

Board of Trustees Minutes

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4.30pm | 13 September 2022 | AG06, College Building, 280 St John Street, EC1V 0HB

Members	Initials	Meeting 1 13.09.22	Meeting 2 06.12.22	Meeting 3 28.02.23	Meeting 4 23.05.23	Meeting 5 17.07.23
Gesmina Tsourrai (President) (Chair)	GT	✓				
Aaminah Patel (Deputy President)	AP	✓				
Yavuz Emin Kafadar (Deputy President)	YK	✓				
Fortune Sampson (Deputy President)	SK	✓				
Nick Ratcliffe (Lay Trustee and Deputy Chair)	NR	✓				
Alan Latham (Lay Trustee)	AL	✓				
Rumnique Gill (Lay Trustee)	RG	P				
Liz Williams (Lay Trustee)	LW	✓				
Vacant (Lay Trustee)	-	N/M				
Ibrahim Hamid (Student Trustee)	IH	A				
Tofunmi Odugbemi (Student Trustee)	TO	✓				

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

Informal

Guest Speaker: National Union of Students (NUS) UK

The Board received a presentation from Kat Stark (KS), Director of NUS UK who presented on the current affairs of UK students, impact of the organisation, what it can do for the Union and the current structure of NUS. KS highlighted that NUS exists to achieve collectively what Students' Unions cannot alone and endeavours to give a collective return on creating change, commercial benefits and visibility in the media. The current membership cost to be affiliated with NUS is 2.5% of the Union's block grant and in the last year, NUS have generated £30 million on positive return on collective investments, £230 million on hardship funds as a result of the pandemic and £560 million on rent rebates. The current priority for NUS is the emergency cost of living campaign and the organisation is pressuring politicians and sector leaders on this. KS lastly updated that the NUS is currently in the middle of a KC led antisemitism investigation looking at current and historic problems in the organisation.

The Board thanked KS for her presentation, and she answered the following from the Board:

- KS noted that NUS would not be able to make a significant enough financial contribution to the cost-of-living crisis alone through its own budget and would need to do this collectively as money is limited across the sector. NUS have met with Sabbatical Officers across the country to prioritise how to best tackle this, given NUS have received data that a considerable number of students are using foodbanks and a high number are cutting back due to the cost-of-living crisis and are facing mental health challenges as a result.
- KS clarified that NUS are lobbying for support for international students and asylum seekers also. These students would not traditionally be able access financial support as easily.
- KS stated NUS is pushing for the cost-of-living campaign to be as visible as other pieces of NUS' work such as the antisemitism investigation. Both pieces of work are important and will continue.

Formal

1. Welcome and Apologies

Apologies were received from IH. RG noted he would need to leave early.

2. Declarations of Interest

(Paper: BT2201)

The Board **noted** the register, and the new interests that were declared.

3. Minutes and Actions

3.1 The Board **approved** the Minutes of the meeting held on the 12 July 2022.

(Paper: BT2202M)

3.2 The Board **noted** the Matters Arising (Paper: BT2203A), noting the following:

- PG and LW met with the Secretary of City Council regarding the recruitment of a new Lay Trustee to the Board, however the Union are still waiting to hear back from the Secretary and are still exploring this. PG and LW will follow up.
- PG noted all other matters arising would be covered in the agenda.

4. Decisions taken between the meetings

No decisions were made between this meeting of the Board and the last.

5. Items brought forward by the Chair

No items were unstarred in Section E Starred Items for Approval and would therefore all be taken as approved, or Section F – Starred Items for Information. GT noted that as Chair, she decided for agenda item 8- Legal Advice Follow Up to be discussed first, followed by agenda item 11- Future Strategy after which, the agenda would be discussed in order numerically.

Section A – Update from the Chief Executive and Strategic Progress

6. Chief Executive Report

(Paper: BT2204)

The Board considered the Chief Executive report, which included updates on key projects, recruitment and staff matters which PG took as read. PG noted on staffing that HR would be going on maternity leave from December 2022. The Union received 7 applications for the Deputy Chief Executive fixed-term cover role after which 3 came to interview. One candidate has been offered the role however they can't be confirmed yet until they have gone through the necessary HR checks. PG will confirm the candidate once they have completed these processes.

The Board thanked PG and **noted** the Chief Executive report.

7. Strategy Update Report (Paper: BT2205)

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

8. Legal Advice Follow Up (Paper: BT2206)

PG presented the updated legal advice from Bates Wells and highlighted the following:

- PG noted the legal advice received had been fully funded by NUS and outlined that Bates Wells were experts in the sector.
- Bates Wells have provided four options in section 25 for Trustees to decide upon and take forward summarised as follows:
 - (a) Override the motion on the basis it is inconsistent with charity law, striking out the resolves section.
 - (b) Override the motion using the Trustees' general broad power.
 - (c) Not override the motion on the basis it does not require the expenditure of the Union's resources. Recommended to add a footnote stating the Trustees interpret the policy that it may only be enacted in a way that does not commit the Union's resources including paid staff time.
 - (d) Seek an opinion from counsel to test the kinds of arguments mentioned.

The Board discussed the following:

- Trustees found the legal advice helpful but noted the potential tensions between the motion being passed as part of a democratic process through Union Council, charity law and what would serve the best interests of the students.
- The Board noted at the meeting where the BDS motion was previously discussed, that the minority of Trustees present at this meeting were present then.
- Some Trustees voiced the difference between publishing the motion on the website and publishing and recognising it. Trustees also highlighted the importance of managing the risk for the Union.
- Trustees discussed the importance of the motion being a democratic decision and some argued that it should be present on the website and that option (c) would be the most democratic. Others argued that it would be present on the website, but option (a) would be best striking out 'resolves' denoting that it would be inconsistent with charity law.

The Board voted **in favour** of option (a) by simple majority. **Action:** GT, AP, YK, SK to speak with students who originally proposed the motion and communicate the Board's decision. **Action:** GT and NR and PG to write and send a response to the Charity Commission.

9. Employee Engagement Survey Actions Update (Paper: BT2207)

PG presented the paper on the Employee Engagement Survey Actions Update which the Board **noted**. He highlighted the following:

- The Board at a previous meeting had agreed a list of actions following the survey results. Progress has been made towards these, the biggest being regarding redrafting all staff job profiles. All profiles were reviewed as part of the staff pay evaluation in which all roles increased by one grade.
- The additional salary has impacted the budget by £66,000.00 however the University have preliminarily agreed to fund this.
- The agreed operations plan has been implemented however additional attention for induction is needed.
- All staff have received a 360 appraisal except for PG as an external organisation is currently in the process of completing this for him as the CEO.
- The University is looking at a hybrid working framework which the Union will also be reviewing.

The Board enquired about hybrid working for Union staff and if the proposed policy would align. PG noted that this may need to vary between roles, student facing roles would likely be on campus more to offer face to face services. This could be different for other roles, and this would be considered by the SLT when the hybrid working framework is proposed.

10. Green Impact Audit

(Paper: BT2208)

The Board received the paper on the Green Impact Audit from HR. She highlighted the following:

- HG noted that the Union is committed to sustainability in its strategy however it currently doesn't have the same staffing capacity. If the Union were to go through the Green Impact Audit again, this would cost money and require 0.4 FTE staff time to go through the process.
- The Union has achieved 'excellent' for the past two years, and HG suggested that the Board may wish to discuss what the Union does going forward regarding committing to the scheme incurring a cost and committing staff time, or whether they would like to choose another option.
- HR presented the following options for the Board:
 - (e) The Union continue to sign up and work towards the award using the framework, however understanding that excellent may not be achieved due to staffing capacity.
 - (f) The Union completes the award every two years therefore foregoing this year. The Union will continue to support sustainability campaigns throughout.
 - (g) The Union does not commit to the Green Impact award but continues to support sustainability campaigns.

The Board noted the following on the paper:

- The Board enquired how success would be measured if the audit and award isn't used. HR suggested the previous year's framework could be used and that existing sustainability worked is currently already embedded in the organisation and this would continue to grow.
- The Board noted that the audit and wider framework would require time and energy which could be used elsewhere in the Union presently. Although the Union would not get a Green Impact award for the year, other benchmarking could be used.

The Board unanimously **agreed** to option (c) to not commit to signing up to the Green Impact award but to continue to support sustainability campaigns. **Action:** HR to coordinate response and comms surrounding the Board's decision to forego signing up to the Green Impact award this year.

11. Future Strategy

(Paper: BT2209)

LW updated the Board on the Future Strategy developments noting the following:

- LW presented the results from the tender for potential research consultants for the future strategy. All consultants have gone through consideration of best fit for the Union and their value for money.
- Of the 7 potential providers, two have been deemed suitable to have a follow up conversation with.
- LW stated that a recommendation for the strategy panel will be decided on shortly as outlined in the timeline.

The Board **noted** the Future Strategy update.

Section B - Student Insight

12. Sabb Spotlight

YK presented on his progress since starting as Deputy President and highlighted the following points:

- YK is prioritising student communities and societies. The Union has completed research on academic societies, which he will be considering. YK wants to remove barriers for students wanting to create communities and societies.
- YK wants to campaign for better food for students considering the current cost-of-living crisis, providing healthier options.
- YK wants to set up a Neurodiverse Awareness week at City.

FS presented on his progress since starting as Deputy President and highlighted the following points:

- FS is looking at ways to provide lifelong career engagement with students and alumni. FS wants to raise the cost-of-living crisis and impact on tuition fees for students with the University.
- FS would like to set up an inter-school sports competition for students to create more interaction between students and is also considering a talent show.
- FS leads the mental health portfolio and will be talking with the University on the cost-of-living crisis impact on student mental health.

AP presented on her progress since starting as Deputy President and highlighted the following points:

- AP attended NUS' Lead and Change conference and networked with several other Sabbatical Officers across the country.
- AP will be working on a cost-of-living campaign for students and will also be working on a decolonising City campaign.
- AP wants to launch an Islamophobia Awareness month at City.

GT presented on her progress since starting as President and highlighted the following points:

- GT completed Sustainability and Ethical Investment training.
- GT is working on numerous campaigns this year including ones already mentioned.
- GT is currently submitting her dissertation completing her postgraduate degree.

The Board **noted** the verbal reports and wish the team luck in the year ahead.

Section C – Equality, Diversity, and Inclusion

13. Race Equality Working Group and LGBTQ+ Equality Working Group

PG noted that the meetings for the EDI Committee had been set for the year and mentioned all the Sabbatical Officers are now members of either or both the equality working groups, of which one of them can put themselves forward to be the Chair. PG explained that Working Group members will submit recommendations of actions to focus on and the group will vote on the main priorities to work towards.

PG also noted that the LGBTQ+ Equality Working Group has already made a positive presence during welcome and induction with students and will be renewing their focus for welcome week.

The Board enquired about the Race Equality Working Group and if they would be working towards an anti-racism statement or code of conduct. PG answered that the priorities of the group is looking at its terms of reference and will be looking at these as part of their priorities and to better understand the concerns of staff and students of colour.

Section D – Finance

14. Financial Year End Report – July 2022

(Paper: BT2210)

JT presented the report highlighting the following:

- JT noted that 2021/2022 had been a transitional year for the Union financially after the pandemic. Despite campus students being back on site, student engagement has overall been less changing the type of spend and fewer physical events.
- The main change shown in the year-end report proposed provided to the Board is that the budgeted deficit is less than what was budgeted due to an overspend of £70,000, there was also an unbudgeted income amount of £65,000.
- Additionally, the Union received grants to cover income which have been included in the report also.
- There was a £56,000 saving in permanent staff pay costs which was partially offset by an underspend of £19,000 on temporary staff.
- The balance sheet bank and cash figure is showing as £658,580. JT has been actioned to find a suitable place to deposit cash in a fixed-term one year product however, this is still being explored whilst the capacity of the finance team is being increased. It may be more advantageous to deposit the cash surplus into numerous accounts instead of one which would incur additional admin and time costs through managing a portfolio of products.

The Board commented on the following:

- AL suggested that interest from the cash surplus could make £2,000 at least at current rates.
- The Board suggested employing an investment advisor to manage the investments however it was noted this had been done in the past which resulted a decrease in return due to risk management and other factors.
- JT noted that CAF Bank was an option top look.

The Board **noted** the Financial Year End report and thanked JT.

Section E - Starred items for approval

15. Union Advice Service Policy Handbook

(Paper: BT2211)

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

16. Data Protection Policy

(Paper: BT2212)

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

17. Conflicts of Interest Policy

(Paper: BT2213)

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

18. Health and Safety Policy

(Paper: BT2214)

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

19. Student-Staff Protocol Policy

(Paper: BT2215)

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

20. Whistle Blowing Policy

(Paper: BT2216)

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

Section F - Starred items for information

21. Summary of all Assembly Meetings since the last meeting of the BoT

(Paper: BT2217)

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

22. Student Trustee Recruitment

(Paper: BT2218)

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

23. Micro-Placement Programme Evaluation – Year One ('22)

(Paper: BT2219)

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

24. Union Advice Quarterly (Term 2/3) Report - March 20 – June 20, 2022

(Paper: BT2220)

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

25. Welcome 2022

(Paper: BT2221)

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

Section G - Other

26. Any Other Business

No other business was raised by the Trustees.

27. Trustees Only Business

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

Date of the next meeting: 4.30pm, 6 December 2022

Board Clerk: Aadam Ali