

**Board of Trustees**  
**MINUTES**  
**3pm, 24th April 2019**  
**Room 1, The Union Building**

**ACTIONS**

| Action   | Who | Update | Status   |
|--|-----|--------|----------|
| 6.2 Find the information on the SUSS Legal Matter offer and send to trustees.                | AC  |        | Complete |
| 8.1 Send Segmentation Report to BG   | AC  |        |          |
| 11.3 Confirm whether the Asset Transfer Fee for transitioning clubs is legal and contractual | FL  |        |          |

**CONFIDENTIAL ITEMS**

|                                   |                   |
|-----------------------------------|-------------------|
| 6.2 SUSS Legal Matter             | Confidential Item |
| 7.1 Future Union Structure Update | Confidential Item |
| 7.2 Ex-Employee Matter            | Confidential Item |

**Present:**

Violet Karapaseva (VK - Chair), Charlotte Beaney (CB), Sophie Butler (SB), Moises Frias (MF), Victoria Turner (VT), Baldev Gill (BG - absent for items 1-6), Ian Robinson (IR), Adele Benson (AB), Jason Oakley (JO), Chamith Ponnampuruma (CP)

**In Attendance:**

Anna Clodfelter (AC), Fern Lewis (FL), Laurie Jones – Minutes

**1. Apologies for Absence**

Adwait Deshmukh (AD), Richard Leader (RL)

**2. Welcome of Trustees**

Welcome to Chamith Ponnampuruma

Thank you to George Pykov to hard work and contributions to Board

**3. Declaration of Interests**

CB: **Item 11.1** - Sabbatical Officers led the no campaign for NUS. We don't believe there is any personal gain from being here and deciding the outcome, however this should be a Board decision to decide whether Sabbs have a conflict of interest and are removed from the room or voting. Sabbs would like to stay in for both voting and discussion.

VT: We discussed at this at the last board

AB: There was more of a conflict of interest then than there is now

VT: Now there has been an outcome, I can't see there is any financial or reputational risk/gain to be had

JO: I don't perceive one - our purpose is to make sure we can there is no reputational risk

**BOARD OF TRUSTEES AGREED THERE WAS NO CONFLICT OF INTERESTS FOR SABBATICAL OFFICERS ON ITEM 11.1**

**4. Minutes of Previous Meeting**

Minutes from 29th January 2019 agreed.

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

**5.1** Ensure that the rules for the NUS referendum are upheld by the RO (FL) **COMPLETE**

**5.2** Audit update - bank statements received, Morris Crocker now happy to sign off year end accounts (AC) **COMPLETE**

AC: We have the bank statements for all of the accounts and we have £843 interest. It was the most painful experience, we we got it the week before TW left

JO: You have full control over them now?

AC: Yes, and we've updated the mandates and put FACAM on as an administrator so she can have conversations with the bank

## 6. Finance Matters

### 6.1 Quarterly Management Accounts (PG/CC)

AC: Highlights: There is a £54k surplus currently forecast. This has increased as at the end of the last management accounts to about £70k. We are continuing to work on spending for that as agreed at F&R on various things, but ring fencing any surplus to be used against a restructure to allow us to deliver strategic aims.

JO: Do we want to put any aside considering the pension?

AC: I think it's prudent to put that in place - the increase in pension deficit is budgeted in the forecast - We've put in 50% increase

JO: So this is real money we can spend?

AC: Yes, PG will let us know how best to put that aside and what to call it because we don't want to give a false impression if we're looking at block grant cuts or massive increase in pensions. It could give the perception that delivering another unplanned surplus that we are operating with too much money and we don't want to do that in the current environment

**BOARD OF TRUSTEES NOTES THE QUARTERLY MANAGEMENT ACCOUNTS**

### 6.2 SUSS Legal Matter (AC) CONFIDENTIAL DISCUSSION

### 6.3 Budget Update (AC)

AC:

- F&R agreed to the parameters of the budgeting framework and process back in February. It's important for you and the Board to understand and agree with this. This is for trustees to note the report and raise hand if you disagree with what F&R have agreed.
- The way we budget is we go on a zero-based budget - we start from scratch. Budget holders create their budget in the functions - this is called bottom up budgeting. They have to make simple cases for what it is they want in their budgets, the reason why, impact against our strategic aims and impact against our charitable aims.
- We have a salary envelope which is agreed at Board level and sits within our 5 year financial plan and to go outside is non-negotiable unless trustees agree it. And then we have everything else which is what we are budgeting for in our next process. It's based on historic and financial plan
- We're looking at the way we assign budget lines as this has been a barrier to our agile working. We're looking at putting in less lines and bigger pots that we can manage but we're not tying up money.
- Timeline is that we're in budget collation as we speak and the budget refinement days are in May. Trustees are welcome to attend.

JO: To note, we've got some ambitious targets with the PSUT financial model and we need to be careful moving forward in monitoring that. We need to be confident it can be achieved, but we may need to alter this if times get tougher.

**BOARD OF TRUSTEES NOTED THE BUDGET UPDATE**

## 7. HR Matters

### 7.1 Future Union Structure Update (AC) **CONFIDENTIAL DISCUSSION**

### 7.2 Ex-employee Matter (AC) **CONFIDENTIAL DISCUSSION**

## 8. Strategic Matters

### 8.1 Strategic Aims Update (AC)

AC:

- Trustees in the past have asked for 6 monthly updates of how we are doing on our strategic aims. The last update was that we met in October to identify what it is we wanted to see as success measures for the very broad strategic aims of the organisation.
- For equity of voice, the outcome is to move towards an equity of voice, understanding benchmarks and reducing the students who don't know about us and the misconceptions. The intention was that Board would see by summer 2019 (end of first year of implementation): an update of progress of segmentation and the benchmarking against the segments of active and passive engagement. We acknowledge there won't be an impact yet but we will have a baseline established of where the segments are based against that. SMT have done lots of work on the segments on what we understand them to be, how we can work with them, and they are quite new to us still. We've also done a big piece of work on what engagement looks like and what voice looks like and what we mean by active/passive/engaged students. There is an interesting piece of work being done by the Insights Team which is about benefit/engagement grading framework and where students sit. We are on track to have a benchmark for the summer.
- Equity of benefit and being able to identify gaps. This isn't so far advanced as the equity of voice work we are doing. We need to establish gaps and I am working with the Insights function on that work
- Lots of this is to do with how quickly/deeply we have embedded agile working and how broadly this has been spread across the student members. We need equity of voice to enable us to deliver equity of benefit.
- We had a session with managers and Redbrick to launch it, unpick it and help to explain what it is, who these students are in each of the segments, who they are not. Just because they have certain traits, they are not definitions and they can shift as student go through their student journey. We have another session booked with managers and we have a development day in mid-may

VT: Is Redbrick just for University students?

IR: It's privately run, and they don't work exclusively with Universities and student unions. They have been working on the segmentation project for 5 or 6 years. The benchmark - you're looking to add this to the data collection from the student intake next year and then establish benchmarks? And you think you've got a fairly decent representation for each area?

AC: We have a confidence rating of 95% on the set we have now, but it's still only 1500 students so we would make assumptions on that set. The work we will do over the summer will be based on the original set

IR: It won't be a compulsory question on the registration?

AC: We'd like it to be but it's unlikely. We are working on the questions - for the questions to be as powerful as they can be, they are negative statements and that's really tough to get on registration. One is about considering drop outs, and there is no way the University would consider having that on the registration. How do we get the same data back by asking different questions?

IR: It's how you incentivise students who didn't do it on the first registration process to fill in those questions, at least at a 2nd or 3rd phase

BG: What types of segmentation examples did you have?

AC: They are based on what students want from University rather than what the Union does. 5 segments - go getters are ones we engage with, responsibility jugglers who work or have children, direction seekers who are not too sure. Based on motivations and we will work out how we can support those students

**Action: AC to send Segmentation Report to BG**

AB: Have we sent off the segmentations to service delivery departments in the University?

AC: Not yet - the plan is the create toolkits for heads of services. There is a 70 page report, and we will turn it into something so we can show how to support students. One of our staff members is working on this to be launched for when students come back

**BOARD OF TRUSTEES NOTED THE STRATEGIC AIMS UPDATE**

## 8.2 Overview of Updated Operational Plan Update (AC)

AC: This is the layer below - this is what we are going to do to deliver the strategic aims. There is not a significant change to what we were doing in year one, other than a shift of focus away from establishing things to maintaining/growing things. There is particular refocus on representation and a strengthened workstream around partnerships with the University which we have recognised is crucial to the delivery of strategic aims. They are built with the strategic aims first and then what we will do in year 1/2/3. They all have a strategic lead and then delegated to operation manager.

VT: Do you tag the budgetary commitments against the various strategic developments going forward? E.g. *we are looking to grow this area and envisaging it will cost £x*, and it helps make decision making/streamlining transparent

AC: My concern would be the agility of it. This is something we could do on the strategic objectives and look at them and identify/cross reference with the 5 year plan

IR: I found it useful because I'm new to the board. Now I've seen it it's now about understanding variations and exceptions and out of line

AC: Which will be picked up in the CE report. I would like to bring it as at the beginning so trustees can see/understand/have confidence on what we're planning to do. Through the year I will report on exceptions through CE report and at the end of the year you can see the status before the next one. I will put an operational plan update in my CE report

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

## 9. General Reporting

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

Report taken as read.

AC:

- Focus has been around segmentation, Insights, the transition of TW's departure and RL's arrival, University Partnership and getting a handle on what the future looks like for the UoP and how that impacts on us. The current quarter has been about future gazing and the next quarter will about tying off everything and particularly around driving PSUT forward.
- RL is great and it's a shame he couldn't be here to introduce himself to you but he's hit the ground running, and has all the skillset to drive the business forward
- There are lots of other things in there - we've talked about the future funding concerns and we will probably be talking about them a bit more now.

BG: TW has to make a decision on whether he will return next Jan - what's your thinking if he decides not to come back?

AC: From a structure perspective, we will restructure to have two senior leads but they would look very different. Those senior leads are dependant on what happens to PSUT and the business plan - may recruit a deputy director depending on how much it grows

BG: Would that be a 12 month fixed contract?

AC: Possibly. RL is there until the end of the year, but we wouldn't put anyone in outside the salary envelope, so we'd either afford it through savings or delay it until we could afford it

IR: Union building planning? I know this got raised when I first had a tour of the building that the university was was looking to take this back some of the space. I know this work hasn't started yet but what does it involve?

AC: A couple of years we did the initial piece of work when the University were going through their master planning process and the future of this building was part of that. It is a phase 2 or 3 development - the building will become a central hub with first port of call access to University services but centered around the Students' Union - the vision was a place to go/be. Pop up services for a tiered customer service for the University services. They are doing a pilot test in the nuffield building. My concern is that the vision might be diluted in time - I often hear people say where will x sit in the Student Hub, so the prayer space, chaplaincy, student finance - but where will it all go? The consultation/vision needs redoing. We were hoping it would commenced now, but it hasn't. It will happen, subject to funding levels. Currently it's flopping between Victoria Development and us as to which goes first

FL: Brexit has had an influence on the sports centre due to finances

IR: It's sad we don't have a really have a strong frontage

AC: I think it's about who/where are we/what's our identity- if there is a campus students union what does that look and feel like? Historically this is a right place to be and now the centre of campus is elsewhere and I think that has changed over time

JO: Our campus is spread out in the city - where the campus sits has moved and some of it is awkward now. The library is here and that is not likely to change, but it's remote from other parts of the campus.

**BOARD OF TRUSTEES NOTED THE CE REPORT**

**9.2 Sabbatical Officer Reports – Sabbs**

Report taken as read.

VK:

- Lecture capture - we've completed the workshop and we're looking at the qualitative data. At the last working group, the decision was taken that there will be no recommendation to purchase any new systems as there is software already available. They would advise to purchase more microphones. It won't be a blanket requirement to capture all the teaching, but capturing key concepts
- Stressless campaign - 1st week went well, engaged 200 students. Second week is happening next week.
- Access and participation plan - there are 6 different bursary models being proposed, so at the moment we are gathering evidence that the current bursary model has impact.

AB: What are you planning on doing until the end of your term?

VK: Timetable working group and Terms of Reference have been created. The next meetings are happening over the next few months - this was one of my manifesto points. We also have a group Sabb project which is either a discounts page/hub with businesses local to Portsmouth or a smaller one which includes student gems - more specific picked out ones rather than all of them .

AB: You could utilise Love Southsea and a couple of local shops did a shop bingo which meant shopping over a range of certain shops meant getting discounts

CB:

- Sexual harassment policy change and also looking at this at a broader perspective - we're looking at it with a 3 way prong. We had a meeting yesterday, but we're looking at what can we do for students. There have been 3 requests from students to have a support network so focussed on this
- Hosting sports awards and the charity football match in the next two weeks, so my time is spent finalising this.
- Stressless was successful - some things worked and some didn't but this will be in close out to ensure it can be adapted in the future.

SB:

- Taking on some more meetings and due to GP's departure - disciplinary panels and criminal convictions panel and also helping course reps.
- UPSUok happened, but will be happening on 13th May. Over 1000 people requested wristbands and over 50 people at each even. Portsmouth community also got involved
- In terms of drug harm reduction - drug testing kits are on hold, working with Recovery Hub to come in to do a drop in session
- Sexual harassment - we're looking to implement a support groups for a trial of 6 months
- Also looking for suicide prevention training implemented permanently on a 6 week cycle
- We're doing a celebration for ramadan and eid and vigil for Sri Lanka attacks

AB: You are taking on GP's workload - has any of your work been impacted?

SB: As long as we keep on top of our calendar we should be fine. It's the quieter time for us so it will keep us busy

CB: We are also very willing to help each other out

MF:

- Stressless - involved in arts and crafts and walk it off

- Taken on GP's sleep aid shifts for next week
- SB mentioned UPSUok - We had lots of support and this will be a continuous event
- 8th May - BAME network event and will have a Race in Your Face event to talk about black attainment gap
- Organising the Union Showcase Awards which is for RAG, volunteering, student media and societies. Trustees are welcome to attend

AB: Race in Your Face - Olivia Rutazibwa is an academic who works on decolonising international development - she might have some really good insights?

MF: She has been contacted. We will have Jess Gagnon from Changing Mindsets, Mary McKeever who is a Principal Lecturer in Higher Education, Department for Curriculum and Quality Enhancement, Rama Hilouneh - the new VP Education & Democracy Elect and we have contacted Olivia Rutazibwa who is a Senior Lecturer, International Development and European Studies and Kehinde Andrews who is a Professor of Black Studies

AB: Which legacy projects are you doing?

SB: Mental health, drug harm reduction and alcohol awareness and sexual harassment

VK: Sanitary products which was a legacy from James Thompson

CB: Alcohol awareness working group, We Care About Not Caring which was the rainbow laces campaign - 1000 students received this and all Varsity students had this on their t-shirts

MF: Black history month, but this needs to be a broader topic

CB: GP's was participation in the annual remembrance sunday parade - collaborative approach with Union and University

VK: He also set up the second hand book selling facebook page. GP's sabbatical officer update: Proposed changes for assessment regulations - currently the late submission have a 20 day opportunity to be submitted, the proposal was to cut to 5 days and we increased to 10 days. There will be staggered decrease in marks for every day it's submitted late once a new system is in place. Attendance intervention - GP met with Level 5 Fashion & Textiles Design and addressed their issues and opened up conversations with their tutors

BG: It's fantastic everything you are doing, and legacy items that you will continue - it's really very good

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

- 9.3 Finance & Risk Sub-Committee Highlight Report and Minute** - for note, questions only  
Report taken as read.

***BOARD OF TRUSTEES NOTED THE F&R SUB-COMMITTEE HIGHLIGHT REPORT & MINUTES***

- 9.4 Board of Directors Highlight Report and Minutes** - for note, questions only  
Report taken as read.

***BOARD OF TRUSTEES NOTED THE BOARD OF DIRECTORS HIGHLIGHT REPORT & MINUTES***

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

CB: The next Union Actioning Body is next week

SB: We may be supporting some students on a climate change strike

CB: It's had over 20 backers from last night and this will be picked up at the next UAB

**11. Any Other Business**

**11.1 NUS Referendum Outcome (FL/BM)**

FL: 669 voted to disaffiliate, 615 voted to remain and 155 voted that they don't know. First Trustees are asked to note and consider the results of the NUS referendum to leave NUS.

JO: This is linked to the Byelaw change - what is the rule at the moment because the Byelaw is 10% of the student body and in another article it says something different?

FL: Our Memarts and Byelaws aren't married - our Memarts says 1000 students and the Byelaw says 10% of the student population

JO: Which trumps the other?

FL: Memarts trumps the Byelaw which is what we did with this referendum so we went with 1000

JO: My main concern is if the Byelaw trumped the Memarts then the issue there would be that we would have cause for the other group to complain

AC: It was clear that there was a mismatch and we addressed it publically and felt it was inappropriate to change a Byelaw of our governing documents at this point. The legal governing document trumps the Byelaw and that was communicated and that it would be reviewed by trustees

IR: The Byelaw has to be approved by us and the University?

AC: Byelaws is just the trustees, Memarts is trustees and University

IR: The other question they have is that there were three options - disaffiliate, stay affiliated and don't know. Don't know as opposed to abstain? Don't know is horribly ambiguous because you are suggesting a 3 option vote here and therefore determining the outcome is more difficult. You can discount the abstentions rather than having a three way vote.

AC: We wouldn't normally do that, the reason we did was because of the timing of the NUS reform - that's why it's there

IR: I understand why you are asking that, but it adds up to the same thing - if you're not making a preference one way or the other, you are effectively abstaining. It's how you treat the don't knows - as an option or discount them. You don't get the 51% majority this way, is the problem of having a 3 way type option - and having don't knows or abstentions as an opportunity to vote but not express a preference is fine, but you just discount them in relation to the total count.

AC: This was deliberately not an abstention and a third option and was explained as such on the voting. This was a response to trustee feedback last time that this was an uninformed vote

JO: I agree, as over 52% have actively voted to disaffiliate - the biggest number voted to disaffiliate

IR: I didn't know you were having three options like that as there is now a complication and we are in a difficult position as there is no outright majority

AC: The flip side is that there were that many students who didn't know and was important to put it in. It's given us an indication that there were 155 really confused students

JO: In the rules, which did you say would be the riding decision?

AC: The one with the majority would win - the one with the highest number wins

JO: If that was clearly communication it's fine.

IR: It was communicated effectively and we're left with that result but it's inconclusive therefore because of the fact that we've done it in that way - more people have chosen to stay affiliated or don't know. We're in a difficult position. I don't know what the outcome is, I just wanted to clarify - in a returning officer way the don't knows should be treated as an abstention

AB: I'd like to comment that it has been since communicated to students that there would be a disaffiliation and there would be backlash from students who would be passionate about leaving that the trustees have decided to go against the student voice

JO: Why was that communication sent out, it is always this Board's decision to confirm that decision? The outcome of the referendum was the result so that's public, but that isn't the end of it, I'm not saying we will overturn it, but surely it should be clearly communicated to the students that if it was decided by trustees that there is a massive reputational risk of anything, we can change a decision

FL: It is what it is - it was not clear clear in terms of a majority, but it is what it is and trustees have to take a view on it

IR: I guess it relates to the third point about 1 or 2 years that you can't bring the same issue for the same vote - this should be in place and that is a good option and we should consider this as a Board that not being allowed to bring the same issue forward for 12 months

JO: That would be what it is currently as you said affiliations are considered once a year?

AC: It's a separate thing. If we are affiliated with something, it is ratified on an annual basis. If we are not affiliated with something then we wouldn't discuss it on an annual basis

JO: So it's currently a 12 month cycle for ratification for affiliates

AC: Yes, but currently we could have a referendum on whether we affiliate or not more than once a year

FL: So a student can go down a process to call a referendum, that's in place. The point I want to make is that if they do that, and the referendum happens, then they call another referendum,

what do we do - do we say there is a rule in place for the next two years and reject that referendum. At the moment we could have a referendum more than once a year.

JO: The position for ratified affiliations is appropriate - it would be ridiculous to be able to call a referendum every 3 or 6 months, especially if there is a ratification point in the year and that is the point at which it should be challenged. This seems completely logical and appropriate

BG: The timing is important, so because the NUS is going through the reform, it makes sense to wait until they are settled and consider what they are offering

AC: That decision has just been taken last week - we've done the referendum, students have voted to leave and now we have the reform. Even if we say we can't have a referendum unless there has been significant change would trustees consider there has been significant change since the last referendum so therefore we could have another referendum if students decided to have one? We are back to the question that from a democratic point of view, by trustees saying there should be no referendum on anything unless there is a significant change in 12 months or 2 years or whatever it is, of course that would be the case. Then we need to have a conversation about NUS because do you then consider that applies to this referendum. My recommendation is that no it can't because reform was just voted in last week.

BG: We need to see the outcome

JO: We have this ratification process for current affiliations, should we have a section at the AGM for adding any new affiliations that students wish to bring forward and then it would form part of the process every 12 months. My worry at the moment is that it relies on an active student

VT: When we are talking about the timescale for potentially reviewing substantially new information whether that's 2 years or 12 months, are we talking about all referendums? I don't want to get too bogged down in this specific one, what others have we engaged in?

FL: Sports governance, naked calendar - anything that is a hot topic for students

AC: Sabbatical officer review

VT: There are lots of issues and if we will be prescriptive on the basis of this significant issue you need to be careful you don't tie yourself up.

JO: To get the referendum it was done at the AGM? Is that true of all referendums?

FL: No, students can call it any time of the year as long as there is enough signatures

JO: But there is a process to go through?

AC: There are three ways: AMM, any student can call one with 100 backers and trustees can call one

JO: If you get 100 students who are really active they can just keep calling a referendum

IR: It's pretty standard that there is a limit, whether that is 12 or 24 months.

FL: Do you want me to look at other students' unions to see their roles and bring it to the June board for a decision or do you want to make a decision?

AB: 1 year would be perfectly reasonable - if you do two years, you would cut the opportunity for some students

JO: Why don't we go for 1 year and revisit and it could be changed to two if appropriate?

IR: Is this a change to the Articles?

AC: Yes - you could make the decision, but it's subject to the change subject

IR: I'd support 12 month

FL: Calendar year or rolling? September to September?

IR: It has to be 12 calendar months?

VT: It should be a rolling 12 months

AC: If it was a calendar year, you could have a referendum in May and another in September?

What we are saying is there can't be another NUS referendum, until 12 months and 1 days after one has taken place (rolling 12 months)

FL: First trustees need to Note and consider the results of the NUS referendum to leave NUS.

JO: We have no idea how long it would take them to get up and running

IR: I agree with this, it's more option C than any other, but the real unknown is the rate of change that NUS is going to go through - could be longer than an academic year and could easily come to a NUS referendum from students next year

CB: For option B it says we will hold another referendum - is this if the students want it or not?

AC: These three options are around trustee decisions on the referendum. Option A - you accept the referendum outcome and therefore any further referendum will be called by students/officers.

JO: We can have a discussion in the 6 months on whether we wish to consider something.

Whether we like the 48%/52% it's first past the post, just like our current government election system

VK: I'd prefer students to trigger a referendum rather than trustees

**BOARD OF TRUSTEES AGREE NOTED THE NUS REFERENDUM RESULTS TO CHOOSE OPTION A - Accepting the Referendum outcome with no further action - this action would leave any decision on a further referendum to future officers/students as and when they may decide to revisit the matter.**

**BOARD OF TRUSTEES AGREE TO ASK FOR NEW AFFILIATIONS AT AMM**

VK: For approval: the proposed change to the Byelaw concerning quoracy - matching the 1000 votes in the Memart

IR: My only worry is that 1000 is a lower number. 10% seems to be more reasonable. And I know it's difficult as you have to change the Articles but are we changing it the right way?

JO: It doesn't change the outcome of the referendum

IR: 1000 seems to be quite low for a major change

AC: I agree with you, but the reality is that we would struggle to get 10% turn out for a referendum

IR: I'm not suggesting it should be 10%, but 1000 is a low number particularly with the rising population.

AB: What would happen if there weren't enough students to be in the referendum?

AC: It depends on what the referendum is about - so if it's about something to do with changes to structure like a Sabb review, then it might have to be referred to trustees to make that decision. If we're using a referendum to make a decision about what we are doing next and the referendum has been called as you as trustees, then the decision would be taken by you as trustees

JO: This is why you only do a referendum after a lot of thought because the fall out is disastrous

VT: What's the highest level of turn out? What if there is something that really excites everyone?

JO: What's the engagement in the student elections?

FL: 4500 was the last elections - this was individual votes. And that is two weeks of staff time

IR: Could I propose that the two have to be married up and it seems to be sensible to do this now, but in the context of a demographic review it should be something like 2% of the student population

AC: this is 4%

JO: a % makes sense because if the University grows or contracts, the figure is modified to reflect that.

IR: We need to marry the two up and get on with it

AC: I work with the Insights function and they set confidence ratings with all surveys so we could do a % based on what the confidence rating should be. We have agreement from the University on what confidence rating looks like, so if we use the same parameter then we can be confident it's representative. We'll do 1000 now, and I'll look to do it around confidence ratings

**BOARD OF TRUSTEES APPROVED THE PROPOSED CHANGE TO THE BYE LAW CONCERNING QUORACY- MATCHING THE 1000 VOTES IN THE MEM ART WITH A REVIEW RELATING TO A CONFIDENCE RATING BY NEXT BOARD OF TRUSTEES**

**BOARD OF TRUSTEES APPROVE THE PROPOSAL TO PUT A CAVEAT OF 12 MONTHS ON THE AMOUNT OF TIME THAT MUST BE LEFT BETWEEN REFERENDUMS (CROSS CAMPUS BALLOT) ON THE SAME SUBJECT.**

## 11.2 Elections Report (FL/BM)

FL:

- 4114 votes, 5 new Sabbs
- We had a diverse range of candidates this year
- Helena Schofield - President
- Tom Plant - VP Activities
- Phil Samuel - VP Sports

Hayley Turner-McIntyre - VP Welfare and Community

Rama Hilouneh - VP Education and Democracy

VK: There was a target of 3000 votes - how that was set?

FL: Our focus had changed this year to quality votes rather than quantity, so it was lowered this year than in previous years where we have gone out and tried to get as many votes as we could, but the last two years we've had students reading the papers, taking their time

AC: There was acknowledgement from trustee that there was likely to be a dip in votes with removal of bacon sandwich incentives and that was our strategic decision to have quality votes. The dip was actually minimal

BG: Why do we have NUS delegates?

FL: We didn't know we were going to disaffiliate, and also there is a really important reform

VK: We are still eligible to go to the NUS conference this year so we still needed the delegates

AB: Thought the voter exit survey was really positive going towards the quality vote and that the manifestos were read and they were more achievable

**BOARD OF TRUSTEES NOTED THE ELECTIONS REPORT**

### 11.3 Sport Close Out (FL)

#### 1. The partnership agreement - note the partnership update and delegate authority to the UPSU Leadership team to oversee the operational details of the partnership agreement

FL: There is lots of finite detail that will go into this document that will go into our Memorandum of Understanding with them and our SLA agreement and a variety of other things. The main thing underpinning this is the principles you signed off at Board. I'd like that to be noted and for Leadership to be given operational direction to sign that off

**BOARD OF TRUSTEES NOTED THE PARTNERSHIP UPDATE AND APPROVED DELEGATE AUTHORITY TO THE UPSU LEADERSHIP TEAM TO OVERSEE THE OPERATIONAL DETAILS OF THE PARTNERSHIP AGREEMENT**

#### 2. UOP financial discussions - note the ongoing financial discussions and confirm they agree the recommended option

FL: 1 is for note and 1 is a decision. Sport and Rec have a £30k deficit in their budget to deliver their competitive sport model. They believe this has risen due to unforeseen costs like procurement. They have made decisions about things which we previously said they shouldn't do, e.g. keeping Rugby at a more expensive pitch and their staff are paid a bit higher than Union staff. Due to this they are looking to increase revenue where possible. They have an agreement with PSUT about kit - PSUT have to deliver all of the UoP branded kit including the Nike kit. Sport & Rec would like to put a 10% uplift on a Nike kit pack - they have asked that we do the same. I don't want to do that, but I want to preserve the relationship with them, so I have recommended that we have two lines of kit - we have a Nike kit which is not compulsory for our students and we have a cheaper budget kit available for our students. If they go for the Nike kit that 10% extra will go back into clubs as a development pot

JO: If they are part of the Sport & Rec teams they have to buy a Nike kit?

FL: Yes

JO: This fits in with the ethos in that the University will do slightly different sport - this seems appropriate

IR: What about non-branded sports team, do we have a contract?

FL: PSUT would deliver all of that - anything Nike would be at the higher 10% and everything else would be at entry level - we wouldn't require our clubs to wear the Nike kit

AB: They would be made aware that if they wanted to compete in BUCS they would need the Nike kit?

FL: There wouldn't be many clubs competing from BUCS on our side - members of Surf for example.

**BOARD OF TRUSTEES NOTED THE ONGOING FINANCIAL UOP DISCUSSIONS AND CONFIRM THEY AGREE THE RECOMMENDED OPTION.**

#### 3. The asset transfer fee - approve Leadership's recommendation

FL: our groups have a variety of assets and it's impossible to know what is owned by the Union or the Club. Spoke to Peter Greaney and as long as it's not depreciated, we can charge what we want. As the

intention is for groups to transition back and forth, it makes sense for the clubs to own them. To make as cheap as possible we will charge a nominal fee of £1 for the clubs to own their assets

IR: They must belong to the Union?

FL: It's impossible to know how much was bought with members money and how much was Union money. For us to charge the students for something they didn't choose, it would be unfair

IR: However it is purchased, it would still belong to the Union

JO: Could they decide to have the club somewhere else?

AC: The options are the assets are transferred to the club or to the University. They need to be transferred as the clubs are going away from us. We have them currently, so either they are transferred to the club for £1, or to the University and they will own them. They are all constituted to be a UoP club. Sailing could sell their boat tomorrow if they wanted to

JO: Even though they are recorded as an asset to the Union?

AC: Yes because the club have financial control over their budgets

IR: Who are they accountable to? It's a Union club?

AC: It has to be approved - the ones staying with us, that would remain the same. They would be accountable to the University for those who are moving over?

IR: So if they wanted to sell something it would be up to them to put a proposal to the University Sport & Rec

FL: They would have to as it would prohibit club activity so they would have to go through the University financial procedures. Sport & Rec are mirroring our procedures.

AC: All of the clubs are constituted to be able to deliver their activity therefore they would be operating outside their constitution and will be disciplined to whoever they are accountable to. These things do come up, and we have had issues in the past

IR: The club remains part of the University of Portsmouth

AC: It sits with the club - technically yes, because it belongs to the University of Portsmouth

JO: It's not going to an individual in the club, it's going to a club which is attached to the University

AC: It's a technicality - it's transferred to the University of Portsmouth club and if that club is the home of UoP then it's accountable to UoP. If they are with us, they are accountable to us. We will insure stuff that sits with our lot and they will insure stuff that sits with their lot. It's its UoP sailing boat, and sailing come back to us, we would have to transfer the asset back over, whereas if sailing come to us, they can bring their asset, but they are accountable to us and it sits on our register. It's a technicality to help with movement and leadership

VK: Are they a legal entity in order to enter into a contract?

FL: They are parented by either us or UoP

VK: How would they enter £1 contract if they don't have the capacity to enter contracts?

IR: They are not a legal entity in their own right, so it transfers to the University

AC: It does technically but it belongs to the club - they are buying the ownership

IR: So the transfer would be between the Union and University

VK: As the two legal entities entering into a contract for the benefit of the club - that's the contract you are looking to make

**BOARD OF TRUSTEES APPROVE LEADERSHIP'S RECOMMENDATION FOR THE ASSET TRANSFER FEE - IN PRINCIPLE AS LONG AS IT IS LEGAL AND CONTRACTUAL:**

**Action: FL to confirm whether the Asset Transfer Fee for transitioning clubs is legal and contractual**

#### **4. Byelaw amendments - approve Leadership's recommendation**

FL: Byelaw 3,4,7 - they are nitty gritty name changes, not material changes. Changes from Chair of AU Exec to Chair of Sport Portsmouth Exec and AU Zone to Sport Zone - material changes to reflect the Governance review.

JO: PBS is now Business and Law

**BOARD OF TRUSTEES APPROVE LEADERSHIP'S RECOMMENDATION OF THE BYELAW CHANGES INCLUDING PORTSMOUTH BUSINESS SCHOOL - BUSINESS AND LAW**

#### **5: Team name discussions - for note**

FL: Sport & Rec are putting a paper to call University Sports Clubs *Team University of Portsmouth*. This

has caused tension, because our chess club should be able to use use *Team University of Portsmouth* if they want to play competitively even if they are not a sports club. We are working with Sport & Rec to get this right for us and them.

**BOARD OF TRUSTEES NOTED THE TEAM NAME DISCUSSIONS**

**6. BOARD OF TRUSTEES NOTED THE WORK BEING DONE ON THE UPSU OFFER**

**7. BOARD OF TRUSTEES NOTED THE CLOSEOUT TIMELINE**

**8. BOARD OF TRUSTEES APPROVED & DELEGATED THE FOLLOWING:**

- a. APPROVE AND SIGN OFF THE FINAL DETAILS OF THE SPORTS TRANSITION TO UNIVERSITY OF PORTSMOUTH DEPARTMENT OF SPORT & RECREATION AS DETAILED IN THIS PAPER.**
- b. APPROVE SIGN OFF OF ANY FINAL AMENDMENTS REQUIRED BY BOT FROM THIS PAPER (IF APPLICABLE), BE DELEGATED TO THE STUDENT FOCUS & GOVERNANCE COMMITTEE IN MAY.**
- c. DELEGATE RESPONSIBILITY FOR ANY FINAL OPERATIONAL DECISIONS TO BE MADE BY THE UPSU LEADERSHIP TEAM.**

AC: Thanks to FL who has driven his project and managed the very sensitive relationships between three parties. FL has done an incredible job

IR: I would like to echo that and I know how difficult it is and the political stuff that goes on. I would be interested to see the final Memorandum of Understanding

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

Tuesday 25th June 2019 at 3.30pm  
Room 1, The Union Building

VK: This is AB last Board of Trustees, so we would like to thank you for all your hard work contributions and questions and that you are always prepared

AC: The time AB has been on Board has been transformational and it's a big ask for a student trustee to engage in the level you have. SMT really appreciate the work you've done - you've been thought provoking, interested, smart and have asked really good questions and challenged and supported us. It's extraordinary for a student trustee and you should be proud and we will really miss you.

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

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