

03Board of the Trustees

27-2-20 – Jungle Room, 9<sup>th</sup> Floor, East India campus

Action

13 ATTENDANCE

13.1 Present

Amanda Campbell-White (Officer trustee), Mary Copsey (Officer trustee), Matt Hayes, (Officer trustee and Chair), Teresa Jordan (Lay trustee), Fraser Luther-Yarwood (Officer trustee), Nick Worrall (Lay trustee)

**In Attendance**

Linda Collett (Minute taker), Bethan Dudas (Advocacy & Engagement Director (A&ED)), Jo Harbrow (Activities & Operations Director (A&OD)), Alexis Hartley (Finance Manager – Item 16 only), Izzie Miller (SU Co-ordinator, ARU London – Item 15 only), John Valerkou (CEO)

13.2 Apologies

Tanya Curry (Lay trustee), Richard Halderthay (Lay trustee), Jason Snowdon (Lay trustee)

13.3 Absent

None

13.4 Declaration of interest

Officer trustees declared an interest in the update from the Appointments and Governance (A&G) meeting on 24 January.

14 ACCEPTANCE OF PREVIOUS MINUTES

14.1 Accuracy

The previous Minutes were accepted as a true record.

14.2 Matters Arising

8.2 – Actions – Actions should be communicated to anyone who was not present at the meeting. LC

8.2 – Buddying system – VP AHSS to arrange meeting with Chair of Finance and Risk committee. It was noted that the operation of the buddy system would depend on individuals' needs. A&ED to write guidelines into the officer induction. ACW

10.4 – Proposed bye-law changes – These were taken to the January meeting but the vote did not reach quorum. President to take proposal to March meeting of Executive. BD

MH

15 SPOTLIGHT SESSION – LONDON

A presentation was delivered about the development of the ARU London campuses, the highlights since September 2019 and the key challenges faced.

It was noted that ARU London was a profit making organisation and that decisions were made from a business point of view: often very quickly and without consultation. It was noted that

the Students' Union was flagging the potential reputational risk to the University. The President would raise the issue at the Student Matters committee. It was agreed that the A&ED should seek clarification on the implications for corporation tax and VAT of ARU London not being a charity. It was further agreed that the matter should be added to the risk register and discussed as part of the risk review.

MH  
BD  
JV

## 16 ITEMS FOR APPROVAL/DISCUSSION

### 16.1 Agree signing of audited accounts for charity and dormant trading company

It was noted that the Board should have been advised that the dormant trading company had not been made active due to the threshold for corporation tax being raised from £50k to £85k.

The Chair of the Finance and Risk (F&R) committee confirmed that there were no issues from the committee with regard to either sets of accounts and recommended that the Board agreed for them to be signed.

Thanks were extended to the Chair of F&R for her significant contribution in checking the accounts.

The audited accounts for the charity and dormant trading company were AGREED and signed.

## 17 STANDING ITEMS

### 17.1 Chief Executive's report

Key points from the CEO report were highlighted.

It was confirmed that NUS had now adopted a more streamlined governance structure and would be concentrating on five or six key campaigns. This would result in lower affiliation fees for students' unions.

Recent staff town halls had raised several points regarding mental health issues and the second round of student staff town halls had indicated that student staff felt detached from the team. It was agreed that a sense of belonging for all staff was a vital priority.

Concern was expressed at the continuing inability of the commercial department to break even, despite the introduction of new ideas and initiatives. It was noted that the department was not currently taking business dynamics into consideration and that costs and staff levels needed reviewing in the light of customer usage patterns. It was recommended that either a commercial expert should be recruited to the F&R committee, or that a separate commercial committee be formed to monitor and manage the situation.

JV

### 17.2 Financial report

It was noted that, due to the current forecasted deficit, savings were being made on staff costs and the commercial department was being asked to make savings wherever possible.

### 17.3 To receive minutes and executive summaries from the sub committees

- **Appointments and Governance**

The revised recruitment policy had been recommended for approval from the Board.

One student trustee had been recruited.

Officer contracts and pay items had been referred to the HR and Employee Engagement (HR&EE) committee.

- **Finance and Risk**

The potential accident claim had been dropped.

The risk appetite process was ongoing and had now been delegated to managers to complete for their own areas.

One faith society had contravened University and Students' Union rules and there had been an alleged incident of spiritual abuse. A meeting was due to take place with the police although the society had since ceased to operate on campus. The Union had spoken to NUS but the committee had advised that the Union should take independent legal advice. It was agreed that the Union could liaise with other unions and NUS to obtain collective advice. Although the situation was being dealt with under PREVENT, it was noted that the Union had a duty to individual students.

JH

It was suggested that skills sessions on banking and finance be introduced for students.

The President would raise this with the Volunteering team.

MH

- **HR and Employee Engagement**

No meeting had taken place since the last Board meeting. CEO and President were currently reviewing the cycle of business and would feed back to the A&G committee.

JV/MH

#### **17.4 To consider update on campaigns from officers**

The Board congratulated officers on their informative reports and the progress on their campaigns but urged caution on the extra workload caused by the early resignation of one of the officers. Officers noted that the return of the Campaigns Co-ordinator and the running of events in conjunction with societies and other departments were beneficial to their workload.

The VP HEMS added to his report that he was working with Citizen UK to co-host the hustings for the next Essex Police, Fire and Crime Commissioner which was another example of the University and Union working together with the community. The Board extended congratulations to the VP HEMS for his successful campaign to obtain a grant for paramedic students.

## **18 ITEMS FOR DISCUSSION OR TO NOTE**

### **18.1 Strategy update**

It was noted that the research was now complete and that an oversight group had been formed which was currently meeting fortnightly.

Four key themes had been identified: these were similar to other unions but nuances differed according to demographics.

The next phase would include sessions for all staff to give their input on the four themes.

The Board discussed the work undertaken to date and made the following observations:

- It was suggested that the term “Belonging” was used in place of “Communities” as more meaningful to students.
- It was suggested that the strategy journey was currently behind schedule.
- It was imperative that the Union understands the demographic of the students it serves and that different students have different needs. This should include considering which type of student each faculty might attract.

It was noted that, as part of the budget bid process to the University, four projects were being planned, one of which was to understand the students that currently do not engage with the Union and how to support them. This bid for funding had been necessary ahead of the current position in the strategic cycle.

Concern was expressed that lay trustees had not had a chance to challenge the development of the strategy so it was requested that a conference call be arranged before the end of March for a specific strategic discussion, to provide oversight and a steer to the CEO.

LC

### **18.2 Board effectiveness review and observation paper**

The points from the observation paper were noted. It was agreed that the Board away day should be moved from September.

It was noted that it was the responsibility of all Board members to ensure that they suitably prepared for meetings, including reading all the papers.

It was further noted that the responsibility for corporate law and governance rested with the CEO.

Finally it was agreed that the closed session at the end of each Board meetings was vital and very useful to all members.

### **18.3 Recruitment policy**

Following a query regarding credit and policy checks, it was confirmed that this was not a legal requirement.

It was agreed that it was not appropriate for the HR Administrator to give feedback to unsuccessful candidates for senior management positions. A&OD to discuss with the Chair of A&G and the HR and People Operations Manager.

JH

### **18.4 Roles and responsibilities of committee experts**

A discussion took place and it was agreed that another commercial expert would be beneficial for the F&R committee.

It was suggested that there may also be a need for a digital and communications sub-committee.

### **18.5 Buddying feedback**

Discussed under 14.2 above.

### **18.6 To note report from interim Executive meetings**

- Executive committee November 2019

- Executive committee January 2020

The minutes from interim Executive meetings were noted.

It was further noted that the format of Executive meetings was not fit for purpose and a review was currently a key piece of work for the President. It was suggested that officers hold a brainstorming session as their experience would be invaluable in developing the Executive structure and finding a solution.

**Officers**

**18.7 Student trustee appointment**

It was noted that one student trustee had been appointed and invited to attend this meeting, but had had a prior appointment.

**ANY OTHER BUSINESS**

None

**DATE AND TIME OF NEXT MEETING**

Thursday 18 June – 2.00-5.00 pm – venue to be arranged

Signature .....

Position .....

Date: