

Paper Title:	<b>Minutes to Board of Trustees Meeting, 4<sup>th</sup> February 2020</b>
Author/s:	Ann Binks
Date:	27 <sup>th</sup> February 2020

Topic and Purpose of the paper in brief:	Record of meeting of Board of Trustees.
Key Points from the Paper (5 maximum):	Agenda highlights... <ol style="list-style-type: none"> <li>1. CEO Report</li> <li>2. MOU</li> <li>3. NUS Affiliation</li> <li>4. Exec Team Priorities</li> <li>5. KPI's</li> </ol>
List data or information sources:	Board paperwork
Please tick box if this paper refers to any one of the following:	<input checked="" type="checkbox"/> A standing agenda item (or periodic planned item) <input type="checkbox"/> The Strategic Plan or Strategic Action Plan <input type="checkbox"/> An emerging priority or issue
<p>To what extent could the outcome of this paper affect the inclusiveness of the SU and the accessibility of the SU in respect to promoting equality, diversity and mitigating barriers to equitable engagement with the students' union?</p> <p>Board is the strategic, governing body of the SU from a legal and administrative perspective and therefore business directly relates to the SU's strategies to promote equality and diversity and provide an accessible, inclusive membership organisation.</p>	
Is this paper:	<input type="checkbox"/> For decision or approval <input checked="" type="checkbox"/> For information and acknowledgement



## CONFIDENTIAL

### 4<sup>th</sup> February 2020 Board of Trustees Minutes of Meeting

Note:

Confidential content, which will not be made public, is indicated in *red coloured text*. Trustees should raise any items in black that may be too sensitive for public reporting; similarly, any matters considered suitable for public reporting that are *marked in red*/marked confidential and non-public, can be raised with the CEO/President and/or discussed in a Trustee meeting. Sub-Committee minutes are largely withheld from public reports.

<b>Present:</b>	Liam Bloomfield Tania Struetzel Dhrupal Patel Yee-Man Ngai Reece Hawkings Amanda Dimande Daisie Johnson Daniel Login	Chair and President External Trustee External Trustee Student Trustee VP Equality VP Union Development VP Education External Trustee
<b>Attending:</b>	Mark McCormack Ann Binks (minute taker)	CEO Head of Finance and Resources
<b>Apologies:</b>	Tim Stone Sam Naz Lisa Roerig Amy McLaughlan	External Trustee Student Trustee Head of Marketing, Communications & Business Development Head of Membership Services & Engagement
<b>Date</b>	04/02/2020, 5.30-7.45pm	
<b>Location</b>	Luton Campus	

#### 1. Welcome, Introductions and Apologies

The Chair welcomed everyone and noted apologies received.

#### 2. Minutes of the Previous Meeting

The minutes of the previous meeting held on 28 October 2019 were agreed.

#### 3. Conflicts of interest

Mark McCormack advised of personal involvement in discussion on CEO management arrangements. Any Executive Officer capable of re-standing in election and with intention to do so was conflicted in any discussion on Executive Officer benefits, which was due to arise in the meeting.

#### **4. Matters Arising/Outstanding Actions**

The line-managing trustees had been actioned to discuss changes to the CEO's objectives with the CEO and take forward. The agenda and HR Sub-Committee minutes responded to this matter.

The layout to the KPI's had been revised followed discussion/action from previous meeting.

As referenced in the CEO Report, the University had delayed development of its next strategic plan; this responded to an action to bring the topic of strategic planning to the University's most senior management committee.

The risk register had been revised to add "Failure to attract and retain quality staff and provision of effective representation"; upgraded from low to medium risk.

The CEO updated the Board on research into Board administration. The task had been more challenging than expected and would not be ready for reporting back until the next Board.

The recently appointed External Trustee had been appointed to a sub-committee (Dhruval Patel appointed to HR Committee).

No paper had been produced relating to a formal process of external trustees mentoring Executive trustees. The CEO reported: discussions had taken place with the Executive Team.

The WonkeHE subscription service had yet to be discussed at SLT since it was last considered by SLT; and the SU's staff post, Policy and Campaigns Coordinator, had been circulating regular policy briefings to staff and officers. There was minimal appetite at present, however the value of the subscription would be reviewed in due course.

Board & Committee meeting dates had been circulated.

#### **5. CEO Report**

The CEO report was summarised for the Board:

- Beds SU had established a Raising & Giving society. The Union began fundraising efforts for Anti-Slavery International (<https://www.antislavery.org>).
- The reach of SU communications has been growing, especially since the replenishing of staff in the department after a period of vacancy. The year-to-date KPI paper reports 57.4k website visitors in the year so far, an increase of 47% on the same period last year.
- The Life at Beds Survey, which contributes to research for the strategic plan and the funded Campus Development Project, attracted near 1,500 respondents.
- 147 Reps have been elected to the (updated) 377 positions available (39%) as at mid-January.
- To mid-January, 241 cases have been opened in the Advice Service (an increase of 29.6% on last year) and 180 enquiries handled (31.4% up on last year).
- There had been two meetings of Union Parliament since its introduction in October. Both Parliament meetings were live streamed.

- The Student Leadership Elections had begun.
- The weekly Wednesday club-night offering in the Metro Bar and Kitchen saw a drop in student attendance; themed one-off events had replaced the regular event.
- The Union is currently forecasting a surplus for the year-end (against budget).
- The SU achieved iIP Silver in its reaccreditation, with 62% of indicators rated “Advanced”
- Manager roles had been appointed, and the Academic Rep Coordinator roleholder had submitted notice.
- LinkedIn Learning, an online training platform, was being trialled with staff.
- A staff Christmas Party and Winter Conference were both held either side of the festive break.
- A new Equality and Diversity Working Group had resumed since the appointment of a new E&D Champion.
- Rosalind Lowe, the University-Appointed Trustee, is no longer eligible. The University’s Governors have been asked to nominate a replacement in line with the skills matrix.
- The Vice Chancellor, Bill Rammell, retired at the end of December 2019 and an interim, Professor Rebecca Bunting, started in post in the New Year. A permanent appointment is expected by end of year.
- The Interim VC will not be developing a new strategic plan for the University.
- Student recruitment at the Uni continues to perform beyond expectations.

The Board discussed the CEO report and were concerned about any possible consequences that the change in the leadership at the University might have on the Union.

The Board were advised that the University SLT had appeared in flux in the context of the previous six months, with half the UOB VCEG leaving. Some new, interim appointments were embedding into their roles, and the CEO acknowledged SU-Uni networks would need to be re-established. Currently it was uncertain the direction the University would take.

The Board **agreed** that the Union should still proceed with a new strategy as it could be up to three years before the University developed a new strategic plan. Although they realised the strategy might have to change if was not in synergy with the UOB plan.

**Action** To recirculate the strategic plan time highlighting where trustees and stakeholders have the opportunity to input into the plan.

Trustees had expressed their concerns regarding a purposed increase in the Executive Officers remuneration at the HR committee and they were asked to share their concerns with the rest of the Board.

What was our rationale behind the increase? Executive salaries should be matched into current staff salary bands. The current exec salary is £19.2k and most postgraduate jobs were around £21k. If the pay was increased would it attract more students to stand? However if it didn’t attract more students to stand in elections what would the rationale behind the pay rise be?

Currently it was just an assumption that more students would stand for election if the salary was increased. More research needed to be done; it was noted the salary was not

comparable with available data across the sector, but the trustees had more questions than answers about the matter, in particular whether there were other barriers to student engagement in elections and whether the issue of remuneration was related to this. Separate the issues

The Board **agreed** to defer the decision regarding Exec salary until later in the year, and requested a separation of the issues raised (in order to aid discussion).

### **5.1 CEO Line-Management Meeting**

The CEO is line-managed by the President and Vice Chair of the Board. One-to-one [format] line-management meetings occur between the Board meeting dates. The trustees received a record of the December meeting. Key discussion points had included: the timing of the CEO annual appraisal; the departure of a long-standing Vice Chancellor and appointment of Interim, which had unsettled plans for the coming year; and, all objectives were in progress.

### **5.2 CEO Objectives**

The trustees had resolved to undertake some due diligence into their oversight of CEO performance. The due diligence and ensuing feedback was outlined with recommendations; a revised version of the CEO Objectives were presented for discussion and approval.

The Board noted their thanks and appreciation to the external reviewers.

A CEO Management Framework had subsequently been approved by the HR Sub-Committee. The trustees were asked to reconsider the CEO objectives in light of feedback received.

The Board noted the CEO's one-year anniversary and thanked them for all work they had done so far, with a particular note to their work on Governance and the People strategy.

**Action** Circulate the dates that the CEO line management meeting are scheduled for so that other members of the board can feed into it if they so wish.

The Board reviewed the changed objectives and felt that they reflected that the CEO was strategically leading the organisation.

The CEO advised that they had wanted to set targets that were achievable. The Board asked if the current figure relating to staff morale is known. The board wanted to know annually what the staff are thinking and were advised that they get annual feed back from the staff surveyor.

The Board **approved** the changes to the CEO objectives.

**Action** a version of the CEO Objectives without the tracked changes is to be circulated to The Board.

**Action** The CEO is to discuss with TS the process for a 360 review of CEO.



The Board also decided that the incoming and outgoing President should share the CEO's final appraisal meeting of the year.

### **5.3 Block Grant Strategy**

The University of Bedfordshire ("University") provides recurrent funding to Beds SU. It is referred to as a "Block Grant", and was gifted on receipt of a submission proposal developed by the CEO. The trustees were asked to discuss a strategy for the forthcoming submission due in March.

Much of the SU's focus in the past year, and its emerging priorities, aimed to affect poor areas of the student experience, as well as improve representation and student experiences from those under-represented. These were hoped to configure in any proposal. Change in University leadership had left the SU in an uncertain position as to the funding commitment that can be expected, however the CEO did not consider its funding level to be at risk; the uncertainty may affect any additional requests or change to the existing funding arrangement.

The Trustees discussed the paper and the emerging funding priorities of the SU, considering the local political context.

The current strategy is to ask for our current level of funding plus. The Union did not wish to request funding that the University would not be minded to grant; the SU's strategic priorities should be addressed in any submission.

The Board had concerns about developing the block grant request before the Union's new strategy has been developed but realised the Block Grant request had to be submitted in March.

**Action** The Block grant submission is to be circulated to The Board via email when it has been prepared.

## **6. Executive Team Priorities Report**

The Board were provided with an action plan document of the Executive Officers' priorities and plans.

Each executive highlighted an area they are focusing on:

- VP Union Development: To get more students to attend focus groups
- VP Equalities: Evident study hub engagement to get more resources for the study hub.
- VP Education: Getting more Academic rep in place by next year.
- President: There does not appear to be a 'big buzz' around elections so working on getting that changed.

The Board felt that more should be put into the impact column on the report, as many of the Executives actions achieved would have had a positive impact on students. They also pointed out that the report contained spelling mistakes and typo errors.



## 7. Union KPIs

Key Performance Indicators (KPI's) had been set in October and since revised following discussion by the Trustees. A paper provided an update to board members to the performance of Beds SU service against KPIs agreed. The paper identified good progress across all areas, however some challenges existed with engaging student and staff with new Academic Reps system. Positive performances to date included financial targets and communications monitoring; whilst improvements in membership indicators had occurred, indicators were below those hoped for.

It was noted that there had been a 27% increase in Advice work cases. There are fewer Academic rep positions, yet a higher number of courses represented. Societies are looking positive even if the number of students engaged did not hit monitoring targets. The Board queried the decrease in the number of emails being opened and were advised that more students are being emailed so a drop in opening rate should be expected.

### 7.1 Receive Impact Report

The impact report was received and noted. The Board advised that they were happy with the progress the Union was making.

## 8. Strategic Action Plan

The CEO updated the trustees on the development of the strategic plan from 2020 onwards. The Strategic action plan had been discussed during the CEO report.

## 9. Risk Register

A paper was presented for the regular review of organisational risks by the trustees. The paper included one newly identified risk and two existing risks, which had been raised in their risk profile: Risk of HMRC prosecution/unfavourable ruling relating to Catering VAT concession; failure to attract and retain quality staff/officers; and the provision of effective representation due to challenges in Academic Rep recruitment. Significant changes in University leadership and SU allies is also identified in the register.

The Board noted and **agreed** the changes to the Risk register.

## 10. Finance Sub-Committee

The Board were given a verbal summary of the Finance Committee meeting. Full minutes of the sub-committee, held on 23<sup>rd</sup> January and were noted in the meeting.

	<p><b>CONFIDENTIAL</b> <b>23<sup>rd</sup> January 2020</b> <b>Finance Sub-Committee Meeting</b>  <b>Luton Campus 17.30 to 18.45</b></p>
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<b>Present:</b>	<table> <tr> <td>Daniel Login</td> <td>External Trustee</td> </tr> <tr> <td>Tim Stone</td> <td>External Trustee</td> </tr> <tr> <td>Liam Bloomfield (Chair)</td> <td>President</td> </tr> <tr> <td>Daisie Johnson</td> <td>VP Education</td> </tr> <tr> <td>Ann Binks (Minute taker)</td> <td>Head of Finance &amp; Resources</td> </tr> <tr> <td>Mark McCormack</td> <td>CEO</td> </tr> <tr> <td>Amy McLaughlan</td> <td>Head of Membership &amp; Engagement</td> </tr> <tr> <td>Lisa Roerig</td> <td>Head of Marketing, Comms. &amp; Bus. Dev.</td> </tr> </table>	Daniel Login	External Trustee	Tim Stone	External Trustee	Liam Bloomfield (Chair)	President	Daisie Johnson	VP Education	Ann Binks (Minute taker)	Head of Finance & Resources	Mark McCormack	CEO	Amy McLaughlan	Head of Membership & Engagement	Lisa Roerig	Head of Marketing, Comms. & Bus. Dev.
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<b>1.</b>	<p><b>Welcome, Introductions and Apologies</b></p> <p>The Chair welcomed everyone. Apologies were received from:          Marcus Woolley – University Place          Rhoda Le-Talleg – University Place</p>																
<b>2.</b>	<p><b>Minutes of the Previous Meeting</b></p> <p>The minutes of the previous meeting, 28 October 2019, were agreed.</p>																
<b>3.</b>	<p><b>Conflicts of interest</b></p> <p>There were no conflicts of interest recorded.</p>																
<b>4.</b>	<p><b>Matters Arising/Outstanding Actions</b></p> <p>All Matters Arising were contained within the agenda.</p>																

## 11. Human Resources Sub-Committee

The Board were given a verbal summary of the Human Resources Committee meeting. Full minutes of the sub-committee, held on 21<sup>st</sup> January and were noted in the meeting.

	<p><b>21<sup>st</sup> January 2020</b>  <b>Human Resources Sub-Committee</b></p> <p><b>17.30 – 19.30</b>  <b>Luton Campus</b></p>													
<b>Present:</b>	<table> <tr> <td>Liam Bloomfield</td> <td>Chair/President</td> </tr> <tr> <td>Tania Struetzel</td> <td>External Trustee</td> </tr> <tr> <td>Reece Hawkins</td> <td>VP Equality</td> </tr> <tr> <td>Amanda Dimande</td> <td>VP Union Development</td> </tr> </table> <p>In attendance:</p> <table> <tr> <td>Mark McCormack</td> <td>CEO</td> </tr> <tr> <td>Ann Binks (minute taker)</td> <td>Head of Finance &amp; Resources</td> </tr> </table>	Liam Bloomfield	Chair/President	Tania Struetzel	External Trustee	Reece Hawkins	VP Equality	Amanda Dimande	VP Union Development	Mark McCormack	CEO	Ann Binks (minute taker)	Head of Finance & Resources	
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	<p>Amy McLaughlan                      Head of Membership Services &amp; Engagement          Lisa Roerig                              Head of Marketing &amp; Communications</p>
	<b>Item</b>
<b>1.</b>	<p><b>Welcome, Introductions and Apologies</b></p> <p>The Chair welcomed everyone.</p> <p>Apologies received from Cathy Abu, University Place. No apologies received from Abigail Marsden, community representative.</p>
<b>2.</b>	<p><b>Minutes of the Previous Meeting</b></p> <p>The minutes of the previous meeting held on 28 October 2019 agreed as accurate and correct.</p>
<b>3.</b>	<p><b>Conflicts of interest</b></p> <p>There were two conflicts of interest recorded (one at this item; another further into the meeting):          Amanda Dimande was considering re-standing as an Executive Officer and therefore there could be a conflicted of interest during the discussion on Executive Officer pay or benefits. To be noted; and excluded from any decision-making at item.</p> <p>Mark McCormack holds the position of CEO; the CEO Management Framework was up for discussion and approval; the conflict noted but acknowledged Mark had been involved in the process of drafting the Framework, which had then received external insight direct to an External trustee, which largely informed the agenda item.</p>
<b>4.</b>	<p><b>Matters Arising/Outstanding Actions</b></p> <p>The Action Log reviewed; all actions had corresponding business items in the agenda because of action completed.</p> <p><b>ACTION</b> The Committee asked that the Action Log be revised, in all future meetings, to show the person responsible and a timeframe for each action.</p> <p><b>- Elections Conduct Policy</b></p> <p>At the last meeting the Committee requested additions to the Elections Conduct Policy; it had since been amended to reflect the discussed changes and then presented for approval.</p> <p>The Committee discussed another practice, common each year that was not reflected in a formal policy: that of current Exec Officers taking annual leave during any campaigning period to ensure appropriate separation of</p>

	<p>employee/work duties and campaigning duties. It is common practice that incumbent candidates would take a period of leave of absence from employment. It was also a discretionary practice to permit incumbent candidates, from time to time, to engage in Executive work during a campaigning period if that work was in the interests of the SU <i>and</i> did not pose a clear advantage to that candidate over non-incumbent candidates (e.g. could not be student-facing representative work).</p> <p>The Committee agreed the policy would be revised to reflect this practice, but retain some flexibility that allows for non-student-facing work, of seeming priority to the wider organisation, to be undertaken with discretion and sensitivity.</p> <p><b>ACTION</b> Revise policy again to reflect that executive will be expected to take leave; no student-facing work.</p>
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### 13. Memorandum of Understanding

A paper was presented to introduce the item. Beds SU and the University of Bedfordshire have entwined interests as organisations; a Memorandum of Understanding is in place, which seeks to govern the partnership. The MoU was in the process of being reviewed, and a first draft was presented to the trustees for discussion.

The Beds SU CEO and SU President had met to discuss changing the MoU to improve the visibility and reach of partnership-working beyond the senior levels of the University. A new format was presented for consideration along with new and revised clauses, and reordering of content. An annotated version of the existing 2015 draft was also appended; followed by a new, 2020 draft. The Trustees were asked to consider the changes being proposed feedback and discuss; the University had yet to be engaged on the proposed changes, and the trustees would receive updates on the review in due course.

The existing MoU had been very regimented and it was proposed that the new MoU is split into two, one front facing and principle led; the other a set of terms. The MoU would also be 'stylised' so it was a document that students can relate to. The Interim VC was very keen to get the new MoU developed soon.

The Board **agreed** to adopt the new MoU and to take it to the UOB to see if they wanted to make any changes to it.

### 14. NUS Affiliation/Grants to Non-Charities

The trustees received an introductory paper outlining the item. Beds SU is a member of the National Union of Students (NUS); it pays an affiliation fee to NUS to become a member. The trustees were asked to review the payment and accountability of such payment.

NUS had advised unions to treat the affiliation fee as a grant, which required trustees to review the purpose, risks and systems of control and management of the grant annually. The CEO



disagreed with NUS' view; contending it not a grant, however saw an annual review of the affiliation fee and NUS' value proposition as a worthy exercise in trustee accountability.

A range of monitoring methods were referenced, which sought to demonstrate how Beds SU engages with NUS as both a member and financial stakeholder. The trustees were invited to note the report, discuss and indicate the extent of satisfaction with the legitimacy of the affiliation fee payment to NUS.

The new NUS model was discussed. The affiliation fee ran from August to July. It was a membership decision whether or not the Union remained affiliated with the NUS but The Board felt that the link back to NUS should be advertised more widely as well as any benefits to being affiliated with the NUS,

The Board **agreed** the payment of the affiliation fee.

## **15. Governance**

### **15.1 University-appointed Trustee**

A discussion had taken place during the HR committee whether the new University trustee should be a member of the UOB staff or a UOB Governor.

A report of the Union's expectations regarding a University trustee on the Union's Board will be submitted to the Board of Governors.

### **15.2 Sub-committee membership**

Dhrupal Patel had been approved as an External Trustee by the Union Parliament on the 15<sup>th</sup> October 2019.

The Board **agreed** that Dhrupal Patel should join the Board as an external trustee. It was also **agreed** that Dhrupal should join the HR subcommittee.

The CEO advised that a Student Trustee appointment would soon be necessary. Board were also advised that Tim Stone was in his final term of office as External Trustee and a plan around succession planning could be beneficial in the coming year.

## **16. Policy Log**

There were no policies to discuss or note at the meeting; policies for review had been deferred to future meetings.

## **17. Any Other Business**

The Board did not have any AOB.

**Meeting Ends**

**Date of next meeting: Wednesday 08 April 2020, 5.30pm-7.30pm.  
Luton.**