

Paper Title:	Minutes to Board of Trustees Meeting, 30 April 2020
Author/s:	Ann Binks
Date:	6 th May 2020

Topic and Purpose of the paper in brief:	Record of meeting of Board of Trustees.
Key Points from the Paper (5 maximum):	<ol style="list-style-type: none"> 1. Board largely considered the impacts of the continuing Covid-19 Pandemic upon the organisation, its day-to-day, ongoing charitable mission and future activities. 2. The Risk Register was consequently reviewed and budget implications discussed and plans agreed. 3. The forthcoming Strategic Plan, 2020+, was delayed until 2021. 4. The trustees discussed student engagement in the SU's Leadership Elections and concerns raised regarding the diversity of officer teams and culture of leadership. 5. Operational areas of the SU's activity were also, as standing items, reviewed, as well as the SU's governing structure.
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 checked="" type="checkbox"/> For decision or approval <input checked="" type="checkbox"/> For information and acknowledgement



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**30 April 2020
Board of Trustees
Minutes of Meeting**

Present:	Liam Bloomfield Tania Struetzel Dhrupal Patel Tim Stone Daniel Login Reece Hawkings Amanda Dimande Daisie Johnson	Chair and President External Trustee External Trustee External Trustee External Trustee VP Equality VP Union Development VP Education
Attending:	Mark McCormack Ann Binks (minute taker) Lisa Roerig	CEO Head of Finance and Resources Head of Marketing, Communications and Business Development
Apologies:	Sam Naz Amy McLaughlan Yee-Man Ngai	Student Trustee Head of Membership Services & Engagement Student Trustee
Date	30/04/2020, 5.30-7.45pm	
Location	Whereby.com (virtual)	

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 04 February 2020 were agreed.

3. Conflicts of interest

Mark McCormack advised of indirect personal conflicts from staff attendees in relation to items discussing the possible long-term impacts of the Covid-19 pandemic. The CEO was conflicted in discussion regarding their objectives and the monitoring of the role's performance.

4. Matters Arising/Outstanding Actions

The cost of an external administration to be determined and presented to The Board; explore the possibility of a member of UOB staff acting as an administrator.
Carry Forward.

<p>To recirculate to The Board the strategic plan time line highlighting where trustees and stakeholders have the opportunity to input into the plan. Included in the papers.</p>
<p>Circulate to The Board the dates that the CEO line management meeting are scheduled for, so that other members of The Board can feed into the review if they so wish. Carry Forward</p>
<p>Circulate to The Board a version of the CEO objectives without the tracked changes. Now included in Board paperwork as Standing Item; action not complete but expired.</p>
<p>TS and MM to discuss the process for a 360 review of the CEO Costings of 360 review to be forwarded to TS</p>
<p>When the Block grant submission has been prepared it is to be circulated to The Board via email Circulated</p>

5. CEO Report

The CEO report was summarised for the Board:

- Society membership at the end of March had increased 3% on year. 140 nominations received for Beds SU Student Awards.
- 2020 staff survey results positive overall with turnarounds in many results since 2019 and indicators of higher morale and a positively developing working culture. Development areas from included poor performance being addressed and, whilst not pressured to, many staff indicated they worked more than contracted to.
- NUS Conference took place online. All SU delegates, elected in March, attended.
- Dr Sue Pember has been appointed as the University Appointed Trustee at Beds SU.
- Advice cases continue to rise year-on-year.
- The lockdown has had a significant impact on participation in the SU from students.
- Low numbers of Academic Reps are expected to be elected in April/May.
- The SU experienced a suspected data breach in March. Corrective action undertaken.
- Progress on the SU's Strategic Action Plan (SAP) stalled somewhat during 2nd term.
- Commercial and front-facing staff have agreed to be placed on Furlough.
- The SU Leadership Elections took place in in February and March. There were initially 21 candidates and turnout was 12.5%. A handful of complaints were received.
- Since the last Board meeting the SU has welcomed a new Academic Representation Coordinator.
- University has begun consulting on the recruitment of a new Vice Chancellor. The Exec have inputted. SU staff has also been invited to email in comments to the recruiters.
- The CEO/President forms part of the University's Covid-19 Planning group.



- Economic impacts of covid-19 have impacted upon previously reported forecasts. Financial forecasts for current year remain positive. Budgetary forecasts for the coming year look challenging. University has cautioned the SU on its funding proposals.

The CEO reported to The Board that it was important that students acknowledge that the Union was still representing them. Students were still contacting the Union with various issues mainly through Be Heard.

The Academic Reps election closes tomorrow and unfortunately, engagement had been low with just over two nominations received so far for over 100 Rep positions. While COVID-19 would have been expected to affect the number of nominations received it probably does not totally account for the low engagement levels, Societies are still engaging with the Union. 'Off line' conversation will start with the University tomorrow to try to ascertain where the problem lies.

The Staff survey results were also highlighted and a full report was in the CEO Report. The Board were asked to give their feedback on the level that they felt the CEO reports were pitched at to ensure they weren't too operational.

The CEO also wanted to give his thanks to Ann and Lisa. Due to good financial management even in the current climate, Beds SU was forecasted to finish the yearend in a healthy financial position and MarComms had been excellent in getting messages out quickly and effectively. The last few months had been challenging but having a solid SLT had made them easier.

The Board thanked the CEO for all his hard work. The queried and then noted a suspected data breach that; no follow-up required.

The Board asked how staff are being managed while working from home. They were advised that the current management structure is being fully utilised with a loose team organisation structure in place to deal with enquiries. Group meetings were also being held online and #Slack was now a very important communications tool.

The Board stated that representation was at the heart of a Union and that engagement with students had been a problem for a while, was this a sufficient priority? The Board were advised that although the VC takes representation very seriously, unfortunately senior staff at the University tend to see the promotion of Academic reps as 'helping' the Union rather than something they should be doing. Students are just not hearing about the Academic rep positions in the classroom.

The Board agreed that the University needs to 'buy in' more into democracy and that it was even more important in the current climate to have a good functioning Rep system and any current spare capacity should be directed to this area.

Action: The Rep system should be the Unions main priority and staffing capacity across the SU should be directed into this area.

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 March meeting. Key discussion points had included: workload concerns and some sensitive private matters that were adding to an already tense period with the emerging Covid-19 pandemic; staff, in particular SLT, were being incredibly supportive. Implications of the coronavirus situation were discussed. All objectives were in progress.

The President felt that the 1:1 meetings were productive. The CEO and trustees discussed that there needed to be sufficient balance between 'being hands on', such as taking on additional management capacity and supporting the organisation's emerging operational challenges as well as strategic, and being strategic. The risk of the CEO being drawn away from strategic management was discussed. A CEO is employed to make the strategic decisions and it was stressed that this continue to be an ongoing reflection topic, as it was, in 1-1 meetings.

The next 1:1 is scheduled for 14 May.

5.2 CEO Objectives

The Board received a report on progress of the CEO's work plan. CEO progress against objectives is monitored by specific trustees tasked with that purpose, however Board received a copy at every meeting with some notes on their progress.

Objectives presented showed varying levels of progress. The disruptions to the year caused by turnover of senior staff in the University and delays in strategic planning have affected the progress on some objectives, as previously noted. Trustees had been invited to consider the report in tandem with wider paperwork for the meeting, which addressed a range of strategic concerns.

The CEO advised that due to COVID-19 and the Academic Rep problem some of the objectives would probably change in May.

The Board queried how the Appraisal cycle of the rest of the staffing group fitted in with the objectives. They were advised that the objectives were aligned with the departmental objectives, which in turn were aligned with the personal objectives set for individual staff during the appraisal process.

5.3 Strategic Plan Discussion

The CEO has been working towards a strategic planning timetable to deliver on a new strategic plan for the organisation, expected in September 2020.

Membership insight has informed the emergence of trends, likely to form part of the plan.

Initial disruption to the development of the plan occurred as a long-serving Vice Chancellor departed the University in the final year of the University's strategic plan, which is aligned with that of Beds SU. Covid-19 has disrupted plans further, with significant financial risks to the organisation, widespread uncertainty and upheaval to the operations of the SU.

The CEO recommended delaying the strategic timeline by six months, with a new plan expected to launch by March 2021. The delay would allow the SU to better appreciate the knock on impacts of the Covid-19 crisis on the SU's future ambitions and capability. Further, the delay would allow organisational development in some key areas – digital delivery and political leadership structure – in preparation for the March 2021 plan.

The Board were advised that if the Strategic Plan was pushed back by six months it would not mean that the Union would not be progressing during this time. Since COVID19 the Union is adapting very fast and delivering more and more online.

The Board agreed that it was sensible to keep the Strategic Plan timeline under review in the current situation and agreed to delay the development of the plan as recommended.

6. Executive Team Priorities Report

The Board were provided with an overview the Executive Officers' priorities and progress against these.

- Update from VP Education: update covered work in support of online exams; term 3 Academic Rep and Student Voice champion elections; and campaign against Campus Living Villages.
- Update from VP Union Development: chairing the Strategic Review of Careers; working towards getting more of our active societies accredited in Beds SU societies scheme; work on BAME attainment gap.
- Update from VP Equality: regular meetings with representatives from the study hub; policy proposal for Definitions of disability and discrimination; and, interacting with students through the whole lockdown process.
- Update from President: MOU; VC Recruitment; Coronavirus.

The VP for Education advised that there had been a development on the CLV issue since the report had been written. The most recent correspondence received from CLV states that the University is not willing to offer any assistance and so they are unable to. All the Unions letters and responses received so far been published for the students to see, however due to the sensitive nature of the last letter received this has not been published yet.

The VP for Union development advised that they had been struggling all year with student engagement.

The VP for Equalities advised that they were still working on a policy proposal how Beds SU define disability. When this is completed, it will go to Union Parliament but currently is still in the process of engaging with students and collecting case studies. Dhruval Patel offered their support as they have a great deal of experience in this area.

The President advised that they had been feeling 'locked out' of the University's decision-making process, as emergency meetings have been held daily but the Union has not been



invited to attend them. However, he has spoken to the VC and was now feeling more in the 'loop'. The President and VP for Education has been involved with the University's scenario planning. There is a meeting planned with the University in June and it would be a good idea for the new Executive officers to attend this.

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 Union KPI's were taken as read and The Board were asked if they had any questions.

Further information was requested on the 500 exit letters sent from the University to students which is reported under Be Supported. **ACTION** The Advice Manager will be consulted and the Board will be supplied with further information regarding this matter.

The Board queried what criteria was used to report an Advice case as closed. They were advised that the general accepted rule is that a case is closed when the student stops coming to see Advice. Cases are followed up once a month and if they don't respond within a month the case is closed. However, some cases can be shut within a couple of weeks for example if the appeal has been closed. They are varying views of when a case should be closed but they are usually closed within two months.

8. Strategic Action Plan (SAP)

The CEO updated the trustees on the development of the strategic plan from 2020 onwards.

The SAP broke down goals and actions attached to the strategic plan, in place since the Autumn and running to end of 2020. SAP showed varied progress against goals; a common observation is that goals expect to be met, but not to the measure initially set. The main barriers to achieving measures appear to be: low engagement with/from the membership; and emerging impacts of Coronavirus.

The CEO advised the Board that as they can see a lot of work has been done on the plan and staff should feel pleased how it is being progressed. The work plans regarding some objectives that are currently marked in Amber might have to be altered due to the current situation created by COVID19.

9. Risk Register

A paper was presented for the regular review of organisational risks by the trustees.

The paper included changes: risks emerging from the global Covid-19 pandemic were added and affect all high risk areas.

ACTION The Board felt that the failure to attract the required number of Academic Reps was



a big Risk to the organisation and should be categorised as a major Risk.

10. Finance Sub-Committee

The Board were given a verbal summary of the Finance Committee meeting. Headline discussion points included:

1. The 2019 year-end accounts were presented by and with the charity auditors.
2. The 2019 accounts were approved to be signed.
3. An above-budget surplus was presented for the current year end and the committee discussed/noted the charity's annual funding proposal to the University.
4. The emerging issue of Covid-19 was discussed, with SU venues due to suspend operations.
5. New valuations of the SU's pension liability had been received to take effect later in 2021.

Full minutes of the sub-committee, held 16 March were noted/agreed in the meeting.

11. Human Resources Sub-Committee

The Board were given a verbal summary of the Human Resources Committee meeting.

Headline discussion points were:

1. The committee discussed Executive Officer pay and agreed to raise pay to the mean level outside London.
2. The annual staff survey results were received, discussed and revisions to the People Plan identified.
3. The CEO brought a discussion on pension contributions at the SU for staff, however this was deferred in light of financial concerns re: Covid-19 global pandemic and predicted downturn.

Full minutes of the sub-committee, held on 08 April were noted/agreed in the meeting.

As had been recommended in the sub-committee in an item considering Exec Officer pay thresholds (with a subsequent recommendation to raise pay by £80 to reach median 2020 levels), Board agreed that in the current situation it would not be wise to increase the Officers pay by any more than £80 pa to bring them in line with the National average salary for Executive officers.

The Board asked about the staff annual leave allowance. They were advised that due to the Governments temporary changed to the Working Time Directive staff have been advised that they were able to carry over ten days annual leave, rather than the five days that was currently stated in the Unions HR policy. The Board agreed that this was a reasonable approach.

12. Discussion on Organisational Impacts of Covid-19

A paper gave an overview of organisational developments and concerns relating to the Covid-19 pandemic; it clarified actions undertaken by SLT in managing the organisation throughout. It included areas of concern internally within the SU and externally, with upcoming challenges faced by the University. The paper identified five challenges going forward:

- Sustained economic inactivity, followed by a foreseeable period of economic downturn, will severely affect the business operations of the students' union.
- Further lockdown/s are to be expected and/or a return to physical, on-site operations may not be possible for a period of up to six months or even longer.
- SU venues should expect to remain closed or in reduced operations until at least the end of the calendar year.
- The University will experience a significant drop in student numbers, which will test its financial resilience.
- The SU should prepare to support students in an online capacity for the coming six months, which will include the Welcome/Freshers period and Exec induction; the University. Will likely begin courses online, however it should be accepted that the University is ill-prepared for this at present.

The Board commented that the Union had seemingly responded well and put the right measures in place; Beds SU was still operating as a Students' Union. The extent to which the SU was adapting to new circumstances as they continue to evolve was queried, including how sustainable the current 'virtual' operating model was and what University plans were. Currently the University appeared to be scenario planning. The institution's online delivery might be a concern and the extent to which the University could accommodate online registration was queried. For the University, who already have challenges around timetabling, this could prove very difficult. The level of flexibility and understanding shown by the SU during this difficult period was also considered in light of the University's efforts that seemed largely in the interests of students.

12.1 University Funding Submission Reforecast

The trustees were informed that the SU's primary funding source was at risk; reductions to income and expenditure projections for the 2020-21 year were to be discussed.

- The charity submits a funding proposal to the University each Spring for its annual funding in the forthcoming year (the 'block grant' for 2020-21). The block grant, in excess of £900k, covers all SU core expenditure, including staffing.
- The University predicted financial downturn as a result of the global Covid-19 pandemic. Significant uncertainty was to be expected.
- Recent block grant proposal was broadly endorsed in concept, however the University have requested the charity re-forecast its funding request in light of the Covid-19 situation. No explicit directive was provided in respect to expected action.
- The trustees received a paper outlining context to the situation and presented a recommendation for discussion pertaining to coming action.

The funding submission was taken as read.

The Board were advised that the budget scenarios reflected reduced CPD budgets but retained the existing staffing group. Currently it was not known what percentage cut the



University will require. However, there was a Resource & Employment subcommittee meeting next week and hopefully greater clarity on the percentage reduction required would be available after that.

The Board advised that they would appreciate review of any new block grant proposal, which could be undertaken by a few trustees on behalf of Board or the final submission circulated to Board once discussions between the SU and University [led by CEO] had progressed sufficiently that a final submission figure had emerged. The Board were aware that other Universities were looking at a 7% cut in their budgets.

Whilst considering the budget as a whole and areas for further reductions in expenditure (if required in due course), the Board noted that, although a reduction in the Executive Officer salary appeared, superficially, a simple means to save on budget, this was inconsistent with the Union's democratic values and student-led ethos. The Board were also unsure of how the University would feel about a pay uplift being included in the budget when it was extremely unlikely that one would be applied to wider University staff. The Board were advised that Union staff salaries were on a much lower scale than those of University colleagues.

12.2 Staffing Capacity during Covid

The Government has introduced a Job Retention Scheme, commonly referred to as "the Furlough Scheme". Thanks to the scheme, Beds SU is still able to pay its venues staff whilst they are unable to work. Benefits and dis benefits of the Furlough scheme were presented to the trustees for consideration, which could be applied to the SU staffing team more broadly; for discussion by trustees.

The CEO advised that the central premise of the paper was not to reduce the Union's operations at the current time and not to extend the number of staff that are currently being furloughed. The premise behind this is that the Union needs to prepare for the charity's coming challenges, though a cautious Board might want to pull back costs now and better utilise the Government assistance available; it was also noted that SLT discussion had been split on how to best manage the staffing resource alongside risk and current capacity.

The Board discussed the paper; trustees highlighted that, since the lockdown, fewer students were currently accessing SU services and interacting with SU activities. The Trustees queried whether this had been sufficiently considered; the trustees queried the staffing cost be and the volume of work in light of the current situation and monitoring data available at the meeting.

ACTION The Board appreciated engagement in SLT's decision-making on a multifaceted issue. The trustees suggested a more cautious approach would be prudent, especially in light of the uncertainty facing the organisation and the fall in member participation. In this regard, the trustees felt use of the Government's furlough scheme might be further considered; trustees asked to see staff workplans in lieu of the scheme being more widely utilised. The trustees were also interested in how face-to-face activities were being replaced with online activities.

The Board were advised that the purpose of the paper was to gauge The Board's appetite



for risk and opinion on this matter, as a matter of priority. SLT will reconsider furloughing staff and report to The Board as soon as possible.

13. SU democracy Discussion

The SU Leadership Elections closed in March 2020. There were many positives such as a 1% increase on turnout (to 12.5%), increase of absolute turnout by 27% and an increase in engagement from students historically harder-to-reach.

A short report on student participation in the SU's recent Leadership Elections was presented. The membership demographics are also appended. The report highlighted comparatively low participation in Executive leadership of women students and students outside of Luton. The demographics of the recent leadership elections suggested that the demographic profile and popularity of candidates, and their access to students on the main campus, are the main drivers behind voter participation among the membership. Data suggested that candidates are the primary influence of voter turnout, rather than SU communications; this – then – infers a disadvantage to students at campuses beyond Luton who are unlikely to be elected when competing for elected position

The trustees were invited to discuss the issues raised and provide comment, scrutiny or steer to SLT and the Executive, whose aims were to improve membership engagement from all students by promoting greater gender balance and more equal representation in students standing for leadership positions in the SU and students voting; and improving the democratic and representative voice of mature students and students who live and study beyond Luton.

The Board discussed the paper. The trustees agreed with the principle of the paper and its stated aims.

The trustees discussed some of the example ideas referenced in the paper. The all-male Executive team voted in this year needs to be addressed, but the practical implications attached to any 'quota' policies needed working out. It was agreed that the title Campus President carried more weight than the current title of Campus Liaison Officer.

The Executive Officers felt that the Union did not require a Women's Officer but that the Executive team needed to be more representative of women. More women had stood as candidates in this year's election than last year but an all-male executive team was voted in. Maybe having four equal officers rather than the present structure would be beneficial in obtaining a more balanced Executive. The previous VC had wanted the President position but maybe the discussion can go back on the agenda as to removing the title in order to attract candidates motivated to make change.

The topic will be taken and discussed with the membership.



14. Governance

14.1 Governance Action Plan

The Governance action plan was presented to The Board for discussion. **ACTION** It was agreed that the paper would be resubmitted to the next Board meeting with the Board self-assessment questionnaire include.

14.2 Review of Scheme of Delegation

The Board will feedback any comments regarding the scheme of delegation. The old Health & Safety Committee is reported in the scheme.

The Board queried who would deputise or whom they would contact if the CEO was not available. They were advised that the SLT group email address would be include in the scheme of delegation.

ACTION Scheme of delegation is to be revised to reflect current Health & Safety reporting and SLT group email address will be added. Arrangements for virtual approval and circulation were also to be drafted into the Scheme.

14.3 Ratification of new trustee

Dr Sue Pember had been approved as the University Appointed Trustee by both the University Governors and Union Parliament.

15. Policy Log

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

16. Any Other Business

One of the current student trustees Sam Naz term of office will come to an end on the 1st May. Nominations for a new Student Trustee will be sent out in the next couple of weeks.

Meeting Ends