



Trustee Board Meeting

Monday 3rd July 2023

Hybrid Meeting (Business School/ Online), 16:00 – 18:00

Present

Robert Smeath, External Trustee **(RS)** **(Chair)**
 Acacia Matthews, Guild President **(President)**
 Vanessa Chigarero, Education Officer **(EO)**
 Florence Craddock, Sports Officer **(SO)**
 Tinajie (Alice) Liu, International Officer **(IO)**
 Reeve Isaacs-Smith, Welfare & Community Officer **(WCO)**
 Isobel Lawson, Activities & Employability Officer **(AEO)**
 Benjamin Lockley, Postgraduate Officer **(PGO)**
 Ian Pain, External Trustee **(IP)**
 Johnny Davis, External Trustee **(JD)**
 Mitali Gohel, External Trustee **(MG)** (Online via Zoom)
 Kantai Melau, International Student Trustee **(KM)**
 Serabi Opiyo, BAME Student Trustee **(SEO)**
 Akram Nazir, Undergraduate Student Trustee **(AN)** (Online via Zoom)
 Yinbo Yu, External Trustee **(YY)** (Online via Zoom)
 Alicia Wickert, Student Trustee **(AW)** (Online via Zoom)

In attendance

Jo Thomas, Chief Executive **(JT)**
 Nick Bailey, Director of Finance & Systems **(NB)**
 James Lindsay, Director of Community & Representation **(JL)**
 Adam Sheridan, Director of Engagement **(AS)**
 Emily Badger, Director of Operations **(EB)**
 Amira Campbell, Guild President Elect **(AC)**
 Joe Hill, Education Officer Elect **(JH)**
 Cat Hardiman, Sports Officer Elect **(CH)**
 Dean Turner, Welfare & Community Officer Elect **(DT)**
 Harry Brooks, Activities & Employability Officer **(HB)**
 Veena King, Head of Governance at Kent SU **(VK)** (Agenda Item 1 only)
 Mandeep Kooner, Complaints & Incidents Coordinator **(MK)** (note taker)

Apologies

Emma Wedge, External Trustee **(EW)**
 Erica Conway, University Representative Trustee **(EC)**

The Chair welcomed all attendees and the meeting began at 4.00pm

The Chair thanked everyone for attending the Trustee Board Away Day which took place immediately prior to the Board meeting. The Chair noted they found the day very helpful, thanked everyone who had organised and prepared for the day alongside everyone's contributions.

No	Item for Discussion	Notes	Action
1	Trustee Board Effectiveness Review	<p>VK joined the meeting at 16:00.</p> <p>VK presented the Trustee Board Effectiveness Review for the Boards Approval.</p> <p>VK noted the recommendations from the report and highlighted the main areas for feedback and discussion included:</p> <ul style="list-style-type: none"> • The Tri-Lateral Trustee Board Questionnaire. • The common Skills Survey completed by the Trustee Board in January and February 2023. • EDI Representation in the Guild's Governance Structures. • Recommendations for the Guild to take forward on it's Governance Administration and delivery. <p>The Board thanked VK for their report and feedback.</p> <p>WCO noted it was good to see Student Trustees highlighted in the report.</p> <p>PGO enquired how VK envisions the Trustee Board overseeing the Strategic KPI's and what their thoughts were on this. VK highlighted that KPI's are a good tool to have within a Strategy and that it was important to understand how the Strategy links to KPIs and how you make them meaningful for example, the impact on stakeholders etc. VK advised that it is important to have meaningful analysis of the KPIs and thinking about how you focus on them in the future and continue building on them. VK advised it is important to bring the KPI's to life.</p> <p>VK further stated that the Trustee Board could consider training to build confidence for example on finance matters and the KPI dashboard so that Trustees know what to look out for, what the RAG colours identify which will enable Trustees to be more confident when discussing these agenda items.</p> <p>RS thanked VK for the detailed report and feedback.</p> <p>The Board approved noted the Trustee Board Effectiveness Review and approved the recommendations.</p> <p>VK left the meeting at 4.20pm.</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>Approved</p> <p>Noted</p>
2	Minutes of Previous Meeting (15.05.23)	<p>The Chair presented the minutes of the previous meeting, dated the 15th May 2023, for the Board's approval.</p> <p>PGO requested an amendment on Page 9. MK to review</p> <p>The Board approved the minutes as an accurate record of the meeting, pending minor changes on p.9.</p>	<p>Noted</p> <p>MK</p> <p>Approved</p>

3	Matters Arising	<p>The Chair presented the Trustee Board Action Tracker, for the Board's information.</p> <p>The Board agreed that the Action Tracker will be reviewed again in September 2023. SJ to update.</p> <p>CEO noted the Bye-Laws review following the Democracy update. It was noted the Chair and President had approved the Byelaw amendments which had been taken following the May meeting, which have now been approved by University Council.</p> <p>The Trustee Board noted the Trustee Board Action Tracker.</p>	<p>Noted</p> <p>SJ</p> <p>Noted</p> <p>Noted</p>
4	Finance Committee Minutes (01.06.23)	<p>The SO presented the Finance Committee Minutes, dated 1st June 2023, for the Board's Approval.</p> <p>It was noted that a number of the items were due to be presented later in the meeting. AM highlighted the following items for possible discussion later in the meeting:</p> <ul style="list-style-type: none"> • Plant-based Guild / Vegan options, if possible. • Commercial Interest update. <p>RS noted the Management Accounts regarding current Venues operations challenges.</p> <p>The Board approved the minutes as an accurate record of the meeting.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Approved</p>
5	HR Committee Minutes (22.06.23)	<p>The WCO presented the HR Committee Minutes, dated 22nd June 2023, for the Committee's Approval.</p> <p>WCO (declared conflict of interest) updated the Board and advised that in relation to the Pay and Benefits Review a further meeting is planned during the Summer. It was also noted that the Staff Handbooks will be refreshed to offer a consistent experience.</p> <p>The Board approved the minutes as an accurate record of the meeting.</p>	<p>Noted</p> <p>Noted</p> <p>Approved</p>
6	Audit & Risk Committee Minutes (25.05.23)	<p>The EO presented the Audit & Risk Committee Minutes, dated the 25th May 2023, for the Board's Approval.</p> <p>The Board approved the minutes as an accurate record of the meeting.</p>	<p>Noted</p> <p>Approved</p>
7	External Memberships Task & Finish Group	<p>SEO & AS presented the External Memberships Task & Finish Group report, for the Board's Approval.</p> <p>AS noted that following the decision of the Board, an External Membership Task and Finish Group was established, chaired by a Student Trustee and including student representation. The group had</p>	<p>Noted</p>

	<p>undertaken work to review the External Membership categories and processes for approval.</p>	Noted
	<p>RS thanked those involved on a great piece of work which had been undertaken in short time and could see a lot of work was undertaken.</p>	Noted
	<p>Members of the Board positively received the report and thanked those who contributed.</p>	Noted
	<p>The PGO stated it was good report and list of recommendations, and that it was positive to see that the Guild was meeting best practice under the Equality Act on disabilities.</p>	Noted
	<p>The EO requested if there would be one recommendation for each external membership group or multiple and in terms of KPIs, we are trying to give students the full 'UoB experience'.</p>	Noted
	<p>JD asked if this changed the position on fees. DT stated it was positive to hear the work that had been undertaken and noted we are directing people to the access external memberships going forward. DT asked for clarification on the term 'coaches' used within the report.</p>	Noted
	<p>AS stated that students would pay for their own DBS's, but no fees were required and further stated that students' memberships expire after graduation when they are requested to reapply for the next academic year.</p>	Noted
	<p>The IO enquired if students continue to be a member of student groups after graduating.</p>	Noted
	<p>The WCO stated that the Guild would need a new policy to cover external memberships. AS to review.</p>	AS
	<p>AN noted the report was good and asked how the work will be communicated with students and noted this could be a possible risk due to students either graduating and left to go home or gone home for the summer.</p>	Noted
	<p>AS discussed how operational controls around the collection of data and how this will be protected, used and stored. It was noted that the management of data could become unmanageable and the Guild will need to plan for this.</p>	Noted
	<p>SEO advised that currently it costs £14 to obtain a DBS and that the recommendation is that external members will also need one recommendation from a current student.</p>	Noted
	<p>SEO stated the term coaches are an example of external support to a society such as a yoga teacher or a first aider.</p>	Noted
	<p>SEO advised that the Guild has considered collaboration with other Students' Unions but possible disciplinary action would be difficult and therefore this would not be an option.</p>	Noted

		<p>RS asked for clarification on the tenure of the membership. AS advised this would be from the 1st August to 31st July.</p> <p>The President stated that the cost of DBS would not impact External Members as this category do not receive services and benefits from the Guild such as Guild Advice.</p> <p>AS and JT shared that the Guild have reviewed other Students' Unions to understand what they have in place. AS shared that King's College SU had an agreement with other Colleges where they pay for the External Membership benefits.</p> <p>AS advised that students can hold membership until they graduate and then will need to apply for External Membership and apply via the AGM to join a committee / society.</p> <p>AM supported AN comment regarding communicating information students sensitively, quickly and mindfully.</p> <p>JT advised that constructive communications will be shared with the current and incoming Officer Team.</p> <p>RS thanked all of those involved, stating that the discussion was an important time to reflect to ensure this matter can be avoided in the future.</p> <p>RS requested that an update is presented at the next Trustee Board Meeting. AS to review.</p> <p>The Board approved the External Memberships Task & Finish Group Report.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>AS</p> <p>Approved</p>
8	Strategic Update & Operating Plan 2023/24	<p>EB presented the Strategic Update & Operating Plan 2023/24 for the Board's Approval.</p> <p>EB noted that the Guild's Operating Plan has been updated to reflect key strategic activity and priorities for delivery within the next academic year - Year 2 of strategic delivery and Year 2 KPTs have also been added.</p> <p>The WCO referred to Item 8 Appendix 2 query the Elections / Bye Elections data. JL to action.</p> <p>EO noted that within AIM 2 representation data is the lowest KPI. EO further noted that the NSS is due to be published in August 2023 and that this could present a challenge. EO suggested that further work regarding the profile of Academic Week 2023-34 should be undertaken.</p> <p>PGO requested that he would like to see improvements in AIM 2-Representation 'and that there was an opportunity to align this more with the Officers area of expertise.</p>	<p>Noted</p> <p>Noted</p> <p>JL</p> <p>Noted</p> <p>Noted</p>

		<p>WCO raised a point regarding fixed term contract posts (within Student Voice) and whether this could have been completed sooner. JT noted that the fixed term post had been agreed in December 2022.</p> <p>JL agreed the EO and PGO had supported well with AIM 2- representation and that the task now is to build a team, with a set of ambitious targets for the Rep team and ensure we have ambassadors at the Guild, joining up Rep roles within the Officers Work.</p> <p>JL further stated that the University are receptive to working with the Guild colleagues to promote our work. JL confirmed that they are leading an Action Group, with an ambitious plan to promote the work of Officers and Reps to help support students.</p> <p>WCO requested an update for the September Board meeting and JL asked if an update could be presented in January 2024. RS stated that feedback and an update for the September Board meeting would be helpful. JL to review.</p> <p>The Board approved the Strategic Update & Operating Plan 2023/24.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>JL</p> <p>Approved</p>
9	Compact Report	<p>JT & NB presented the Compact Report for the Boards approval.</p> <p>JT noted a Budget Meeting had taken place to discuss the next year budget and long-term financial picture in an arrangement known as the Compact meeting. The meeting was held in February 2022 to review the position for Year 1 and the look forward to Year 2. The attached paper had been prepared for University SPRC setting out the arrangements for the Compact moving forward.</p> <p>RS noted an inflation increase linked to student growth at UoB, which should be included in discussions moving forward. RS noted that the Compact Process is considerably better than previous years and it is important to set out a framework with UoB.</p> <p>The Board approved the recommendations within Compact Cover Report.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Approved</p>
10	Management Accounts (May 2023)	<p>NB presented the May 2023 Management Accounts for the Board's approval.</p> <p>NB noted that a net income of £406.3k with a minor positive variance of £7.4k compared to Forecast 2. NB noted that the Accounts reported a similar position to previous reports for most of the year, with a negative variance in Venues offset by savings across the organisation, although larger variances were noted for the month of May.</p> <p>NB reported that the position for June accounts is following the current trend. NB noted that there was a total cash position of £4.4m at the end of May, further noting a receipt of £931k payment on the last day of the month, for the Quarter 4 block grant.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>The President noted the financial year and position was encouraging. The President thanked NB and the Finance Team for their work on the Guild's accounts.</p> <p>NB noted that the HMRC refund was to be reinstated before year end.</p> <p>RS noted feedback from EC which noted the impact of Commercial financial position. AS advised that there will be a planned update in July regarding the Action Plan.</p> <p>PGO noted that the commercial market needs to be bolder and innovative, noting the current risks. AS noted the current market is challenging and the Guild are looking at new ways of working although there are risks associated with new approaches.</p> <p>The Board approved the May 2023 Management Accounts.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Approved</p>
11	Delegation of Authority	<p>NB presented the Delegation of Authority Report for the Board's approval.</p> <p>NB noted that the Delegation of Authority forms part of the Guild's Financial Procedures Manual (FPM), although is also approved separately (as a stand-alone document) by the Trustee Board annually.</p> <p>The updated FPM has been presented to Audit & Risk Committee in February 2023 and formally approved at the May 2023 meeting. The Delegation of Authority now requires Board approval and the majority of amendments have been previously approved by Audit & Risk Committee.</p> <p>NB noted that a key change is to bank signatory levels to address a current issue of workload. The second change includes the introduction of a new section regarding MSL permissions with the creation of a 'default permissions matrix' for MSL functionality linked to job roles.</p> <p>The President welcomed the updates noting the new processes will make things slicker and payments can be actioned more quickly.</p> <p>RS queried if the new process would mean that only 1 signatory and approval was needed to approve a transaction. NB stated that this would not be the case and would depend on where the request was coming from, so for example Student Groups would require two signatories.</p> <p>RS noted that there could be concerns for fraud. NB responded with an update from the Audit & Risk Committee.</p> <p>RS requested that the item on CEO objectives be amended. NB/JT to review.</p> <p>The Board approved the Delegation of Authority.</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>NB/JT</p> <p>Approved</p>

12	Real Living Wage Implementation	<p>NB presented the Real Living Wage Implementation paper for the Boards approval.</p> <p>NB noted that following the motion passed by the All Student Vote in December 2022, the Guild has been mandated to achieve Real Living Wage (RLW) accreditation by August 2027. This topic had been considered during the wider organisational pay review completed by an external consultant who had made a recommendation for the Guild to set all 'basic rate' student staff to National Living Wage (NLW) as a first step, regardless of age.</p> <p>NB further noted that the paper summarised the current thinking in relation to achieving the mandate of implementing Real Living Wage. It was noted that the feedback from external pay review identified a number of Students' Unions were either already Real Living Wage employers or trying to close the gap.</p> <p>NB noted that paper recommends a step-up to New Living Wage for all basic-rate student staff and that the estimated cost of £34k above the 2023/24 approved budget, would look to be absorbed without impacting the bottom-line net income position.</p> <p>The President raised points regarding Guild suppliers who indirectly provide services, and whether we ensure they pay the real living wage. NB stated that this would sometimes be included in contracts within the supply chain.</p> <p>PGO noted the report is a good piece of work and whether it would be possible to produce the report again next year with figures. NB agreed to share this at the January 2024 meeting. NB further advised that the Guild will be discussing this matter as part of the Compact Meeting. NB to review.</p> <p>AS advised that 'Waki-Maki' would be a new food outlet which was planning to open at the Guild. AS further advised that Guild colleagues will be meeting with the operator of the brand to discuss their menus regarding plant-based food items.</p> <p>The Board approved the Real Living Wage Implementation.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>NB</p> <p>Noted</p> <p>Approved</p>
13	CEO Report	<p>JT presented the CEO Report, for the Board's Information.</p> <p>JT updated the Board on the current and ongoing recruitment for the Chair of Trustee Board position and some of the challenges faced and following feedback from Appointment Panel, confirmed that a Recruitment and Search agency has been appointed to support.</p> <p>JT noted that there are also three positions to fill within the Trustee Board due to IP, AN and AW resignations.</p> <p>PGO asked what recruitment timescales the Guild is working towards. JT advised that the Chair of Trustees Board position was initially started in May 2023 and going forward a provisional interview date</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p>

		has been set for early September with the remaining posts being filled as soon as possible following the Chair recruitment. The Board noted the CEO Report.	Noted Noted
14	Cost of Living Update	The WCO & SO presented the Cost of Living Update for the Board's information, noting that the key message from the presentation was that it is important to get people thriving not just surviving. YY noted that this was great work and that further communication may be needed to ensure students are aware of what is available. YY stated they were interested in International Students accessing the Guild Hardship Fund. AN positively noted the presentation and update. AN noted the cost of travel for medical students stating that the Guild could be more vocal and further advertise the hardship funds with MedSoc. WCO agreed that further work to communicate availability would be helpful. AC stated it was wonderful to see all of the work that had been achieved on this and would continue to promote the Hardship Funds. The Board noted the Cost of Living Update.	Noted Noted Noted Noted Noted
15	Officer Action Plans	The President presented the Officer's Action Plans, for the Board's Information. The Officer Team shared 3 wins during their time as Officers of the Guild. The Board noted the Officer's Action plans.	Noted Noted Noted
16	AOB (Any Other Business)	No items noted.	Noted
17	Meeting Reflection	RS reflected on the meeting and everyone's contribution and noted the outgoing Officer Team leaving and new Officer Team incoming. RS noted the farewell to IP, AN and AW, and they were all thanked for their contributions and participations at Board with RS expressing gratitude. RS stated the enormous support that has been provided by the Trustees as ambassadors of the Guild and hope they all look back with fond memories of their time on the Trustee Board. RS addressed the outgoing Officer Team noting the achievements as a whole, and individual Officer wins which have changed student lives, further noting the many serious matters affecting the student body. RS stated their gratitude towards the 2022-23 Officer Team. AM stated that the Trustee Board and Officer Team would not have been able to achieve all that has without everyone and thanked everyone for their support. AM stated the Trustee meetings were chaired excellently during their time as President. AM thanked all of the outgoing Officers and wider colleagues across the University and	Noted Noted Noted

		the Guild, wishing the incoming Officer Team all the best for their time in office.	Noted
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The Chair closed the meeting at 18:25.

**Date of Next Meeting: Monday 11th September 2023, 18:00 – 20:00, Mandela Room
(Guild of Students)**