

Board of Trustees
MINUTES
3.00pm 4th April 2017
Room 1, The Union Building

Present:

James Belmonte (JB - Chair), Bethany Moody (BM), Alexandra Paschali (AP), Oludolapo Bolaji (OB), Ben Conway (BC), Rhian Johns (RJ), Ian Watson (IW), Nicholas Williams (NW), David Ayton (DA), Ryan Edge (RE), Jason Oakley (JO), Kaleke Kolawole (KK)

In Attendance:

Tom Worman (TW), Lucy Simpson (LS – present for item 8.1 only), Ruby Wright (RW (observing) – absent from item 8.1), Laurie Jones - Minutes

1. Apologies for Absence

Anna Clodfelter (AC)

2. Adoption of new External Trustee

The Chair welcomed the new External Trustee, Nicholas Williams

3. Declaration of Interests

No declarations of interests.

4. Minutes of Previous Meeting

Minutes from 31st January 2017 agreed.

5. Matters Arising and Action Points From Those Minutes

- 5.1 Point 3.22 of the bye-law amendments will be reviewed - JB/RB **Reviewed and change delayed until governance report completed**
- 5.2 Upload the Delegated Authority Framework – LJ **Complete**
- 5.3 Research other unions' stance asking student to declare any relationships (e.g. working) that may be a conflict – FL (verbal update) **Complete**
FL: Other Unions (SOAS/Durham/Nottingham/Staffordshire) ask for a declaration of interests other than Nottingham. In light of this, I think we should do this for our safeguarding and will work with my department to create a form when registering
- 5.4 Speak to Charity Commission about the ultra vires surrounding the SUSS pension deficit matter - AC **Ongoing**
TW: Full update in item 6.2. Currently with Charity Commission and should expect 3-4 months for response.
- 5.5 Speak to University Solicitor about the ultra vires surrounding the SUSS pension deficit matter - AC **Complete - Reported to Finance & Risk Committee 28/02/17 - Agenda item 5.3**
- 5.6 Email the Board of Trustees to seek approval of the new proposal decided in the last Board of Trustees meeting if by taking apportionment of the SUSS deficit is ultra vires - AC **Complete - Reported to Finance & Risk Committee 28/02/17 - Agenda item 5.3**
- 5.7 Bring update to the next Board of Trustees of an indication of what the risk of increase will be for the SUSS pension deficit - AC **Ongoing - Awaiting minutes from SUSS AGM (23/02/17)**
- 5.8 Amend phrase in Finance & Risk Sub-Committee Minutes 22/11/16 - LJ **Complete – Amended copy**

available in the Board of Trustees 31/01/17 Google Drive folder, LJ can circulate if needed

- 5.9 Email Board of Trustees regarding a replacement for an External Trustee for Finance and Risk Committee - AC **Complete**

6. Finance Matters

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

Report taken as read.

RJ: Underspend in Student Opportunities – is this a timing thing?

FL: Could be a phasing problem. Societies and Sports tend to underspend, but they still have a lot of spending to do at this time of year, e.g. kits. Student Activities Manager is doing a funds analysis comparison of what they spend and what they get from us so we can review it. We're looking at reducing the per head subsidy to £15k from £23k and upping development grant from £10k to £15k.

IW: Need someone to speak about the accounts when they come up every month. We've gone backwards in the presentation – by the total budget we should have had last year's outcome. It's useful to see it broken down as a quarterly forecast, but we still need a year to date position

RJ: Next Board meeting Counterculture will be here to do this

IW: Why do we have a Board Meeting 2/3 through the quarter instead of end of the quarter? Some of the differences on the lines between Q1 and Q2 are significant. This isn't helpful for making decisions – must have a month end outcome for accounts. Since January our revenue is up and our costs are down – we've had an £80k swing in our year end – that's 6% of our revenue. The commentary doesn't inform our debate or help us as a Board. We need to have a meeting with Counterculture to understand

RJ: The quarterly cycle was going to Finance and Risk Committee rather than to the Board. Given the conversation we had at the last Board about Blue Spire, we need to wait until we have Counterculture

IW: I want us to recognise that I think we've gone backwards and lost clarity – even in the presentation. Let's agree to sit down and agree a template and look at the timing of these meetings.

BOARD OF TRUSTEES NOTED MANAGEMENT ACCOUNTS

6.2 SUSS Pension Deficit Matter - AC

Confidential Discussion

Action: AC to explore drafting a document that explains UPSU's process with the SUSS Pension Deficit matter

BOARD OF TRUSTEES NOTED THE SUSS PENSION DEFICIT MATTER UPDATE

6.3 Budget Update - AC (verbal update)

TW: Reminder: Trustees are invited to refinement days: to scrutinise, have an input and see what we're doing. If you can't attend, you can attend via Skype or Google Hangout. The Sabb Elects are also invited as observers.

7. HR Matters

None

8. Strategic Matters

8.1 P25 Update - LS

Presentation to be circulated with minutes. Questions and comments below:

RJ: Student feedback – could we use the end of term and the fact that students are filling in other surveys like NSS as an exit survey asking more about process - how they would have liked to input and interact with P25

JO: NSS finishes end of April. University does an extensive induction survey which could tie in – new students have a good response rate. Exit survey might be a problem as might not get permission. Once other surveys are out of the way, it could potentially be better for exit survey

BC: Main worry is taking away from surveys that are currently out – the travel survey is really important at the moment

JB: Other avenues we could use – e.g. Party in the Park

RJ: We want to know if we heard students and if not how can we show we're listening – could be done in a more fun, inventive way

RE: Don't just give them P25, they will switch off

RJ: More about the process – how do we know when we've heard students/how do students want to hear from us?

NW: Why are the numbers are low? Need to ensure students have a chance to be innovative/creative and part of planning. Why was the University staff reach so low?

LS: Only went out to 63 key contacts but we did make it available to all staff to complete. Lots of staff engaged but didn't fill out the survey

DA: A lot of business courses do strategy units – could we look asking them to use P25 as a real life seminar – feeds into their teaching into strategy and we'd get feedback

NW: If there's a scope to get students while on their course to be creative we should tap into that

RE: Paul Hayes said University was working on how they collect and use data – can we map data involvement as part of P25?

TW: AC is picking this up with Paul Hayes and his new deputy

LS: The Student Experience Manager is also talking to PH about data

RE: Big trend to distance learning – why is there no mention of this?

LS: No mention of any specific groups – aim is to have an impact on all students – how we do this is the next stage

IW: We haven't got an agreed view of the future market – e.g. the impact of apprenticeship degrees/University's ambition to be more international – this will impact the type of students and their needs. All different types of degrees will have different durations/funding/costs/ engagements/loyalty to the Union/University. We need a piece that sets out where we are now, what 2025 will look like and shows the gap analysis – will give clear challenges/trends and know the University/Union's role, required services, costs etc.

LS: You don't feel the research identified this and that we've aligned with the University's strategy needs?

IW: No mention of change in market – we're potentially going from 26,000 to 36,000 students and there will be more distance learning/apprenticeships/internationalising – I'm not seeing any numbers that present what the market will look like. It will give us an idea of what gap we are trying to breach and what the transformation will be. We need to go through and agree this as a Board. Current research on website has no conclusion

JB: Our vision 'a positive impact on every student' – an impact by definition is different for every student – a distance learner student's way in might be by email, or a typical undergraduate's way in might be to join sports clubs

IW: I agree – but it's how we're going to have an impact and the costs will be markedly different. Need to understand what value is to each student. You've had 9 students to take part in the survey – which shows how we're having an impact. Union's role – provider of services? Collective voice? To hold them to account? There is a big strategic piece we need before we get into the detail

RJ: I don't think we can say exactly how many undergraduates/postgraduates etc. only predictions and we know what these are. It's about having an agile framework that allows us to adapt what we do

IW: What's the % of distance learning students now vs what it's going to be? Without now/then comparison we don't understand scale of transformation. Once you understand this, we can get the costs for what the funding gap is, how we can rethink our commercial model, our relationship with the university etc. We need a shared view, and then one that works with the University's data

JO: University will have KPIs set and I have thoughts about how this would look

Action: LS and JO to use University's KPI figures to confirm the identity of the future market for the Union

RE: Various reviews – e.g. governance and rep reviews – is this going on within this?

FL: Student rep review is splitting off – Course Rep review is continuing with our ADS and Student Voice department. We're in consultation with the University – we're reviewing the timeline for the next meeting. Student/Sabbatical Officers review has halted – we're gaining lots of research but we're

waiting for P25 to take a steer – ongoing research

JO: Sports are fundamental part of this – P25 is potentially changing Sports – what’s the current model?

BC: We’re unique – competitive sport is run by the Union rather than the University – most Universities run the competitive sports and Unions run recreational sports. Potentially looking at the University running all competitive/performance/BUCS sport and then participation sports will sit with the Union – feels like it will better fit the Union values. AC has had conversations with Bernie Topham and FL has had conversations with Paul Tilley

JO: Have you thought about the financial implications for them?

FL: Ways that we could hold all the groups and we do a basic level and then University provides gold packages where they deal with coaching and development etc. Different ways of working it where it could have significant or minimal financial impact

BC: It will be a big project – there are two fundamentally different views of how sport should run. The head of University support is very much about elitism and premiership teams so we feel we need to negotiate a future agreement.

BOARD OF TRUSTEES NOTED THE P25 UPDATE

8.2 Operational Objectives 2017/18 - AC

Report taken as read.

IW: There’s a lot – burdensome as a process and too much to handle? Perhaps present as a pyramid to show the biggest objectives to help clarity and focus

TW: This is a historical way of doing it that comes from setting the strategy three years ago, and we probably set out to do too much. It’s granular for a Board level – you’re seeing the objectives of individual managers whereas the departmental objectives are what FL/AC/TW have in our heads

IW: I’m struggling to understand what the most important things of the year are – I’d like to see what the priorities are

NW: I agree – we need some high level objectives

RJ: We agreed as a Board that we would change it from next year rather than worry about it this year

Action: LJ to amend date of Operational Objectives to show 17/18 on every page

BOARD OF TRUSTEES APPROVED THE OPERATIONAL OBJECTIVES 17/18

9. General Reporting

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

Report taken as read.

RJ: How was the Away Day?

TW: Really interesting – Focus: SMT doing operational things rather than being strategic leaders; P25; refocused us a Senior Managers – refocused risk register, strategic development and HR matters

FL: Looked at difference between what should sit with SMT and what should sit with OMT

IW: HR Matters – ongoing performance and sickness issues – where does this sit to ensure there is the right advice and support for SMT?

TW: This goes to Operations Sub-Committee

BOARD OF TRUSTEES NOTED THE CHIEF EXECUTIVE REPORT

9.2 Sabbatical Officer Reports – Sabbs

Report taken as read.

JO: There’s lots of great things in this report - needs to be handed over properly to the new Sabbatical Officers

Action: JB to ensure that new Sabbatical Officers receive a full handover from current Sabbatical Officers

BM: Apologies for not completing an update due to absence from work

RJ: What’s happened with Pure FM?

AP: Their server was updated over the summer and were unable to broadcast in the new term. Since then they have been trying to update it/work with IS and fix it but it’s proving difficult to find a solution

TW: Previous committee was very heavy tech based – brought everything in house, protected it and didn’t share any of this or offer any training. The current committee are radio based – they have no

tech experience and we don't have tech in-house.

JO: Who is the University link?

TW: Matt Green is our service delivery manager at the University

RE: Can they not sell and restart?

AP: Possibility – some of their tech/systems are dated

TW: Made up of Cisco Systems which were donated by Alumni 5-10 years ago – the University no longer support their system as they are viable for hacking

RJ: Endsleigh Insurance states that we need to have the ultimate ability to turn them off, so I would suggest that we have all systems in-house

Action: AP to provide update for Pure FM at the next Board Meeting

Action: FL and AP to have a conversation with Media Groups regarding bringing all media systems in-house

BOARD OF TRUSTEES NOTED THE SABBATICAL OFFICER REPORTS

9.3 Elections Update – FL (verbal update)

FL:

- Target was 5000 voters and got 4992 voters. 81,615 votes from those voters
- Achieved a 19% voter turnout which is about average currently
- Half way through the week votes were low and voters unengaged. Surprisingly our engaged members were disengaged with elections – sports clubs and societies were not engaging and our disengaged members were our highest voters. Solution: targeted emails, incentives of a £500 holiday voucher
- No formal complaints
- Total 99 nominations. Nominations process is simplified producing higher dropout rate
- 22 candidates for Sabbatical Officers: 5 for President; 3 for Activities; 6 for Education and Democracy; 3 for Sport; 9 for Welfare and Community
- Part-Time Officers: a candidate for each role other than Women's, Part-Time, Mature and EU. There will be a by-election for this in May
- Held a Bootcamp which explained the rules of elections including obligation to attend the induction process. The VP Education and Democracy Elect was at this but has since said she will be in Australia for the induction process. This obligation is not in our byelaws currently – so would like some guidance from the Board as to whether there be a formal process for future years to stop this from happening again

RJ: Thinking about the types of students over the next few years – we need to look at training that's appropriate for the needs of students, not the other way round. For us at Kings, it's about how we modularise training so we still get everything across but in a flexible way

FL: Part of the induction is for the team bonding – how do you get this aspect through?

RJ: At the moment we still have a residential which we focus it on team building. There have been a couple of years where not everyone could attend, so we have mini residential every term and regular termly dates for the officer team to do things together. We focus on their needs and adapt it

JB: I understand in the case of medical students who are still studying during induction periods, but where do you stand with people who have a booked holiday?

RJ: Still need to look at the different types of students we have and relook at how we do this training

RW: Considering providing soft skills workshops before Sabbs became an employee but recognised it might be too much pressure with deadlines/exams/personal stuff so we removed it. Could work if we worked modular within the period they start – they're employed and have a duty to be here and we're not asking them to commit beyond their study. We ask at nomination stage to confirm their availability for these dates - so having pre-planned modules/repeat sessions which gave 2/3 options, it could help with other commitments. If we know about their holiday/plans we can plan around it so they're trained before they start officially as Sabbatical Officers – also best for their training to be while the current Sabbatical Officers are still in office for extra support

OB: Do we need to suggest a plan for moving forward

FL: The steer is to not put something in any formal format and instead look at ways we can adapt – this

is a wider discussion that we need to have

OB: I know that the VP Education and Democracy Elect was planning on not running if it was going to mean they weren't able to do something that they hadn't booked – It would be unfortunate to lose someone good just because of a week or two – We should be more flexible

JO: I think your systems seem to work quite well as they are, I think you could be more flexible but to change everything for this one off incident is probably too much

NW: EU role – EU students require a lot of support now due to Brexit – maybe this role needs to be focused on at the by-election?

FL: We're doing a Student Officer review but light of what's happening we might need to do this sooner

RE: I could have predicted that these positions would be empty and to solve this I don't think running a by-election will work. Might need a proper campaign – the past we haven't had any active officers

FL: I don't think these are the right roles – we never get engagement. I had emails from two people who wanted to be a Women's Officer and Part-Time Officer but the nominations had closed – we promoted this hugely, and this is archaic so we need to be smarter

DA: What is the strategy in the next two months to get people to nominate themselves?

FL: I am contacting those who have made an active effort to contact us first and then we will just push out again – if you have other ideas, please come and meet with me to discuss

JB: How many of the roles weren't filled when there were 99 nominations? I think it's the dropout rate that impacts it

RW: EU and Part-Time Officers didn't get filled

FL: If anyone wants to provide any thoughts via email, please do

BOARD OF TRUSTEES NOTED THE ELECTIONS UPDATE

9.4 Finance & Risk Sub-Committee Minutes - for note, questions only

Report taken as read.

F&R SUB-COMMITTEE MINUTES NOTED BY THE BOARD

10. Trustee Matters Arising From Democratic Committees

None.

11. Any Other Business

11.1 Update on appointment of Student Trustees – JB (verbal update)

LJ: Currently being advertised, deadline for application is 18th April. Interviews are at the end of April and will be approved by Student Focus and Governance Committee on the 2nd May

DA: How is recruitment going?

LJ: So far we've had no applications

RE: Can we reach out to the law and business school? It needs to go out to students from employability point of view

Action: LJ to reach out to other avenues to advertise for the Student Trustee position, e.g. employability and ADS

11.2 Update on summer Trustee Training and away day thoughts – JB/AC (verbal update)

TW: AC has asked if we can have a steer from Trustees as to what should be included. The date will be in August

RE: A gap analysis of where we are now to where we want to be

JO: Clear finance training – it's too easy to misinterpret information

NW: How information is presented at Board meetings - what works/is easy to digest for Trustees

RE: It needs to be pre-set and not made up on the spot, like last time. I'm not sure we got out what we wanted

DA: Skills audit so everyone knows where skills lie on the Board

JB: If there are particular skills we are missing, what are we able to do in the respect of the makeup of the Boards?

JO: It's worth being aware

DA: Hire external expertise. I went to Mumford Students' Union for Trustee training – we ranked our

skills on a grid of all the skills necessary for Trustee Board. When we put them together, everyone could see the entire Board's makeup and could be aware of the gaps.

NW: Useful to present the information to justify decisions for external expertise

RE: Linking up with University was useful

IW: Is there a way of setting out a specific topic the Board Meetings have – one for strategy; budget; risk around data protection – so we know when they're coming and can go into detail on one topic

11.3 New External Trustee appointment – ensure all committees are filled – AC/TW

TW: Worry at Finance and Risk Committee that without Ian Lockwood we did not have the scrutiny and felt quite fragile as a team. Is there a desire to shuffle who sits on what Sub-Committees? Who is going to fill the F&R gap?

RE: Is there a pressure to do this before the Away Day?

TW: We need someone on the next F&R Committee on the 17th May 2017. We will be scrutinising the budget

RE: I think we should have someone with the whole years' experience at the next F&R to discuss the budget – continuity and experience is useful. Should External Trustees have more weight in F&R?

TW: Sounds like you want to have a skills analysis but in the interim we need to have one or two Externals on F&R

IW: I would be happy to do it but I can't commit to the time commitment – could help as a short term filler

JO: Same for me – I can't make the 17th, but I will happily fill in if it can be moved

IW: I think it will also help if the new accountants are going to be part of that team too. I think they would be a good perspective to have even if it's at an extra fee

JB: Interim sounds like the best idea – NW will take IL place for now and then in the summer we'll look at the skills audit.

TW: NW automatically fill the role of IL as an interim if Trustees are happy

Action: LJ to look at dates for the next F&R meeting and send out to Trustees for availability

BOARD OF TRUSTEES APPROVED THAT NICK WILLIAMS WILL FILL IAN LOCKWOOD PLACE AS AN INTERIM UNTIL A SKILLS AUDIT IN THE SUMMER

11.4 Change of SMT name (Strategic Management Team) – TW

TW: At our Away Day we discussed some disparities between the Operational Management Team and the Senior Management Team – collectively we are managers in an organisation but the difference is operational vs strategically – we want to change it to reduce this senior, them vs us connotation. We agreed the Strategic Management Team name change. Because Senior Management Team appears a number of times in our Bye-Laws we need to bring it to Board for approval

BOARD OF TRUSTEES APPROVED SMT'S NAME CHANGE FROM SENIOR TO STRATEGIC (STRATEGIC MANAGEMENT TEAM)

FL: I wanted the Board to know and give recognition for exemplary conduct from the Athletic Union at Varsity – given our issues two years ago, I can't fault them – they were fantastic and we had the closest Varsity we've ever had, and I'm really proud of them

JB: I'd like to note that during the elections all the Union staff were exemplary to bring up the votes – a lot of hard work went into getting these numbers up, so a big thank you to everyone involved

12. Date and Time of Next Meeting

Tuesday 27th June 2017 at 3.00pm

Room 1, The Union Building

ACTIONS

Action	Who	Update	Status
6.2 Explore drafting a document that explains UPSU's process with the SUSS Pension deficit matter	AC	Chris Brightwell of London Caledonian briefed on 10th may for report to hopefully	Ongoing

		come to BoT on 27th June	
8.1 Use University's KPI figures to confirm the identity of the future market for the Union	LS/JO	JO is doing this piece of work and will update Board when complete	
8.2 Amend date of Operational Objectives to show 17/18 on every page	LJ		Complete
9.2 Ensure that new Sabbatical Officers receive a full handover from the current Sabbatical Officers	JB		Complete
9.2 Provide update for Pure FM at the next Board meeting	AP		
9.2 Have a conversation with Media Groups regarding bringing all systems in-house	FL/AP		
11.1 Reach out to other avenues to advertise for the Student Trustee position, e.g. employability and ADS	LJ		Complete
11.3 Look at dates for the next F&R meeting and send out to Trustees for availability	LJ		Complete

CONFIDENTIAL ITEMS

SUSS Pension Deficit Matter	Agenda Item 6.2
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Minutes Approved: _____

Date: _____