**  
**Room 1, The Union Building**

**Present:**

Grant Clarke (GC) – Chair, Ian Lockwood (IL), Nick Johnson (NJ), Kunal Shah (KS), Kayleigh Teague (KT), Rhian Johns (RJ), David Franklin (DF), Hope Mgbeike (HM)

**In Attendance:**

Fern Lewis (FL), Tom Worman (TW), Blue Spire, Chereilyn Cuthbert (CC), Anna Clodfelter (AC), Lucy Simpson - Minutes

**1. Apologies for Absence and Welcome to New Clerk**

Apologies received from MO/ED. Chair welcomed new clerk. Ian Watson not in attendance

**2. Declaration of Interests**

None

**3. Minutes of Previous Meeting**

Minutes from 28<sup>th</sup> October 2014 agreed

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

- 4.1 Minutes of last meeting 19<sup>th</sup> August 2014 were amended as requested.
- 4.2 NJ reported that affiliation fees received will remain in the current central budget line.
- 4.3 Board agendas have been communicated to students via the UPSU website although summary minutes have not been included in the absence of a Clerk – this will commence from this round of meetings
- 4.4 Board membership consultation outcomes are included at agenda item 7.1 of this meeting
- 4.5 Administration and governance cost breakdown comparisons from year end to prior year end were emailed to trustees as requested in November 2014
- 4.6 Ian Lockwood (External Trustee) has met with the CE for the first 1:1 as agreed at the last meeting
- 4.7 Elections review report was communicated to University directorate and student body in December 2014 and formally reported through University Board of Governors in January 2015
- 4.8 Reserves review included at agenda item 5.1 of this meeting
- 4.9 Women's American Football membership issue – agreed not to allow non-students to join. FL to communicate decision.
- 4.10 Student Trustee mentor support – email sent to Trustees in November 2014.  
KS - As there are more email meetings now, believes there is scope for more training for Student Trustees and this should be put into the boards rules that, until the training has been undertaken, Student Trustees shouldn't sit on boards.  
KT – asked if this training could be covered with Sabbs?  
IL – It is difficult to address everything but suggests that if on a Finance Committee, then a general induction on finance is required but if something specific comes up like pensions then a briefing beforehand would be required.  
GC/AC – agrees that better support is required.

**Action to review student trustee support (FL)**

**5. Finance Matters**

- 5.1 SUSS PENSIONS MATTER - CONFIDENTIAL DETAIL
- 5.2 Budget 15/16 themes – AC/CC (verbal discussion)  
AC – due to time constraints. **ACTION: Email update to follow.**
- 5.3 RESERVES POLICY DISCUSSION - CONFIDENTIAL DETAIL
- 5.4 Quarterly Management Accounts – (for note – full discussions at Finance & Audit Committee for UPSU and Board of Directors for PSUT)  
KS – asked if previous summary minutes were being published?  
AC – at leadership it was decided that the amount of work, time and resource required to de-sensitise 18 months of minutes and condense them for publication is incredibly high. However, as an interim compromise agendas can be published and condensed minutes produced on request.  
KS – is thinking of the last 2 Trustees meetings.  
GC – agreed but it would not be done as a matter of urgency with so much going on in the Students’ Union. **Email decision required from BoT – Action LS.**  
**PAPER NOTED BY THE BOARD**

**6. HR Matters**

None.

**7. Strategic Matters**

- 7.1 Governance Review Update – FL  
**Action: Email update to follow from FL.**
- 7.2 Operational Plan 6 month update – AC  
DF – asked how the UPSU features in the Estates master plan?  
GC – has been involved in the tendering process for the Estates master plan and also sits with AC on the Estates master plan review board so UPSU has been heavily consulted.  
DF – any information on Student Hub?  
AC – out of the university’s strategic consultation came the idea of a Student Hub which is the pulling together of all student services. There is nothing to update at the moment but it will come to Trustees at some point. It’s a University strategic working stream but UPSU are heavily involved as we will be a key user. There are 2 working groups, students/staff. TW has been asked to chair the student advisory group. Out of 10 staff in the University working group, 2 are UPSU.  
**PAPER NOTED BY THE BOARD**

- 7.3 Communications strategy for formal approval (TW)  
GC – asked for approval of this great piece of work.  
**Decision: Communications strategy approved unanimously**

**8. General Reporting**

- 8.1 Chief Executive Report – AC  
Report taken as read.  
RJ – asked about the Wide Big Conversation.  
AC – this is a forward thinking budget theme (student red coats). Trained students engaging weekly in conversations with other students rather than just a yearly survey.  
RJ – asked about the lease negotiations.  
AC – met with the Director of Estates to go through negotiations. Subletting is included as is minibus spaces.  
CC – ask about possible comeback with insurance.

AC – there is a slight issue with us having to pay a proportion of the buildings insurance (insurance rent) but it is not a large amount. AC will forward copy to IL to look at liability.

**PAPER NOTED BY THE BOARD. Action: forward lease to IL - AC**

8.2 Business and Marketing Report – TW

Report taken as read.

DF – asked about the large Navy Campaign.

TW – this was an on-site Navy event which was very engaging.

**PAPER NOTED BY THE BOARD**

8.3 Student Opportunities Report – FL

***Taken as second agenda item***

Report taken as read.

FL – there is a decision required on whether to hold a referendum in May to vote in the new Governance structure when we are ready. Will provide an email update to Trustees on where we are with the Governance review but we do need to hold a referendum in May in order for it to be passed and start implementing in September.

RJ – the next meeting being the 26<sup>th</sup> May which is after the decision is required but would like to look at the proposed structure.

FL – would like to bring the trustees on for a presentation after the feedback session (details to follow in email update).

GC – thinks a discussion meeting before the next Board would be a good idea in April.

KS – thinks the whole governance structure package is a lot to put on a May vote. With it being exam time it would be good to maybe focus on a particular area that has been given structure so we can get a definitive yes and the students are sure on what they have voted on.

AC – to clarify, what we require here from the Trustees is their approval on a referendum as the mechanism for passing the new governance structure but trustees would like to know what the new governance structure is before they make the decision that the way to approve it is a referendum?

FL – there is still consultation to do at this stage so until we have our away days, full information can't be presented.

AC – could Trustees now say that subject to the governance structure review, the mechanism will be a referendum and we can therefore start planning the date?

GC – if this is agreed then if everyone likes the governance structure in May then the referendum would go ahead as planned. Asked for approval by the trustees.

KS – still believes the package should be nailed down to a headline theme. If this can't happen then he doesn't believe a referendum is correct.

AC – if not a referendum, what mechanism are trustees going to use to pass the new governance structure so it can be implemented in September?

KS – unsure.

FL – asked for an answer to the referendum ASAP. Asked for any further questions about her SMT report.

DF – asked about the Fairer Funding Issue.

FL – discussion to follow in 10.3.

DF – asked what proportion 29 trained reps is.

FL – 34%

GC – asked for an email decision by end of the week on the referendum.

FL – KS/FL to discuss outside the meeting.

AC – reassured that referendum would not go ahead without the Trustees agreement we are just deciding that the referendum will be the mechanism used.

**PAPER NOTED BY THE BOARD**

**Decision: referendum decision to be taken by email – action LS**

- 8.4 Sabbatical Officer Report  
Taken as read - no questions.

**PAPER NOTED BY THE BOARD**

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

None.

**10. Any Other Business**

- 10.1 Request for Trustees to call a referenda to install the new Governance structure (FL)  
Covered under 8.3.

- 10.2 Returning officer for SABB elections (FL)  
Email decision by Board (04/02/15). FL appointed as DRO and NUS as RO.

- 10.3 Emergency Fair Funding Paper (FL)

***Taken as third agenda item***

Report taken as read.

RJ – has some concerns about the use of the term ‘non-compliant’. Feels this is a bit strong as doesn’t believe we are non-compliant. There are many issues with ‘fairness’ as this does not necessarily mean equal. RJ is also not sure on how decisions are made on what groups needs and is unsure of the rules/guidance on how money is proportioned.

FL – the issue with Student Media is that they see that they have 23000 students as members but the active population is only about 150/200. When this is compared to a really engaged sports group who pay, students are saying this is unfair. Whether equal or unequal then if students are saying this we should be looking into it.

RJ – agrees with Student Media paying but is concerned about the wording of ‘non-compliant’ in a board paper.

AC – feels that we are not compliant as we have no guidelines to answer how we fairly fund groups. This paper came about from this feeling of being at risk especially in light of being pushed this hard and with strong feeling from student groups.

RJ – agrees this needs to be looked at.

KS – after speaking to some students, agrees with Media paying but thinks that all variables must be taken into account when talking about subsidies, including staffing levels apportioned to sports groups and affiliation costs.

FL – we are currently in our budgeting period so time is a factor here and would like to have an answer to be able to budget correctly. Understands point about staffing but staff is proportionate to how much the AU/Media costs to run.

DF – believes the bottom line is there are no written guidelines and these need to be established before anything else.

FL – has contacted other student unions to see what they do and quite a few do charge their Media Groups. UPSU Media believe they provide a student service and therefore shouldn’t have to charge.

KS – does not agree a cross-campus ballot is a good idea.

FL – suggest some trustees come to the working group as a point has been reached with Student Media where no further progress can be made.

AC – 2 points to consider:

- We need to come up with some guidelines for trustees to approve.

- Do trustees want student media to conduct the cross campus ballot they want to?

DF – until trustees see the guidelines then the answer to the ballot should be no.

**Decision: unanimous decision to halt the cross campus ballot proposal**

**Action: drafting of proposed fair funding guidelines – FL/AC to take to LT**

#### 10.4 External Speaker Policy

GC – email update to be circulated on Prevent.

RJ – if the Charity Commissions picks up on this, they will come to Trustees so we need to be updated on this issue and feel confident on where we are.

AC – we are working closely with Special Branch and the University to come up with best practice. We are also pushing back at certain police action against some of our groups under the Prevent banner. They are being over-zealous and causing discomfort. We are working with Prevent and at the same time protecting our societies and our members. Working with the University to produce an external speaker policy.

**Action: Prevent update to be circulated to Trustees - AC**

GC – there will be email updates required from this meeting and prompt response would be appreciated.

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

Tuesday 26<sup>th</sup> May 2015 at 5.30pm

Room 1, The Union Building

#### ACTIONS

Action	Who	Update	Status
Communicate decision on Ladies American Football to club (4.9)	FL		On-going
Review student trustee support (4.10)	FL		On-going
Email update on Budget Themes (5.2)	AC		On-going
Implementation of working group to establish options for surplus reserves spend with amended membership as agreed (5.3)	AC/CC		On-going
Email decision required from BoT to identify if publication of previous 2 summarised Board minutes and papers are required (5.4)	AC		On-going
Email update on Governance Review (7.1)	FL		On-going
Copy of lease to be sent to IL (8.1)	AC		On-going
Email decision on Referendum required (8.3)	All / LS		By 27/02/15
Drafting of proposed fair funding guidelines (10.3)	FL/AC		On-going
Email update on Prevent (10.4)	AC		On-going
Implement an editorial committee and editorial guidelines (28/10/14 minutes)	FL/ED		On-going

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

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