

# Trustee Board Meeting

Monday 4<sup>th</sup> July 2022,

Rosa Parks Room, Guild of Students, 16:00 – 18:00

## Present

Robert Smeath, External Trustee **(RS)** (Chair)  
 Mikey Brown, President **(President)** (Vice-chair)  
 Jules Singh, Education Officer **(EO)**  
 Aaliyah Simms, Welfare and Community Officer **(WCO)**  
 Wei-Lun Chen, International Officer **(IO)**  
 Danielle Murinas, Postgraduate Officer **(PGO)**  
 Josephine Conway, Activities and Employability Officer **(AEO)**  
 George Christian, Sports Officer **(SO)** (agenda item 1-15 only)  
 Yinbo Yu, External Trustee **(YY)**  
 Serabi Opiyo, BAME Student Trustee **(SEO)**  
 Tom Goodman, Postgraduate Student Trustee **(TG)**

## In attendance

Jo Thomas, Chief Executive **(JT)**  
 Emily Badger, Director of Operations **(EB)**  
 Adam Sheridan, Director of Engagement **(AS)**  
 Scott Dawson, Student Voice & Representation Manager **(SD)** (Agenda Item 17 only)  
 Sam Jones, Executive Assistant **(SJ)**  
 Acacia Matthews, President -Elect **(AM)**  
 Benjamin Lockley, Postgraduate Officer -Elect **(BL)**  
 Vanessa Chigariro, Education Officer -Elect **(VC)**  
 Florence Craddock, Sports Officer –Elect **(FC)** (agenda item 1-15 only)  
 Tinajie (Alice) Liu, International Officer -Elect **(TL)**  
 Reeve Isaacs-Smith, Welfare & Community Officer -Elect **(RIS)**  
 Isobel Lawson, Activities & Employability Officer -Elect **(IL)**  
 Kantai Melau, Incoming Student Trustee **(KM)**  
 Akram Nazir, Incoming Student Trustee **(AN)**

## Apologies

Johnny Davis, External Trustee **(JD)**  
 Emma Wedge, External Trustee **(EW)**  
 Erica Conway, University Representative Trustee **(EC)**  
 Henrietta Brealey, External Trustee **(HB)**  
 Ian Pain, External Trustee **(IP)**  
 Jake Poulton, Undergraduate Student Trustee **(JP)**  
 Nick Bailey, Head of Finance **(NB)**

The Chair welcomed all attendees and the meeting began at 16:10.

No	Item For Discussion	Notes	Action
1	<b>Minutes of Previous Meetings (09.05.22)</b>	RS noted that today's meeting was not quorate, as there were not sufficient External Trustees in attendance. The Board agreed to proceed with the meeting and circulate the minutes for approval by email. SJ to circulate.	<b>SJ</b>

		<p>The Chair presented the previous Trustee Board minutes, dated 9<sup>th</sup> May 2022 for the Board's approval.</p> <p>AK and KM introduced themselves as incoming Student Trustees.</p> <p>The PGO noted a required minor change to language on page three of the minutes. SJ to update.</p> <p><b>The Board approved the minutes as an accurate record of the meeting, subject to approval by email resolution.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>SJ</b></p> <p><b>Approved</b></p>
2	<b>Matters Arising</b>	<p>The Chair noted several outstanding actions from the previous minutes.</p> <p>The PGO asked about the Officer Team positions on Engagement Committee. SJ to discuss with the Officer Team to clarify.</p> <p>JT noted that discussions with the University on the Guild's KPI's were ongoing in terms of a possible agreed annual reporting process. RS noted that the Guild would shortly be discussing a set of reporting metrics to the University.</p> <p>JT noted that a wider Democracy Review process was planned for the coming academic year.</p> <p><b>The Board noted the Matters Arising.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>
3	<b>HR Committee Minutes (22.06.22)</b>	<p>The WCO presented the HR Committee minutes, dated 22<sup>nd</sup> June 2022 for the Board's approval.</p> <p><b>The Board approved the HR Committee minutes, subject to approval by email.</b></p>	<p><b>Noted</b></p> <p><b>Approved</b></p>
4	<b>Finance Committee Minutes (20.06.22)</b>	<p>The SO presented the Finance Committee Minutes, dated 20<sup>th</sup> June 2022 for the Board's approval.</p> <p><b>The Board approved the Finance Committee Minutes, subject to approval by email.</b></p>	<p><b>Noted</b></p> <p><b>Approved</b></p>
5	<b>Engagement Committee Minutes (15.06.22)</b>	<p>The AEO presented the Engagement Committee minutes, dated 15<sup>th</sup> June 2022, for the Board's approval.</p> <p><b>The Board approved the Engagement Committee Minutes, subject to approval by email.</b></p>	<p><b>Noted</b></p> <p><b>Approved</b></p>
6	<b>Audit &amp; Risk Committee Minutes (26.05.22)</b>	<p>The EO presented the Audit &amp; Risk Committee minutes, dated 26<sup>th</sup> May 2022, for the Board's approval.</p> <p><b>The Board approved the Audit &amp; Risk Committee Minutes, subject to approval by email.</b></p>	<p><b>Noted</b></p> <p><b>Approved</b></p>
7	<b>EDI Committee Minutes (17.05.22)</b>	<p>The WCO presented the Equity, Diversity and Inclusion (EDI) Committee Minutes, dated 17<sup>th</sup> May 2022 for the Board's approval.</p>	<p><b>Noted</b></p>

		<b>The Board approved the EDI Committee Minutes, subject to approval by email.</b>	<b>Approved</b>
<b>8</b>	<b>Risk Register</b>	<p>JT presented the Risk Register, for the Board's approval.</p> <p>JT noted that the majority of changes were minor, including the additions of the Guild's ongoing HMRC appeal, and a change to the Guild's venues licence. JT noted that 'University Funding' as a risk has been downgraded in light the Guild's 5-year financial agreement with the University.</p> <p>JT noted that since the last review of the risk register, a serious incident had occurred in March 2022 where a student had unfortunately passed away on campus. JT updated the Board on developments with the serious incident.</p> <p>The Board discussed the listed risk of the SUSS pension scheme. RS noted that the Guild's previous defined benefit pension scheme was a long-standing issue under discussion with the University. JT updated the Board on recent developments with the SUSS pension scheme, including the recent 'buy out' performed by one-member union with the financial support of it's University. JT noted that the whole pension scheme remained in deficit, and a long-term recovery plan was in place overseen the scheme's trustees.</p> <p>The PGO asked about the Guild's timeline for reviewing equality legislation in terms of staff training. JT noted that the timescale in the Risk Register referred to the Guild's 'Disability Confident' accreditation. EB to review.</p> <p><b>The Board approved the Risk Register, subject to approval by email.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>EB</b></p> <p><b>Approved</b></p>
<b>9a</b>	<b>CEO Report</b>	<p>JT presented the CEO Report, for the Board's information.</p> <p>JT noted that since the last meeting, a number of large events had taken place including Grad Ball, Sports Ball and Vale Fest, all of which had been successful and a welcome return to in-person events after COVID-19 restrictions.</p> <p>JT updated the Board on developments with NUS's investigations of anti-Semitism allegations. YY asked about the view of students at Birmingham on the affiliation of the Guild to NUS. The EO noted that across the whole student body there had been some very limited campaigning for disaffiliation. The EO noted that the Officer Team had consulted closely with the Jewish Society at the time the allegations came to light.</p> <p>JT noted that the Guild had been offered a senior member of NUS staff to attend the next Board Meeting in September 2022. The Board discussed NUS's attendance at the next meeting and agreed to invite.</p> <p>YY asked about the Guild's current staff vacancies. JT noted that two listed vacancies had been on hold due to an assessment of business</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>

		<p>case. JT noted that other Students' Unions had seen higher levels of staff turnover than the Guild.</p> <p>JT noted that the University had recently announced that in recognition of the University's success in the Complete Universities Guide, their staff would be awarded an additional three closed days, from the 19<sup>th</sup> – 21<sup>st</sup> December 2022.</p> <p>JT, EB, AS, SJ, AM, BL, VC, TL, FC, RIS and IL noted their conflict of interest as Guild members of staff who would be affected by the proposal.</p> <p>JT proposed that the Guild follow the University's lead and award their staff the same days as leave. JT noted that conversations with the University about the possible implications for the closure of the building on those days.</p> <p>The Board discussed the possible implications of extending the Guild's Christmas closed period. JT noted that due to the closure of the University, the numbers of students accessing Guild services would be low.</p> <p>The IO noted the value of promoting the closed dates to students earlier.</p> <p>The Board approved the award of an additional three days of leave over the Christmas 2022 period, subject to email approval.</p> <p><b>The Board noted the CEO report.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Approved</b></p> <p><b>Noted</b></p>
<p><b>9b</b></p>	<p><b>Cost of Living</b></p>	<p>JT presented the Cost of Living paper, for the Board's approval.</p> <p>JT, EB, AS, SJ, AM, BL, VC, TL, FC, RIS and IL noted their conflict of interest as Guild members of staff would be affected by the change.</p> <p>JT noted that the Guild's approved budget for 2022-23 included a 'cost of living' wage uplift of 1.75% across the majority of grades, however due to the significant rise in the current rate of inflation in the UK, it was felt that this level was too low.</p> <p>JT noted that both HR and Finance Committee in their previous meetings had discussed proposals for an adjustment to the budget including a larger 'cost of living' across all pay-scales. JT noted that an initial proposal to award staff a 'one-off' payment had been rejected by HR Committee, in favour of a larger percentage up-lift for across the pay-scales.</p> <p>JT updated the Board on the staff roles which fell into each pay-scale. JT noted that the final proposed adjustment to salary scales would be a net cost of circa £23k to the organisation.</p> <p>The President noted a preference for a more generous pay-scale uplift at grade points 4 &amp; 5, to support the motivation of front-line staff and help the Guild's recruitment processes.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>

		<b>The Board approved the Cost of Living paper, subject to approval by email.</b>	<b>Approved</b>
<b>10</b>	<b>Officer Action Plans</b>	<p>The Officer Team presented their updated Action Plans, for the Board's information.</p> <p>The WCO apologised for not submitting their action plan and updated the Board on their progress on tackling drink spiking issues, setting up of a staff and student food bank in collaboration with the University chaplaincy, working with the police on safety in Selly Oak, and an improved Consent Training Module for incoming students.</p> <p>The PGO updated the Board on changes to counselling and wellbeing support for Postgraduates, including a refreshed PG wellbeing resources website. The PGO noted additional training delivered to staff on possible student disclosures, new resources on PG careers advice, and new training for student reps on signposting for personal wellbeing issues. The PGO noted a recent PGT staff away day they had attended which had been very successful.</p> <p>The EO updated the Board on their recent activities for assessment support week, including stalls, food and drink giveaways and wellbeing resources online. The EO noted recent student feedback in favour of moving away from traditional exam models, which they had been discussing with the University. The EO updated the Board on the Guild's hardship fund support for graduation costs for students, the University's recent removal of self-certification allowances for extenuating circumstances, and the recent change of policy allowing Guild Advice staff to attend in a 'friend' role at misconduct hearings.</p> <p>The President updated the Trustee Board on their focus since returning from leave, including coordinating student responses to increasing private sector rents and helping students to access the energy rebate fund. The President noted the University's recent declaration of a climate emergency, following several years of student campaigning. The President noted that the University had committed to further reduce its investments in the fossil-fuel sector, and possibly withdraw its funding all-together. The President noted plans to work on a paper on the Guild's democratic structures before their departure.</p> <p>The SO updated the Board on progress made over the year on the relationship between the Guild and UB Sport, which was now in a very positive place. The SO noted their candidacy for BUCS Sports Director.</p> <p>The IO updated the Board on their progress over the last two years on International Student welcome inductions, 'One World' events for international students, inclusivity training delivered to student group committee members, and the recruitment of international students into the student rep system. The IO noted additional support for international students secured from the University during the COVID-19 pandemic.</p> <p>The AEO updated the Board on the success of the Guild's Grad Ball and Vale Fest events, the growth in society committee members</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>

		<p>numbers following the end of COVID-19 restrictions, and the additional support and training now in place for student groups members.</p> <p>JT noted that this would be the final Trustee Board meeting for the outgoing Full-Time Officers. RS noted the hard work and commitment of the outgoing Officer Team to the organisation over the last year. The Board thanked the 2021-22 Officer team and wished them all the best for the future.</p> <p><b>The Board noted the Officer's Action Plan updates.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>
11	<b>Retail Development</b>	<p>AS presented the Retail Development paper, for the Board's approval.</p> <p>AS updated the Board on the retail environment across the SU sector, noting that some Students' Unions directly ran retail operations, whilst others operated on a franchise model for retail services, which the Guild had also followed over the last decade. AS noted that during the COVID-19 pandemic and the resulting closure of the building, the Guild had seen the termination of all of its retail tenants apart from Subway and the longstanding hairdresser tenant.</p> <p>AS updated the Board on the process to date for the appointment of new tenants, noting offers for two of the Guild's vacant retail spaces previously used by STA Travel and Spar.</p> <p>AS updated the Board on the proposed course of action based on the recommendation with Moneypenny's consultants. YY asked about the possibility of the Guild operating its own retail shop and the benefit to the student body from additional Guild student staff positions. AS noted that the proposed tenants would be largely recruiting for staff from the student body given the population of the local area.</p> <p>YY asked about possible conditions of employment for students as part of a tenancy. YY noted the reputational risk of the proposed partners, which may be viewed as part of the Guild as it would be operating within the building. JT noted that the proposed operator of Nisa had a previous relationship with the Guild and they had confidence in their business credentials.</p> <p>BL asked about the working conditions for possible student staff working in the building for the proposed tenant. AS to discuss with the tenant.</p> <p>The President noted that Finance Committee had reviewed the proposals and heard from the external consultant -Moneypenny's, who was very confident in the business acumen of the operator of Nisa.</p> <p>The PGO asked about the impact of the Guild's vintage clothing sales events on the tenancy of Dream Vintage, noting possible competition. AS noted that the Guild's events had been discussed with the proposed tenant. AS noted other occasions where one-off events affected sales in the retail spaces, such as sales run by Dominos in Mermaid Square. AS noted that when these took place, the Guild worked closely with tenants</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>AS</b></p> <p><b>Noted</b></p>

		<p>to keep them informed. EB noted discussions on the net benefit to overall revenues for the organisation.</p> <p><b>The Board approved the Retail Development paper, subject to approval by email.</b></p>	<p><b>Noted</b></p> <p><b>Approved</b></p>
12	<b>Management Accounts</b>	<p>JT presented the Management Accounts from May 2022, for the Board's approval.</p> <p>JT noted that the Guild's end of year positions was now forecast to be significantly better than budget of circa £150k positive variance.</p> <p><b>The Board approved the Management Accounts, subject to approval by email.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Approved</b></p>
13	<b>Budget 2021-22 Reforecast</b>	<p>JT presented the Budget 2021-22 Reforecast, for the Board's approval.</p> <p>JT updated the Board on the third financial reforecast for the year to date, which was significantly more positive than expected due to a combination of vacancy savings, the delayed use of IT Transition funding and a strong performance in Venues following the withdrawal of COVID-19 restrictions in the spring.</p> <p>JT noted that overall the Guild's forecast update was very positive, with Net Income forecast to increase by £301.0k to £490.6k from £189.6k reported in February.</p> <p>JT noted that a significant portion of the Guild's additional Net Income was due to delayed IT in-year expenditure linked to the IT Transition, which would now progress in 2022/23. This was funded by an increase to the block grant and would be designated for later use in the project.</p> <p>JT noted a Venues Net Surplus forecast of £459.5k, £144.6k above the previous forecast and far exceeding budgeted sales figures.</p> <p>JT noted the risk of the rising cost of energy in the UK, which the Guild was supplied with via the University. JT noted that the Guild had not received any invoices from the University for some time and therefore this remained a current unknown risk.</p> <p>The EO noted savings in 2021-22 from the lower NUS affiliation fee. JT noted that this would be included in future years for specific Officer training funds.</p> <p><b>The Board approved the Budget 2021-22 Reforecast, subject to approval by email.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Approved</b></p>
14	<b>Strategy Update</b>	<p>EB presented the Strategy Update, for the Board's information.</p> <p>EB updated the Board on revisions to the baseline strategic KPI's, noting the current range of KPI data from recent survey data. EB presented the Strategic KPI dashboard, noting plans to automate the dashboard in future.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p>

		<p>EB noted that future data from the National Student Survey and ‘Best Companies’ survey would shortly be available for the dashboard and would be included in the September update. EB noted recent strategy planning meetings held with Guild Managers across several away day sessions in Semester two.</p> <p>EB updated the Board on the timeline for the Strategic Framework Implementation Plan.</p> <p>The PGO noted the possibility for additional measurement of EDI data in the strategy dashboard. EB to review.</p> <p>The President asked about the possible impact of staff vacancies on the implementation of the new strategic plan, noting the vacancy of the position of the Director of Support &amp; Representation position. JT noted that recruitment for Guild Advice staff was currently live, and updated job descriptions for revised positions were being developed this week.</p> <p><b>The Board noted the Strategy Update.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>EB</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>
15	<b>Annual Student Survey</b>	<p>EB presented the Annual Student Survey, for the Board’s information.</p> <p>EB noted that some additional qualitative research was planned to expand further on the quantitative research data from the survey.</p> <p>YY asked if the report data would be shared with the University. EB noted that the Guild’s summarised KPI data would be reported to the University moving forwards. EB noted that some content would also be published to students as part of the Guild’s student engagement, in consultation with the Officer Team.</p> <p>TG noted several metrics arising from the Annual Student Survey data which linked to KPI’s on the strategic plan, including the measurement of wellbeing data in the student body. The PGO suggested a possible free-text comment box on wellbeing in future surveys.</p> <p>EB noted plans for a new research tender on additional research for the next academic year.</p> <p>YY requested comparative historic data to be shared with the Board at the next meeting from previous year’s surveys. EB to review.</p> <p>The EO noted the University’s plans to move away from any campus-wide student surveys in Semester One. EB noted plans to move future student surveys to Semester One. The Board discussed the timing of the student survey.</p> <p><b>The Board noted the Annual Student Survey.</b></p> <p>The SO and FC left the meeting at 17:55.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>EB</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>



16	<b>HMRC Update</b>	<p>JT presented the HMRC Update, for the Board's information.</p> <p>JT noted that the Guild had now submitted witness statements to HMRC. JT noted that HMRC had not submitted any additional witness statements other than their amended statement of case. JT note that HMRC had reserved the right to cross-examine witnesses from the Guild and University. JT noted t a possible tribunal now appeared likely in September or October 2022.</p> <p><b>The Board noted the HMRC Update.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>
17	<b>Democracy Update</b>	<p>SD joined the meeting at 18:00.</p> <p>SD presented the Democracy Update, for the Board's information.</p> <p>SD updated the Board on the most recent cycle of the Guild's Members Democratic Process meeting cycle, noting that several Committee meetings had not been quorate.</p> <p>SD updated the Board on items at the All Student Meeting, including several long-standing policies which had now lapsed as they had not met quoracy, including the Guild's previous policies on Prevent, the Israel-Palestinian Conflict and other areas. AM noted their concern that these policies were no longer in place. AM suggested passing to the Officer Team to review over the summer period.</p> <p>SD updated the Board on plans for a wide-ranging review of the Guild's Members Democratic Process. The Board discussed plans for a review. The PGO suggested expanded training and support for the elected student members of the democratic committees, to improve attendance and engagement.</p> <p>The President noted the consistent low turnout within the Guild's democratic structures, noting the importance of democratic reforms for the Guild and focusing staff resource on student support. The President noted recent democratic reforms at the University of Exeter Student's Union, which the Guild should look to follow in some form. The President encouraged the incoming Officer Team to be bold in their reforms to the Guild's democratic structures in the coming year.</p> <p><b>The Board noted the Democracy Update.</b></p> <p>SD left the meeting at 18:15</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>
18	<b>EDI Update</b>	<p>SJ presented the EDI Update, for the Board's Information.</p> <p>SJ updated the Board on progress to date on the Guild's 12-month EDI aims, noting successful recent recruitment of three student trustees, embedding of the Black Voices campaign into the organisation's long-term work, a pledge of 'non-discrimination' for Guild elections candidates, and revisions to the work and terms of reference of the Guild's EDI Committee.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p>

		<p>The IO noted the importance of additional resource on EDI within the organisation. JT noted plans for additional resource in the HR &amp; Admin team to administer complaints and investigations, which often required immediate action and took precedence over longer-term project work.</p> <p><b>The Board noted the EDI Update.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p>
19	<b>Trustee Board Effectiveness Report</b>	<p>SJ presented the Trustee Board Effectiveness Report, for the Board's information.</p> <p>SJ updated the Board on the data, 'highlights' and 'lowlights' from the Board's 2022 Effectiveness survey, as well as insights from the effectiveness surveys run for HR, Finance and Audit &amp; Risk Committees. The Board discussed the results of the survey.</p> <p>SJ updated the Board on plans for a tri-lateral governance review with two other Students' Unions, planned for the coming academic year.</p> <p>The Board discussed implementation of actions arising from the survey data.</p> <p><b>The Board noted the Trustee Board Effectiveness Report.</b></p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>
20	<b>AOB (Any Other Business)</b>	<p>JT noted that this would be the final Trustee Board meeting for TG and JP. The Board thanked TG and JP for their time and support over the last two years and wished them all the best for the future.</p> <p>The President thanked RS for their support for the 2021-22 Officer team.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p>
21	<b>Meeting Reflection</b>	No items noted.	<b>Noted</b>

The Chair closed the meeting at 18:25.

Date of Next Meeting:

**Monday 5<sup>th</sup> September 2022, 18:00 – 20:00 in the Mandela Room, Guild of Students.**