

Trustee Board Minutes

From meeting held on Monday 11th January 2021
Online Meeting, via Zoom

Present

Robert Smeath, External Trustee **(RS)** (Chair)
Tobiloba Adeyemi, President **(President)** (Vice-chair)
Rebecca Cutler, Postgraduate Officer **(PGO)**
Jules Singh, Education Officer **(EO)**
Amie Raphael, Activities and Employability Officer **(AEO)**
Charlotte Minter, Welfare and Community Officer **(WCO)**
Rob Hegarty, Sports Officer **(SO)**
Wei-Lun Chen, International Officer **(IO)**
Johnny Davis, External Trustee **(JD)**
Henrietta Brealey, External Trustee **(HB)**
Wyn Williams, External Trustee **(WW)**
Ian Pain, External Trustee **(IP)**
Emma Wedge, External Trustee **(EW)**
Rosa Alaluf, Student Trustee **(RA)**
Maya Davey, Student Trustee **(MD)**
Sarah Aray, International Student Trustee **(SA)**
Tom Goodman, Student Trustee (Postgraduate) **(TG)**
Erica Conway, University Representative Trustee **(EC)**

In attendance

Jo Thomas, Chief Executive **(JT)**
Nick Bailey, Head of Finance **(NB)** (agenda items 10 & 11 only)
Sarah Wright, Director of Support and Representation **(SW)** (agenda items 1- 9 only)
Emily Badger, Director of Operations **(EB)** (agenda items 1-7 only)
Lucy Gill, Student Voice Manager **(LG)** (agenda items 13a & 13b only)
Sam Jones, Interim Executive Assistant **(SJ)** (note taker)

Apologies

None.

The Chair welcomed everyone, and the meeting commenced at 16:15

No	ITEM FOR DISCUSSION	NOTES	ACTION
1	Approval & Minutes of last meeting (26.10.20)	The Chair presented the minutes of the previous meeting dated Monday 26 th October 2020 for the Board's approval. The minutes were taken as read, with no questions asked. The Board approved the Minutes dated Monday 26th October 2020 as an accurate record of the meeting.	Noted Approved
2	Matters Arising	No matters arising noted.	Noted
3	HR Committee Minutes (26.11.20)	The WCO presented the Minutes of the previous HR Committee meeting, dated 26 th November 2020, for the Board's approval. The Minutes were summarised for the Board's convenience.	Noted

		The Board approved the minutes as an accurate record of the meeting.	Approved
4	Finance Committee Minutes (03.12.20)	<p>The President presented the Finance Committee Minutes, dated 3rd December 2020, for the Board's approval. The Minutes were summarised for the Board's convenience.</p> <p>The Board approved the minutes as an accurate record of the meeting.</p>	<p>Noted</p> <p>Approved</p>
5	Officer Action Plans	<p>The Officer Team presented their updated actions plans for the Board's information.</p> <p>The President noted ongoing work from their action plan on improving BAME student experience at UoB and the progress of the Black Voices campaign. The President updated the Board on the success of the Guild's decolonisation virtual conference in November 2020 and continuing online activities to support diversity in the student community and through student groups.</p> <p>The President noted the approval of a number of actions at the Guild's Appointments panel on improving the diversity of the Trustee Board. The President noted positive progress on the implementation of the Guild's new democratic structures. The President noted ongoing disruption of the Officer teams manifesto commitments due to the national lockdown and increasing COVID-19 rates in the UK. The President noted proposals for 'inclusivity officer' positions on student group committees. RA noted the value of Inclusivity Officers on current liberation association committees.</p> <p>The SO noted ongoing work on inclusivity in sports teams through the 'inclusivity legacy' team to share best practice between sports teams on cultural sensitivity. The SO noted the value of breaking a thread of 'bad traditions' during the closure of sport due to COVID-19. The SO noted collaboration with the Disabled Student's Officer on additional funding opportunities for disability in sport. The SO updated the Board on safe exercise opportunities promoted to students during the national lockdown. The SO noted work on sustainable food choices for catering outlets on campus.</p> <p>The PGO noted positive engagement with PG speak week in December 2020, from which survey data would feed into future Guild responses to the postgraduate student experience. The PGO noted ongoing work on postgraduate social events, held online during the national lockdown, and a common PG calendar for the Guild and University departments to promote extra-curricular events and opportunities.</p> <p>The EO noted ongoing work to support student's studying during the lockdown, including via in-person study spaces on campus where required. The EO noted progress on an expansion of bookable study space on campus for students unable to study remotely. The EO updated the Board on discussions on a 'no detriment' policy, as implemented at other Universities. The EO noted discussions with the</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>University on graduation costs support and the new enhanced support fund.</p> <p>The AEO noted ongoing work to train and support society committee members during the lockdown, improve digital accessibility for society documents and training, and work to better understand student perceptions of Guild society processes and where issues can be improved. The AEO noted plans for consolidation of Guild documentation into one handbook, and to conduct research into possible employability opportunities for society committee members.</p> <p>The WCO noted positive progress on the 'Not On' sexual harassment campaign, including integrating the training content and reporting process into University materials for incoming student cohorts. The WCO noted ongoing discussions with the University on the level of wellbeing support services available following feedback from students. The WCO updated the Board on positive progress on the roll-out of mental health resources in University departments, and several campaigns around COVID-19 related wellbeing and 'don't rush to rent' messaging, and support for students in isolation.</p> <p>The IO noted work on signposting International students to University and external support services during the lockdown, and positive progress on inclusivity through society and sports teams. The IO noted ongoing work on International student employability and plans to introduce a language exchange scheme to increase cultural exchange in the student community.</p> <p>The Board noted the Officer Action Plans.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
6	Delegation of Authority	<p>JT presented the updated Delegation of Authority document for the Board's approval. JT noted that following the Guild core staff team restructure in the summer, the Delegation of Authority had been updated to reflect the role changes. JT noted that the document was updated at least annually.</p> <p>EC noted a typographical error. JT to update.</p> <p>The Board approved the updated Delegation of Authority.</p>	<p>Noted</p> <p>JT</p> <p>Approved</p>
7	Health & Safety Policy	<p>EB presented the updated Health & Safety Policy for the Board's approval.</p> <p>TG noted that the policy included reference to physical forms. EB to review in light of current remote working procedures during the national lockdown.</p> <p>The Board approved the Health & Safety Policy.</p> <p>EB left the meeting at 16:55.</p>	<p>Noted</p> <p>EB</p> <p>Approved</p> <p>Noted</p>
8	Dubai Phase 2 Update	<p>SW presented the Dubai Phase 2 update for the Board's discussion and approval.</p>	<p>Noted</p>

		<p>SW noted that, separately to the Board's decision around funding and investment in staffing for the Dubai campus, the Guild would in future be free to alter its approach.</p> <p>JD asked about the operational complexity of University staff members at the Dubai campus conducting work on-behalf of the Guild. SW noted that the issue was complex, however the Guild would be able to ensure appropriate standards of support, activity and integrity for the student leaders at the Dubai campus through a memorandum with the University, if services were provided by a member of University staff. WW noted the possibility of 'joint management' between the University and Guild of responsible staff.</p> <p>RS suggested an annual review at the Board of any operations undertaken by University staff on the Guilds' behalf in Dubai. MD noted complexities around student experiences at the Dubai campus for LGBTQ+ students, with respect to UAE law. SW noted that since the opening of the UoB Dubai campus, understanding of UAE law and what was possible operationally had improved at the University level.</p> <p>The IO recommended moving forwards with option two from the paper, subject to review in future.</p> <p>The Board approved the Dubai Phase 2 Update, agreeing to proceed with option two.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Approved</p>
9	Residential Schemes	<p>SW presented the Residential Schemes update for the Board's information.</p> <p>SW noted that the new scheme structures had been progressing well since the Guild's restructure. JT noted that organisation-wide, the new structure had been bedding in well, however there were still outstanding considerations for the overall reduction in headcount in the core staff team.</p> <p>EC noted the need for clarify of the new structures with regard to funding and VAT considerations.</p> <p>The Board noted the Residential Schemes update.</p> <p>SW left the meeting at 17:15.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
10	Management Accounts	<p>NB joined the meeting at 17:15.</p> <p>NB presented the October 2020 Management Accounts for the Board's information.</p> <p>NB noted that, compared to the previous forecast in October 2020, the Guild had recorded a positive variance of £10.6k, recording net expenditure of £72.7k.</p> <p>NB noted the decision at the previous Board meeting to target savings of £85k compared to budget. However net adjustments</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>were only expected to total £59k and therefore additional savings measures would be required. NB noted continuing uncertainties for the Guild's commercial activity while COVID-19 restrictions remained in place.</p> <p>NB noted changes to the Guild's in-year forecast due to the government's decision to postpone the Jobs Retention Bonus scheme, however additional savings had been made through the governments extension of the Coronavirus Job Retention Scheme (CJRS), through which the majority of the Guild's core staff team were furloughed over the Christmas period.</p> <p>NB noted other negative adjustments including lost tenancy rents due to the closure of all Guild outlets (£50k) and an expected write-off of circa £25k of venues obsolete stock, which the Guild had so far been unable to dispose of. NB noted a forecast negative impact on free unrestricted reserves of -£239.4k, however this would now be further mitigated due to additional furloughing of Facilities and Venues staff during the national lockdown. NB noted an estimated negative impact of circa -£200k after mitigations had been completed.</p> <p>HB noted ongoing charges for the Guild for furloughed staff positions due to national insurance contributions, holiday pay and furlough salary 'top-ups'. NB noted only holiday pay costs for student staff roles had been incurred, however the Guild had considered beginning to remove student staff posts. HB noted possibilities to access grants for closed premises. NB noted that the whole Guild building received the charitable discount, however Guild tenants were responsible for their own business rates. HB suggested investigating additional Birmingham City Council grants which may be available.</p> <p>EC noted furlough regulations preventing support for publicly funded positions, which may apply to the Guild's block grant from the University. NB to discuss further outside the meeting.</p> <p>RS noted the impetus from the University to encourage the Guild building to remain open during the national lockdown, and likely financial costs associated with this. NB noted 'skeleton' staff and operating costs for opening the building of circa £5k per week.</p> <p>NB noted ongoing discussions around the handling of the Guild's block grant and commercial activity as part of the Task and Finish group. JT noted that Finance Committee would discuss possible implications from the Compact process in the next meeting. EC suggested moving forwards with a five-year funding settlement during the compact process.</p> <p>The Board discussed the operation of the Guild building during the national lockdown. JT updated the Board that the Guild had taken the decision to keep the building closed until at least the 18th January and would take a decision shortly for the rest of January, taking into consideration running costs and student demand. JD noted the clear advice from Government on staying at home</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>NB</p> <p>Noted</p> <p>Noted</p>
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11	HMRC Update	<p>NB updated the Board on developments with the Guild's outstanding VAT challenge from HMRC.</p> <p>NB noted that due to further developments regarding catering, Finance Committee had agreed not to make a payment on account to HMRC at this time, due to additional evidence arising of the Guild's legitimate historical handling of Catering VAT. NB noted that the Guild had moved forwards with a formal complaint to HMRC on its handling thus far of the issues for Catering VAT, based upon 'legitimate expectation'</p> <p>NB noted that due to the submission of the complaint, additional interest on the Guild's financial balance had been paused at present. NB noted that more than 20 Student's Unions had now subscribed to NUS's proposed legal action on behalf of the sector.</p> <p>NB noted a potential total charge of circa £560k if the Guild was to be found liable on all counts for HMRC's challenges. However, NB noted that the Guild had made a payment of £250k with respect to the Grant V Supply matter, due to rising interest costs.</p> <p>NB noted that the Guild had appointed a Legal Counsel, who would be meeting with the Guild and Guild tax advisors shortly.</p> <p>The Board noted the HMRC Update.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
12	Board Diversity & Good Governance Update	<p>The President presented the Board Diversity & Good Governance Report for the Board's information.</p> <p>SJ updated the Board on progress on the Good Governance action plan, noting changes to the format of the Board meeting papers and plans for more presentation of Board papers by Officers and student trustees. SJ noted the results of the Board equality and diversity survey, conducted in November 2020.</p> <p>SJ noted plans for publication of the Board's declarations of interest online, as recommended by NUS's good governance framework. The Board approved plans for publication of existing materials.</p> <p>The President updated the Board on progress on increasing diversity in the Guild's governance structures. The President noted that at their previous meeting, Appointment panel had approved a set of proposals to increase BAME representation on the Board, including searching for a BAME candidate to fill the position of student trustee, when the role became vacant. The Board discussed BAME representation in the Guild's governance structures.</p>	<p>Noted</p> <p>Noted</p> <p>Approved</p> <p>Noted</p>

		<p>RA suggested focusing on additional trustee representation for other liberation groups in addition to BAME students. The PGO noted possible issues with the expansion of the Board beyond current numbers. The President noted the long-term ambition to have a student trustee position linked to BAME students.</p> <p>TG left the meeting at 17:55.</p> <p>JT noted that at the previous meeting Appointments Panel had taken the position to 'endeavour' to recruit a BAME student to the position, however candidates would still be required to meet the necessary skills and experience to fulfil the role.</p> <p>HB noted that the approach through Appointments Panel allowed additional flexibility if the Guild looked to focus areas of representation in future.</p> <p>RS noted the need to feedback data on recruitment processes for BAME students and trustee recruitment in future to identify how candidates made their way through the recruitment process.</p> <p>RA noted the value of engaging with liberation associations as part of the trustee recruitment processes.</p> <p>The President thanked everyone for their contributions and noted plans for additional analysis BAME candidates in the trustee recruitment processes.</p> <p>The Board noted the Board Diversity & Good Governance Update.</p> <p>The President left at 18:10.</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>
13a	Democracy Update	<p>LG presented the Democracy Update for the Board's information.</p> <p>LG noted that since September, the Guild had progressed well with implementation of the Guild's new democratic structures, as established by referendum in February 2020. LG noted that elections for the new committees had taken place in October 2020, following which all committees had held their inaugural meetings.</p> <p>LG noted that despite difficulties with COVID-19, the Guild had successfully recruited students to the new Guild committees. LG noted that engagement with the new structures had been positive and was increasing, and noted the increase in additional administration.</p> <p>The Board noted the Democracy Update.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
13b	Pulse Survey	<p>LG presented the results of the Guild's recent 'pulse survey' of student opinion, collected to assess student experiences during the COVID-19 pandemic. LG noted that the survey had run during the time of the 2nd national lockdown in the UK in November 2020.</p>	<p>Noted</p>

		<p>The Board discussed the results of the survey/ LG noted significant increases in self-reported wellbeing issues and loneliness during the pandemic.</p> <p>LG noted that following the survey, the Guild had conducted its annual 'Speak Week', exploring issues in more detail. LG noted that analysis of additional information was ongoing and would be used to inform future comms responses.</p> <p>JT noted that the collected free text comments were very useful to break down different experiences and perceptions between different demographics.</p> <p>JT noted that the provisional results of the survey had been shared with the University, and feedback had been very positive.</p> <p>MD noted that the data collected could be perceived to be already out-of-date compared to student experiences in the recent/ third national lockdown. MD noted perceptions of significant dissatisfaction in the student body over the Christmas period and concerns around the Guild's communications. RA noted significant disruption to teaching and the student experience due to the national lockdown.</p> <p>The PGO noted there had been issues with the Officers communications during the Christmas period. HB noted the value of directing stakeholder frustrations around COVID-19 regulations to bodies responsible and providing communications on a regular basis in response to developments.</p> <p>The Board discussed the impact of the national lockdown and the University's current approach to the student experience. EW suggested possible differentials between different student year groups.</p> <p>RS suggested undertaking additional communications around COVID-19 in the short-term, led by the Officer team.</p> <p>The Board noted the Democracy Update.</p> <p>EC left the meeting at 18:25.</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>Noted</p>
14	CEO Report	<p>JT presented the CEO report for the Board's Information.</p> <p>HB asked if Trustees could offer any more support to the Guild. JT thanked Trustees for their continuing support and noted that a number of Trustees had been involved in the Task & Finish sub-groups.</p> <p>The Board noted the CEO report.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p>
15	AOB	No items noted	Noted
16	Meeting Reflection	No items noted.	Noted

The Chair closed the meeting at 18:30.

Signed

Date

DRAFT