

Trustee Board Minutes

From meeting held on 2nd March 2020
 18:00 – 20:00

Present

Robert Smeath, External Trustee (Chair) **(RS)**
 Amanda Sefton, Education Officer **(EO)**
 Ryan Ginger, Activities and Employability Officer **(AEO)**
 Amelia Gibbins, Welfare and Community Officer **(WCO)**
 Josh Dooler, Sports Officer **(SO)**
 Joanne Park, International Officer **(IO)**
 Alice Tucker, Student Trustee (Undergraduate) **(AT)**
 Rosa Alaluf, Student Trustee **(RA)**
 Tom Goodman, Student Trustee (Postgraduate) **(TG)**
 Christian Oko, Student Trustee (International) **(CO)**
 Johnny Davis, External Trustee **(JD)**
 Henrietta Brealey, External Trustee **(HB)**
 Wyn Williams, External Trustee **(WW)**
 Chris Davies, External Trustee **(CD)**
 Erica Conway, University Representative Trustee **(EC)**

In attendance

Jo Thomas, Chief Executive **(JT)**
 Adam Sheridan, Director of Engagement **(AS)** (agenda Items 1-7, and 12-13 only)
 Emily Badger, Director of Operations **(EB)** (agenda Item 9 only)
 Nick Bailey, Finance Manager **(NB)** (agenda Items 1-7 only)
 Sam Jones, Interim Executive Assistant **(SJ)** (note taker)

Apologies

Joshua Williams, President **(President)**
 Tobiloba Adeyemi, Postgraduate Officer **(PGO)**

The Chair welcomed everyone and the meeting commenced at 16:05.

No	ITEM FOR DISCUSSION	NOTES	ACTION
1	Minutes from meeting held 13.01.20	RS presented the Trustee Board minutes from the previous meeting held on 13 th January 2020 for the Board's approval. The Board approved the minutes of the previous meeting.	Noted Approved
2	Matters Arising	The Chair noted one outstanding item from the action tracker relating to the implementation of the new Guild branding. The EO noted a recent increase in staff turnover. The EO asked about arrangements for collecting feedback from departing staff via an exit interview. JT noted that exit interviews were completed for departing staff, and feedback was shared with the relevant senior manager, and if necessary the Chief Executive. JT noted that an annual report on staff exit interviews was presented to HR Committee.	Noted

			Noted
3	HR Committee Minutes (06.02.20)	<p>The WCO presented the HR Committee minutes from the meeting held on 6th February 2020 for the Board's approval.</p> <p>The minutes were taken as read, with no questions asked.</p> <p>The Board approved the HR Committee minutes.</p>	Noted Noted Approved
4	Finance Committee Minutes (11.02.20)	<p>The SO presented the Finance Committee minutes from the meeting held on 11th February 2020 for the Board's approval.</p> <p>The minutes were taken as read, with no questions asked.</p> <p>The Board approved the Finance Committee minutes.</p>	Noted Noted Approved
5	A&R Committee Minutes (30.01.20)	<p>The EO presented the Audit & Risk Committee minutes from the meeting held on 30th January 2020 for the Board's approval.</p> <p>The minutes were taken as read, with no questions asked.</p> <p>The Board approved the Audit & Risk Committee minutes.</p>	Noted Noted Noted
6	Compact 2020/21 Update	<p>NB presented the Compact 2020/21 update for the Board's Information.</p> <p>NB noted that the Guild had now attended two Compact process meetings with the University to facilitate the block grant application for 2020/21.</p> <p>NB noted that the Guild's 'early draft' 2020/21 budget and five year forecast was produced and this reported Net Expenditure of £131.3k, with an overall negative impact on free unrestricted reserves of £250.6k. NB noted that due to increased pressure on the Guild's finances, the Guild had requested an additional £250k of transitional funding, while discussions relating to the SUMS financial review and the Guild's long-term funding settlement with the University were ongoing. NB noted that this additional funding would allow the Guild to project a 'break-even' budget for 2020/21.</p> <p>RS noted issues to resolve about the timing of the Guild's next budget being approved by the Board. JT noted the aim to clarify the Guild's budget position ahead of the May Board meeting. NB noted that the Compact discussions were being treated as a priority.</p> <p>The Board noted the Compact 2020/21 Update.</p>	Noted Noted Noted Noted Noted
7	Income Generation Update	<p>AS presented the Income Generation update for the Board's Information.</p> <p>AS noted that following the Board's approval of the Commercial Strategy 2019-2021, the Guild had established an Income Generation Task & Finish Group (IGTFG) to oversee the</p>	Noted

		<p>implementation of the strategy and review current Guild commercial activity, along with an Income Generation Operations Group (IOG) to provide direct operational decisions on commercial activity, such as pricing.</p> <p>AS noted that Fresher's Fest 2019 during Welcome Week had seen a significant drop in sales due to increased competition. AS noted that the programme of commercial events during welcome week was currently under review, with proposed changes to ticketing, prices, events and the development of non-club events.</p> <p>AS noted that going forward, cost increases for the Guild's commercial supply chain would be reflected in increased prices for customers, with mid-year cost increases if necessary to maintain profitability.</p> <p>AS noted an ongoing review of bar staffing levels, which currently offered student staff a high degree of flexible working. AS noted difficulties in scheduling enough student staff for key high profile events, and possible changes to student staff contracts to revolve issues around staffing levels, which would be presented to a future meeting of HR Committee.</p> <p>AS noted that the IGTFG had undertaken a review of the Guild's annual 'Vale Fireworks' event. AS noted that the event had run for a number of years and required significant staff capacity to deliver, while the benefit to the Guild commercially and reputationally was limited. AS noted the possibility of the event being transferred to the University. AS further noted plans to review the annual Sports Ball event, which in 2019/20 had made a £13.5k loss.</p> <p>AS noted that the Guild had arranged a 'commercial health check' with NUSSL for May 2020. AS noted the Guild was committed to prioritising commercial activity, however there were significant pressures on day-to-day operational capacity due to staffing levels, which may require organisational changes going forwards.</p> <p>HB suggested there may be more opportunities for improve commercial engagement. TG noted a proposal to collaborate with other Birmingham Students' Unions on Welcome Week events. AS noted that the Guild planned to focus on in-house commercial activity first, but planned to investigate collaboration with other Birmingham Student's Unions in future.</p> <p>RS noted that going forwards, possible price increases should be decided at an operational level. RS noted that if the Guild looked to pursue more commercial use of rooms, this may necessitate difficult conversations about space for student group's events.</p> <p>HB noted the possibility of changes to Student Staff contracts and for redundancies. AS noted that work was ongoing to restructure the Student Staff commercial teams, however the Guild was looking to phase in changes over the summer period. JT noted that rather than making Student Staff redundant, as Student Staff graduated, a</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
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		<p>new intake of staff would be placed on a reformed contract. JT noted that the proposed changes were already in place a number of Student's Unions, and any changes would be brought to HR Committee for further discussion and approval.</p> <p>As noted that the Guild has recruited a new Venues Manager to oversee the changes to the Guild's commercial operations, with a focus on improving staff training and the maintenance of commercial margins.</p> <p>The Board noted the Income Generation Update.</p> <p>AS and NB left the room at 18:25.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
8	<p>Board Away Day Priorities Response CONFIDENTIAL</p>	<p>JT presented the Board Away Day Priorities Response for the Board's Approval. JT circulated confidential papers for the Board's information only. The minutes for this item are recorded separately for this confidential item.</p> <p>JT noted ongoing pressures on the Guild's budget and financial position. JT noted that following the January Board meeting, the Guild had prepared a number of scenarios which could be put into place at pace, depending on the ongoing financial outlook and if the Guild was successful in receiving an additional funding of £250k from the University.</p> <p>The Board discussed the options presented in the paper. JT noted that the Guild was recommending moving forward with a limited number of changes to the budget and staff structure, with a package of further measures to be considered if necessary.</p> <p>WW noted that the initial changes would likely increase the spans of control in the staff structure. JT noted that this should improve staff ability to progress within the organisation.</p> <p>JT noted that the Guild would also be likely to expand its commercial management capacity. JD noted that there would be further work to do on scenario planning. RS noted that the Board may need to reflect again when more detail is known about the Guild and Universities long-term relationship.</p> <p>The Board discussed implementing changes over several stages, or at one time. JT noted that the Board should not underestimate the impact of any changes on the organisation. AT noted that creating additional managerial roles may reduce front-line staff capacity. JT noted that front-line 'supervisor' roles would still have responsibilities for student facing work.</p> <p>HB noted that changes to the structure in Year 2 of the strategic plan may affect the Guild's ability to reach its strategic targets. JT noted that the long-term outcomes were complicated by a lack of progress on the SUMS review and the proposed Financial Task and Finish group and difficulties in engaging University staff to contribute.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>JD asked what the timeline was for moving forward with the second set of changes. JT noted delays with the SUMS review had been frustrating, but the Guild hoped to have concluded the new financial settlement by July, which should allow the Board to consider further steps. RS noted that ideally the Guild would combine changes into one project.</p> <p>JT noted a proposal to cease Guild staff involvement in University projects and committees. JT noted that this would not lead to a direct financial benefit to the Guild, but would release approximately 2000 hours of capacity within the wider staff team to concentrate on Guild core activity.</p> <p>The Board discussed further proposals for budget reductions. JT noted that in the medium term, budget pressures may require significant changes to service provision and a withdrawal from some areas of work.</p> <p>JD noted a proposal for redundancies in 6 staff posts. JT noted the possibility to fill a number of those posts on a temporary basis until the end of the academic year. JD noted the need to identify what staff capacity the Guild would be able to support within its budget envelope.</p> <p>EO suggested moving forward with redundancies earlier to conclude the changes to the Guild in one project. JT noted the difficulty of removing staff posts, which then may be reintroduced after several months if additional funding was available.</p> <p>HB suggested freezing recruitment of the identified posts until more was known about the Guild's long-term finances. JT noted that the high number of vacancies across the Guild was already affecting departmental capacity. RS noted that resolving the current situation would require difficult conversations with the University.</p> <p>The AEO asked, if the Guild was unable to secure additional funding from the University, what the next steps would be. JT noted that a wider restructure of the Guild's staff team would be planned for July/August.. JT noted the aim to have a new structure in place by Welcome Week 2020. RS noted that HR Committee would need to consider moving forward with the first steps of the restructure process.</p> <p>The Board agreed to move forward with steps 1-4 of the paper, and to further consider steps 5-7 in light of developments with the SUMS financial review.</p> <p>The Board approved the Board Away Day Priorities Response.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Agreed</p> <p>Approved</p>
9	Annual Student Research 2019/20	<p>EB entered the room at 19:10.</p> <p>EB presented the Annual Student Research 2019/20 for the Board's Approval.</p>	<p>Noted</p> <p>Noted</p>

		<p>EB noted the Guild had returned to a single annual survey model, which had been completed in December 2019. EB noted that the response rate had been the highest recorded at more than 6k.</p> <p>EB noted that whilst there are some positive shifts in the data from the previous year, overall KPIs were tracking significantly below target/s and the dataset from 2017/18 against which many were based.</p> <p>EB noted that difficulties with reaching strategic targets were connected to wider difficulties in staffing number and workload. JT noted that in previous strategic cycles, the Guild had been able to release additional resources at this point for priority work, which had improved performance. JT noted that this was not possible within the Guild's current finances.</p> <p>RS noted a decline in satisfaction among disabled and postgraduate students and suggested increasing targeted resources in this area. EB noted that capacity for additional resources was limited.</p> <p>The Board approved the Annual Student Research 2019/20.</p> <p>EB left the room at 19:15.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Approved</p> <p>Noted</p>
10	Governance Update	<p>AT presented the Governance Update for the Board's approval.</p> <p>AT noted that following the publication of a new Students' Union Governance Code in 2018, the Guild had developed an action plan for its implementation. AT noted at the Trustee Board away day in July 2018, Board members took part in an exercise whereby they self-assessed how the Guild performed against each of the criteria.</p> <p>AT noted that the Guild had further undertaken a triangular peer-review together with Kent and Leeds Student's Unions in 2019, which together with recommendations from NUS, were considered by the Guild's Good Governance group in November 2019 and January 2020.</p> <p>AT noted while the majority of the Good Governance action plan had now been completed, several areas of work were still outstanding. AT presented the key areas of outstanding actions which included;</p> <ul style="list-style-type: none"> • Implementing diversity targets in the recruitment of external trustees. • Recruiting future external trustees with additional 'digital first' experience. • By including a shorter update from committees in the CEO report. 	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>The Board approved the Governance Update.</p> <p>RS thanked AT for their work on the Good Governance group.</p>	<p>Approved</p> <p>Noted</p>
11	Officer Action Plans	<p>The IO presented the Officer Action Plans for the Board's information.</p> <p>The IO delivered an update on their action plan, noting ongoing work to improve access to employability services for International students, in particular supporting Asian and American students to access new services.</p> <p>The IO noted ongoing work on the new post-study work visa for International students, and a 'One World' cultural festival. The IO noted ongoing work to improve mental health counselling times.</p> <p>The Board noted the Officer Action Plans.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
12	Your Ideas, Elections & Democracy Referendum Update	<p>AS entered the room at 19:35.</p> <p>AS presented the Your Ideas, Elections & Democracy Referendum update for the Board's Information.</p> <p>AS noted that there had been a record breaking turnout of 9,070 votes in the annual Guild elections, despite campus industrial action and poor weather. AS noted increases in the number and diversity of elections candidates.</p> <p>AS noted that the referendum on reforming the democratic structures had passed with a significant margin. AS noted that work had begun to implement changes to the Bye-Laws to reflect the new committee structure, which would be presented at the next Board meeting.</p> <p>AS noted that one policy had passed in the most recent round of Your Ideas, which mandated the Officer team to support the ongoing UCU strike action.</p> <p>HB asked about plans for Officer training. JT noted that training sessions were arranged with Guild, University and NUS staff, as well as external professional training. AS noted plans for a three week formal training period in June/July, during which the current Officer team would hand over to the incoming team.</p> <p>The Board noted the Your Ideas, Elections & Democracy Referendum.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
13	Student Voice Report Update	<p>AS presented the Student Voice Report Update for the Board's information.</p> <p>The EO noted that since the publication of the Student Voice report, the Guild and Student Reps had made progress on changes to extenuating circumstances provision, and organised a successful student experience day in December for University staff.</p>	<p>Noted</p> <p>Noted</p>

		<p>The EO noted that the ongoing strike action had affected the Guild holding meetings with University staff on the Student Voice report.</p> <p>The EO noted that the IO had been involved in developing Year Abroad handbooks, as well as supporting students facing difficulties in Hong Kong and Chile due to local disruptions.</p> <p>The EO noted that the Guild had begun implementation of the new Student Reps system.</p> <p>AS noted that University's BME attainment gap had widened compared to last year's figures.</p> <p>The Board noted the Student Voice Report Update.</p> <p>AS left the room at 19:45.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
14	CEO Report	<p>JT presented the CEO Report for the Board's Information.</p> <p>JT noted that following a recent meeting of Appointment's Panel, the Guild had appointed a new external trustee, who had formerly been a longstanding member of staff.</p> <p>JT noted that Appointment's Panel had also appointed a new independent member to the Guild's Finance Committee.</p> <p>JT updated the Board on developments with a recent incident of significant injury in the Guild building. JT noted that the Guild had now concluded a thorough internal investigation, and was discussing possible future building work with the University to reduce risk going forwards. JT noted that the injured student was continuing to recover in hospital. JT noted that student staff affected by the incident had received support from the HR team.</p> <p>The Board thanked Guild staff involved in the incident for their hard work, quick response and professionalism in supporting the injured student and completing the subsequent investigation.</p> <p>JT updated the Board on the Guild's response to the Coronavirus outbreak. The Guild were working closely with the University on providing guidance to staff, and Guild Managers were updating departmental contingency plans in the event of a closure of campus.</p> <p>The IO noted the University was in touch with students studying abroad in China, South Korea and Italy and supporting students to travel home if they wished, however the majority had chosen to stay.</p> <p>JT noted ongoing discussions around the Guild's historical VAT position with external advisors. JT noted that NUS had engaged legal counsel on behalf of a number of Student's Unions. JT noted that NUS were exploring options for a national lobbying campaign on behalf of the sector.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

		The Board noted the CEO Report.	Noted
15	AOB	The IO noted an increase in the number of hate incidents towards Chinese students in relation to the Coronavirus outbreak. The IO noted plans for a joint statement with the Vice-Chancellor on hate crime.	Noted
16	Meeting Reflection	There were no items discussed during the meeting reflection.	Noted

The Chair closed the meeting at 20:00.

Signed

Date

DRAFT