

Board of Trustees Minutes

City, University of London Students' Union is a registered charity (charity number 1173858) and a company limited by guarantee registered in England and Wales (company number 10834450).

17:30-19:30 | 17th February 2022 | Online via MS Teams

Members	Initials	Meeting 1 19.10.21	Meeting 2 17.02.22	Meeting 3 05.04.22	Meeting 4 07.06.22	Meeting 5 TBC
Shaima Dallali (President) (Chair)	SD	✓	✓			
Ruqaiyah Javaid (VP Education)	RJ	✓	✓			
Shahd Haj Khalil (VP Community and Wellbeing)	SK	A	✓			
Nick Ratcliffe (Lay Trustee and Deputy Chair)	NR	✓	✓			
Alan Latham (Lay Trustee)	AL	✓	A			
Rumnique Gill (Lay Trustee)	RG	✓	✓			
Liz Williams (Lay Trustee)	LW	✓	A			
Clare Searle (Former Lay Trustee)	CS	A	N/M			
Vacant Lay Trustee	-	N/M	N/M			
Ibrahim Hamid (Student Trustee)	IH	✓	✓			
Tofunmi Odugbemi (Student Trustee)	TO	N/M	✓			

Key: "✓"= Present, "A" = Apologies given, "N/M" = Non-member, "P" = Partial attendance, 'X' = Non-attendance

Included in the circulation	Initials	Reason and Meeting Section
Philip Gilks	PG	Chief Executive (Company Secretary)
Hannah Roberts	HR	Deputy Chief Executive
Jeni Turner	JT	Head of Finance
Chris Moore	CM	Head of Communications and Business Development
Aadam Ali	AA	Clerk

Formal

1. Welcome and Apologies

Apologies were received from AL and LW. SD welcomed TO as the new Student Trustee.

2. Declarations of Interest

(Paper: BT2117)

The register has been updated with IH and LW's declarations. No further interests were declared.

3. Minutes and Actions

3.1 The Board **approved** the Minutes of the meeting held 19th October 2021.

(Paper: BT2118M)

3.2 The Board **noted** the Matters Arising (Paper: BT2119A), noting the following:

- Staff salary review discussion would be covered under the Chief Executive report.
- The management accounts action to explore depositing reserves into a fixed one-year product is yet to be explored.
- PG has met with the Student Trustees and has provided them with a briefing on this set of papers and will continue doing so.

4. Decisions taken between the meetings

The Board approved the Written Resolution (Special Resolution) as Company Law Members to adopt the revised Articles of Association by the Student Members' Meeting. PG thanked Trustees for their approval. The Articles will be considered at the next City Council and if then approved, will be filed with the Charities Commission and Companies House.

The Board also approved the revised Bye-Laws and funding for a fourth Sabbatical Officer (BT2125) by circulation.

5. Items brought forward by the Chair

The Chair made the decision for Section D – Finance to be discussed next on the agenda as Knox Cropper was invited to give a presentation on the Financial Statements. This would be followed by Item 12 – Student Members' Meeting – Boycott Divestment and Sanctions after which, the agenda would continue from Item 6 – Chief Executive Report.

No items were unstarred in Section F – Starred Items for Information.

Section D – Finance

6. Report of the Trustees and Financial Statements for the Year Ended 31 July 2021 (Paper: BT2120)

Stephen Anderson (SA) and Christian James (CJ) from Knox Cropper Chartered Accountants joined the meeting and gave a presentation on the report to Trustees highlighting the following:

- The Union has a £76,000.00 surplus which is £134,000.00 less than last year. The main reason for this is because the Union underwent a VAT reclaiming exercise last year.
- The Union spent £908,000.00 in comparison to £940,000.00. This is mainly due to decreased society activity and events throughout the pandemic.
- The Union is in a healthy financial position. Most of the reserves are liquid.
- Most of the risk is under internal control matters.

The Board thanked SA and CJ and noted how clear the report and supporting documents were presented. It was asked under the internal control matters, risk areas; VAT is labelled as red and CJ was asked why. CJ replied stating that this was a risk from the prior year, and that this is included to make a comparison. The Board noted the report is showing as uncontroversial which is very positive.

PG thanked the previous Head of Finance, Margaret O'Donnell for her work at the Union and improving its finances and systems.

Decision

The Board **approved** the Report of the Trustees and Financial Statements for the Year Ended 31 July 2021. The report will need to be signed and returned.

7. Management Accounts

(Paper: BT2121)

PG presented the management accounts which the Board **noted**, and mentioned the following:

- The current state of finances of the Union will be very different to this set of accounts (December 2021) as the budget reforecasting exercise has now taken place.
- As seen in the previous item, the Union ended the year with a surplus last year and the year before that. To curtail this, a deficit budget was set this year of £49,000.00.
- Savings have been made due to the early departure of the SU Activities and Events Manager, and at that point in time, it was deemed not appropriate to recruit someone new due to the market. The role focus and language around it has been updated to reflect community and belonging.
- Costs have overall decreased, whereas student staff salaries have increased. The catering research is expected to cost £15,000.00 with additional recruitment costs for vacant roles.

The Board asked if there is any need for the Union to increase expenditure however, this may not be necessary immediately due to recruitment costs and the catering research cost. PG responded saying that there is a large amount of expenditure planned for March and May and noted the difficulty committing to expenditure during the previous lockdowns, but going forward, this shouldn't be as much of an issue.

Section A – Update from the Chief Executive and Strategic Progress

8. Chief Executive Report

(Paper: BT2122)

The Board considered the Chief Executive report, which included updates on key projects, recruitment and staff matters. In the discussion PG highlighted:

- PG welcomed JT to the meeting who is the new Head of Finance. The Union will be recruiting for an SU Communities and Events Manager.
- The elections process will start Monday 21st February following the democracy review and the approved amended Articles of Association and Bye-Laws. Students will be electing a fourth sabbatical officer following the Trustees' decision to fund this, which will transform the work of the Union.
- PG highlighted that catering has been an ongoing issue at City, and the new research will contribute to the overall direction of catering and space.
- PG has signed up to the NUS Staff Engagement survey after three years of no staff surveys delivered by City. The survey is confidential and allows the Union to benchmark itself against other Unions. PG is keen to gain a steer on if the Board would like him to conduct a staff salary review.
- PG is focussing on a sport review and will be looking at the feasibility of the Union playing a larger role in the delivery of sport. Most other Unions have a co-delivered approach to sport and if agreed, the Union would focus purely on the activity side.
- PG also raised the risk to the relationship with City and the likely negative impact on the Union NSS result due to the Union position on strikes.

The Board **noted** the report and made the following comments:

- The Board questioned the risk of the strike action to the Union. PG replied saying that if UNISON strike this could potentially close the University for two days. This would be a big impact of law students sitting their exams and other practical tests, but the risk is low for the Union as the organisation does not own any of the buildings.
- The Board enquired about the Lay Trustee recruitment. PG responded reminding Trustees to complete the skills, knowledge, and experience audit survey. This will be invaluable when recruiting the new Lay Trustee to the Board, which is currently ongoing. Conversations have been started with Peridot.

- The Board enquired about EDI and the progress of Shades of Noir. PG mentioned this would be prioritised when he has the opportunity to. He said it is a powerful vehicle which should be given the Unions' full attention.
- The Board gave a positive steer to PG to conduct a staff salary review. This will need to be planned for in any proposed budget for next year or funding would need to be secured from other sources. **Action:** PG to explore a salary review with City.
- The Board highlighted the link between mental health and sport. IH suggested having community sport and activities explored further within the review as there are few community leagues. One option the Board suggested would be to train students to become coaches and referees and pay them to do this, allowing them to be responsible for these sessions.

9. Strategy Update Report

(Paper: BT2123)

The report was taken as read and the strategy update was **noted**.

10. Union Advice Annual Report

(Paper: BT2124)

The Board received the report from HR which the Board **noted**. She mentioned that CC was unable to attend the meeting but would be happy to take any questions on the report via email. HR summarised the following from the report:

- The advice service is currently being reviewed. The Union has enlisted the services of Anna Dodridge who will be focussing on advice capacity and the overall capacity in the service.
- In terms of resource, the advice service currently has the highest number of staff historically. The Union is very proud of being awarded the AQS mark.
- Ana will also be looking at day to day running also including how the Union records case notes and overall best practice.

The Board enquired if common themes have risen in the service. HR noted that there have been a high number of cases pertaining to course closures and teaching quality.

Section B - Student Insight

11. Sabb Spotlight

(Paper: BT2126)

SD presented on her progress since the last meeting and highlighted the following points:

- SD has been invited to attend two committee meetings on strategy and other workshops. The University is planning to hold a student engagement day which will enable students to be more involved in the strategic direction of the University.
- The University has decided to close City Bar which has received negative feedback from sports students. SD will be asking for the bar to be open on Wednesdays for the sports teams.
- SD is continuing to maintain a good relationship with the City President Anthony Finkelstein, having breakfast meetings monthly continuing to use these to feedback and update on the Union's progress.
- SD explained to the Board that all the Student Officers have decided to support the UCU strikes and have decided to support UNISON and UCU. A statement has been issued explaining the Student Officers' position and they have received both positive and negative comments. Just under 300 students completed the survey on the strike action, which is not enough to fully represent the student population however, the team will continue to support the strike action.

RJ presented on her progress since the last meeting and highlighted the following points:

- RJ has been continuing to create change through Decolonising City and the curriculum.

- RJ has received feedback from students to say that they are happy with the current split between teaching 60% in person and 40% online. She is conscious that the University is still currently in a transition period from the pandemic so will continue to monitor.
- RJ is also working with the University on feedback on the assessments taken in January. This has been online for two years now. She is also focussing on running school links projects and is liaising with the Deans.
- RJ has been involved in the planning and running of events and activities in Islamophobia Awareness month.

SK presented on her progress since the last meeting and highlighted the following points:

- SK has been working with the library services to create a variety of books available for students in Islamophobia Awareness month. This is linked to Decolonising City.
- SK has been involved in the mental health strategy for City University and has set up some meetings to discuss this further with James Birkett.
- SK has been building relationships with UNSION in advance of the strike action.
- SK has been developing relationships with City Sport and now has weekly catch ups with the department.

The Board commended the work of the Student Officers. They suggested regarding the strike action, that not everyone will be pleased. With the potential partnership with UNISON, the UCU strikes may have more of an impact as the campus will more likely close.

12. Student Members' Meeting – Boycott Divestment and Sanctions (Paper: BT2127)

PG presented the motion and the history of the conversation of Boycott, Divestment and Sanctions to the Trustees detailing the following:

- Different variations of the policy have been proposed and passed over the past few years. One of the key points is whether the policy falls within the Unions' charitable objectives.
- Legal advice has been sought in the past to determine whether each policy falls within or outside the objectives. The appendices show legal advice from Pinsent Masons (2017 & 2018) and in addition, a letter from UK Lawyers for Israel from 2021.
- Historically, the motions have led to difficult conversations with students and have provided upset on both sides. The paper presented today suggests three options for Trustees to decide on: 1) The motion falls within the Unions' charitable objectives and the motion is published on the Unions' website and becomes active policy, 2) The Board follows the guidance from Pinsent Masons (2018) to record and publish the motion on the website in strikeout text to show the motion has not become Union policy with a footnote explaining the motion falls outside of the Unions' charitable objections or 3) The Board decide to pursue further legal advice before making a decision.
- The current motion is different to ones that have been passed in the pass by the membership. The main difference is this motion does not ask the Union to provide resources. The current motion is written as part of the broader Decolonise City campaign.

The Board considered the motion and discussed the following:

- It was felt by some that Option 2 would be the safest option in terms of charity law and the Union is already committed to Decolonising City.
- Other Trustees felt Option 1 would make the most sense whilst Option 3 could be influenced by several external organisations with increasing additional information being released e.g., Amnesty International.
- The policy has been proposed in different incarnations for the past 6 years at City. Some Trustees felt a decision should be made otherwise the policy will keep

resurfacing. It was compared to previous motions, and it was noted this policy is more in line with the Decolonise City campaign, consequently, a decision should be taken.

- The motion was passed at a democratic meeting and as such, some Trustees took the stance that the Union should honour the democratic process.
- The Decolonise City campaign already requires the Union to look at ethical investment policies, and this is no different to that in essence.
- Some Trustees felt that if a clear decision was not made today, it will be prolonged which arguably, it has for the past few years. However, other Trustees felt the need to be prudent and seek further legal advice. The policy ultimately could be referred to the Charity Commission.
- The Board noted that PG advised he could be tasked with finding additional legal advice from a different law firm, which could be sent by circulation. This advice is anticipated to be received within a three-week period. The legal advice can include how the motion is applied and would provide an extra layer of due diligence and would give assurance to the Board.

The Board **decided** by simple majority that the motion is within the charitable objectives of the Union, is compliant with charity law and that no further action is required. The motion will be published on the Union's website and becomes active policy of the Union.

Section C – Equality, Diversity and Inclusion

13. EDI Committee

(Paper: BT2128)

RG gave an update on the work of the EDI Committee which the Board **noted**. The last meeting of the EDI Committee took place on the 8th December 2021. The Committee looked at student engagement data and had the opportunity to engage with the Student Officers and gauge additional perspectives from student feedback. RG said once there is an opportunity to, the Union should prioritise Shades of Noir.

PG noted that it would be important to clarify when engaging with Shades of Noir that this would be through the lens of the Union, not the University. He further said that there would likely be different engagement levels in similar areas between the two organisations.

Section E - Starred items for approval

No Starred Items were submitted for approval at this meeting.

Section F - Starred items for information

14. Summary of all Executive Committee's since the last meeting of the BoT

(Paper: BT2129)

This item remained starred so was not discussed and was **noted** by the Board.

15. Summary of all Student Council's since the last meeting of the BoT

(Paper: BT2130)

This item remained starred so was not discussed and was **noted** by the Board.

16. Returning Officers Report

(Paper: BT2131)

This item remained starred so was not discussed and was **noted** by the Board.

Section G - Other

17. Any Other Business

- i) The Board expressed interest to hear from James Birkett from Student and Academic Services on the development of the counselling and mental health provision at City as the guest speaker at the next meeting.
- ii) AA informed Trustees that the minutes would be sent out later as he will be abroad for two weeks.

18. Trustees Only Business

All staff left the meeting, and this section of the meeting has no minutes.

Date of the next meeting: 5th April 2022

Board Clerk: Aadam Ali