

Lancaster University Students' Union Trustee Board**Executive Summary of the meeting held Friday 11 October 2019**

Members Present | George Nuttall, Hannah Prydderch, Grishma Bijukumar, Bethan Morgan, Ben Evans and Lewis Marriott, Officer Trustees | Graeme Osborn and Amanda Chetwynd, External Trustees | Kathy New and Jenna Higham, Student Trustees

In Attendance | Claire Geddes, Chief Executive | Jane Morgan Jones, Financial Controller and Company Secretary | Misbah Ashraf, Head of Marketing & Organisational Development | Veronica Longmire, Executive Administrator [Minutes] | Michael Jason, Crowe UK LLP Auditors [item B1.] | Martin Ennis, Engagement Manager [item B4.]

TRUSTEES ONLY SESSION | presentation received on safeguarding delivered by Athena.

Professor Amanda Chetwynd was welcomed to the Board.

A. FORMAL BUSINESS

- A1. Declaration of Interests** | trustees present had received the CC3 document [The Essential Trustee] and noted that a Conflict of Interest was where a trustee perceived they could make personal gain or a relationship affected by a decision. No additional declarations of interest were raised and Graeme Osborn was welcomed as Vice-Chair.
- A2. Apologies** | received and noted.
- A3. Minutes of previous meeting** | held 21 June 2019 accepted as fair and accurate. Minutes of the extraordinary meeting of 22 August 2019 to be amended once amendments passed to the minutes-taker.
- A4. Matters arising from the minutes** | none raised.
- A5. Register of Attendance** | the attendance register for 18/19 would be checked and amended.
- A6. Decisions approved electronically since previous meeting** | included changes around Delegations to Press | Delegated Authority for Form RP1 | Appointment of a new Vice-Chair | Trustees' Report in Annual Report and Accounts for year ending 31 July 2019.

B. MATTERS FOR DISCUSSION REQUIRING FORMAL APPROVAL/ CONSENT

- B1. Annual Report and Financial Statements** | a Board meeting of the Services Companies had been held prior to this meeting and the auditor present explained the reasons behind audit findings and that the audit overview was there was a clean report. Nothing of significance to raise regarding the accounts although it was important for everyone to understand them. Noted that Finance & Risk Sub-Committee had identified work around cyber crime and work on this was underway. The annual report and accounts were signed off by Board.
- B2. Confidential**
- B3. Interpretation of Point 21.4 of the Articles of Association | Term of Office of Student Trustee** | noted that point stated that "A Student Trustee may serve a maximum of two consecutive terms" and this was inconsistent in that neither external trustees, nor full-time officer trustees terms limits had a 'consecutive' requirement. The matter had been referred to Board by the Governance Sub-Committee. Discussion included: the variable (one or two year) limit for individual terms | the inconsistency with other categories of trustee | the original intention of the Articles. Board's interpretation was that the term should be a maximum of two terms of one or two years, without the consecutive requirement. This should be used for future appointments and re-appointments, and the wording in the Articles of Association updated at the next opportunity.
- B4. Whistleblowing Policy** | noted that whistleblowing was a part of safeguarding | the expectation was that the organisation would have a whistleblowing officer | the University was not the whistleblowing body as defined in the Education Act. Clarity given around student staff noting that student staff were employed on ERS [Employment Recruitment Service] contracts. Believed further clarity was required regarding student staff | the differences around the legal position | potential detriment, and it was noted that further work with staff, officers, Trades Unions was required. Board approved the 'Raising Concerns and Whistleblowing Policy submitted on the understanding that competencies be explored in the event of further changes to the policy as a result legislation changes.
- B5. Health & Safety Annual Report** | questions invited from the Board | the report noted that: the Union anticipated an inspection by the University in 2020 | a rise in students engaging with the Sugar House | a significant reduction in the number of ejections from the venue | the attendance of an ambulance was classified as a major incident | licensing matters were raised by the Police | an increase in verbal / physical / aggressive behaviour and possession of drugs [resulting from searches on entering] | report would be submitted to University committees. Board approved the annual report.
- B6. Trustee Recruitment** | 'Now Give Something Back' were due to commence a recruitment drive | Peridot Partners provided a more expensive service and had previously recruited on behalf of the Union | the potential referendum as a result of the current petition on the composition of Board | the belief it was

important for both external and student trustee vacancies to be filled | that when the Trustee Board was established the requirement was that the majority should be non-paid | 'reasonable efforts' should be undertaken to fill vacancies. Concerns were raised around financing the recruitment drive and it was noted that although a budget had been set funding further expenditure was possible if required | potential risks around non-recruitment | the lack of financial expertise on the Board | the end of term of office of current student trustees. The Chair indicated his reservations around the mistrust of the Union, the petition and how the matters could be harmonised. The Vice-Chair stated that a one-year term for student trustees could work but it was important to demonstrate that students' interests and voice were being taken seriously by filling the student trustee roles and ensure all information was communicated to the student body. A [written] vote was taken on the proposal to replace student and external trustees on the Board. The proposal was accepted.

- B7. NUS Affiliation** | included within Chief Executive's report.
- B8. Sugar House** | an update and proposal was put forward. The Board voted to suspend any negotiations until the outcome of the referendum was known.
- B9. Minutes for Approval** | Board approved minutes submitted.

C. MATTERS FOR DISCUSSION

- C1. Chair's report** | no report due to time constraints.
- C2. Chief Executive's Report** | report taken as read. The following item was raised:
Grant funding another organisation which is not a charity [NUS] | Board noted that NUS had published its manifesto and Plan of Action 2019/20 and trustees were asked if they were 'satisfied that the grant to NUS of £36k was commensurate with the Lancaster University Students' Union charitable purpose'. Board agreed the grant was commensurate with the Lancaster University Students' Union charitable purpose.
- C3. Safeguarding Update** | document submitted noted.
- C4. Strategic Risk Register** | the risk profile was distorted due to a number of matters being in abeyance | the question around whether all officers should have responsibility for oversight of the risk – 'inability to manage students expectations' was to be further discussed by the Leadership Group.
- C5. Student Trustees | items for discussion**
- C5.1** Student Activities and Events Reserves | after discussion it was agreed that the student trustees would form a proposal for funding further events / activities, for consideration.
- C5.2** Doctoral Academy | noted that issues had arisen and would affect postgraduate teaching assistants and that whilst undertakings had been given regarding this there continued to be a lack of information. Action identified.

D. MATTERS FOR INFORMATION only

- D1. Health & Safety / Wellbeing Group** | approved and unapproved minutes noted.
- D2. Financial Strategy** | updated document submitted to Board for information purposes.
- D3. Commercial Groups Minutes of Retail** | Sugar House | SU Living | Marketing and meeting cancellations noted.

E. ADDITIONAL AND FUTURE BUSINESS

- E1. Forward Schedule of Business** | Away Days yet to be scheduled.
- E2. Date and Time of next meeting** | Friday 17 January 2020 with trustees only session followed by formal business.
- E3. Any Other Business** | Referendum | clarification requested as to whether officers should take a stance. If so, there should be clear / explicit information that officers were taking part as officers and were not involved as Trustees. Board should agree the information to be circulated | a request could be made for trustees to attend but could not be compelled to. Action identified.
Potential General Election | Trustees were asked to read the information contained within the Chief Executive's report | that declarations of interest would become more significant | that any declarations should be flagged.