

MINUTES OF THE PROCEEDINGS
of the second ordinary meeting of
the
Trustee Board
of the
Imperial College Union
in the 2007-2008 Session

The meeting of the Trustee Board was held in meeting room 7 of the
Union Building on Thursday 17th January at 6.30pm

Present:

Lay Trustee - Chair	Ram Gidoomal (RG)
President	Stephen Brown (SB) arrived 6.50pm
Council Chair	Mark Mearing-Smith (MMS)
Court Chair	Hamish Common (HC) arrived 6.50pm
Student Trustee	Daniel McGuinness (DGM)
Student Trustee	Ali-AI Hussaini (AAH) arrived 6.40pm
Lay Trustee	Lewis Hands (LH)
Lay Trustee	Mandy Hurford (MH)
Lay Trustee	Graham Howard (GH) arrived 6.40pm

Permanent Observers

Deputy President (Clubs & Societies)	Alistair Cott (AC)
Deputy President (Finance & Services)	Chris Larvin (CL)
Union Manager	Peter Haldane (PH)
ICU Honorary Senior Treasurer	Simon Archer (SA)
Governance and Administration Coordinator – clerk	Rebecca Coxhead (RC)

Apologies: Student Trustee Andrew Somerfield, Deputy President (Education & Welfare) Kirsty Patterson

The meeting was opened with quorum not being reached; however, this occurred at 6.40pm.

1. CHAIRS BUSINESS

NOTED:

- a) The Chair stated that he will assume that all papers have been read and asked those presenting papers to highlight pertinent points and that members ask questions at the appropriate time.
- b) In regards to meetings times for 2008, it was suggested that these occur around the following times:
 - i. Early April, second week preferably.
 - ii. Late May.
 - iii. Third week of July.

ACTION:

- 1. The Governance and Administration Coordinator to contact RG office to seek suitable dates around the suggestions from the board.**
- c) It was reported that Omar Hashmi has regretfully resigned as a Student Trustee.
 - i. It is anticipated that this vacancy will be filled by the next meeting of the Trustee Board.

2. MINUTES FROM LAST MEETING

RECEIVED: Minutes from 7th November 2007

RESOLVED:

- 1) **To accept the minutes as a true record of the last meeting.**

3. MATTERS ARISING

NOTED:

- a) In regards to the induction to Trustees, an induction pack was given to the Lay Trustees and a presentation will be given by the President at the next meeting.
 - i. The presentation was unable to occur at the current meeting due to the President being delayed by TFL and arriving late to the meeting.

ACTION:

1. **SB to give an induction session at the next meeting of the Trustee Board.**

- b) In regards to the Register of interest, the document has been circulated by email and hard copies have been made available.

ACTION:

2. **The Administration Coordinator to follow up outstanding registers.**

- c) RG stated that he has committed to College that he will work with the Union to guide through the process of registering with the Charity commission.
 - i. RG intends to remain as a lay trustee until the point that the Union registers as a charity.
 - ii. As per the Constitution, the Chair will need to be re-elected as at the 1st August.
- d) In regards to the photos and biographies of Trustee Board members, it was requested that these are sent to RC by the next meeting.

ACTION:

3. **Trustee Board members to send a 150 word biography and photo to RC by the next meeting.**

- e) The Annual Report will be presented to College Council at the July meeting.
 - i. It was indicated that it would be pertinent for the Trustee Board to sign off the report before it being submitted to College council.
- f) In regards to the age debt analysis, PH submitted a report as at the 31st December 2007 which outlined the Union debt position and a recommendation.
 - i. The value of trade debts as at 31.12.07 is £120 782. This figure includes some very old debts from 2005 which are unlikely to be recovered.
 - ii. Of the £22 000 that possibly won't be recovered, approximately £9 900 of this is owed by Imperial College.
 - iii. The Finance Office will from now on be presenting a monthly bad debt statement to PH.
 - iv. It has been recommended by the acting Head of Finance to increase the amount of allowance for bad debt to £30 000.
- g) In regards to the Code of Conduct, HC suggested that the Charity Commission has a template available online that can be adapted for Imperial College Union.
- h) The 'Shop Strategy' is currently in progress and will be presented to the Trustee Board at the next meeting.
 - i. PH stated that as at week 23, shop takings were increased 18.5%.

4. BEIT REDEVELOPMENT – PHASE II

RECEIVED: The paper and appendix was presented by SB

NOTED:

- a) SB gave the background as to why there has been a delay in College giving confirmation of funding this phase of the project.
- b) Phase II will include the current gym space being relocated to the top floor and that space then having a mezzanine level inserted which will house the Student Activities Centre.
 - i. Potentially the main Union offices will sit under the mezzanine level, however, this will be in phase III or later.
 - ii. The current Student Activities Centre will be transformed in to meeting rooms.
- c) DMG questioned if key stake holders had been consulted.
 - i. SB replied that the plan had been presented to many Union Council meetings over the past few years and it is not appropriate for every new Sabbatical and officer team to change the plan and their 'whims'.
 - ii. It was assured that a working group of the key stakeholders, i.e. Clubs and Societies, is currently being complied.
- d) College have indicated that they will not be funding phase III due to this phase improving the commercial areas of the Union.
- e) Building works are planned to start in March 2008.
 - i. The tender process is still to be undertaken and this will be lead by College.
- f) LH reminded that the Union is the client in this project and there should be a clear line of division between the task of College and the Union.
 - i. PH stated that this was not an issue in phase I and is anticipating that this will not be a problem in the concurrent phase.
- g) Approximately £300k will be left in the Union reserves after phase II.
 - ii. This level of Union Reserves has been suggested as a sustainable amount by the acting Head of Finance.
- h) RG stated that it would be pertinent to have updates on this project reported to the board at each meeting.
- i) LH stated that he has expertise in managing such large scale projects and offered to assist as necessary.

ACTION:

1. **LH and PH to discuss how LH expertises can be utilised in the Beit Redevelopment project.**

- j) The Board moved to a vote on accepting the paper and it was passed unanimously.

RESOLVED:

- 1) **To approve the proposal for the second phase of the Beit Redevelopment.**

5. PRESIDENT'S REPORT

RECEIVED: The report was presented by SB.

NOTED:

- a) CL spoke on the section pertaining to the Summerball.
- b) A £25k 'credit' has been negotiated with College. This will cover the goods and services that College will be providing; catering, venue hire etc.
 - i. This is the first time College have offered a credit system rather than a lump sum amount.
 - ii. Concern was raised by HC that the credit system reduces the autonomy of the Union with College dictating that they must be the service provider thus creating a monopoly.
 - iii. The President stated that one of the key reasons for College offering a credit system is to reduce the paperwork

- c) Tickets are currently on sale. There is an early bird offer and then 2 further price increases closer to the event occurring.
- d) CL is working with the Alumni office and faculty alumni to promote the event to alumni.
- e) Artist line up is currently being negotiated.
- f) BP is currently the lead sponsor with £8k being pledged.
- g) RG requested a paper to be presented to the next meeting of the Trustee Board that outlines potential risks and assurances.

ACTION:

1. **CL to bring a paper outlining the risks and assurances of the Imperial College Union Summerball 2008 to the next meeting of the Trustee Board.**

RESOLVED:

- 1) **To accept the report.**

6. GENERAL MANAGER'S REPORT

RECEIVED: The report was presented by PH

NOTED:

- a) PH updated the management accounts figures as below:
 - i. Increase in revenues of 18% (5% in trading)
 - ii. 8% over budget (5% in trading)
 - iii. Trading has achieved a net profit of £53k for the first 4 months of the year; 5% above budget.
- b) In regards to phase II of the Masterplan, PH assured that the cheapest tender may not necessarily be the one chosen.
 - i. One of the key deciders when choosing the contractor will be that they demonstrate the understanding of the robust nature of all forms of student activity.

RESOLVED:

- 1) **To accept the report.**

7. COUNCIL CHAIR REPORT

RECEIVED: The report was presented by MMS

NOTED:

- a) MMS stated that the section pertaining to quorum of meetings should be struck from the report as this is currently being investigated.

RESOLVED:

- 1) **To accept the report.**

8. COURT CHAIR REPORT

RECEIVED: The report was presented by HC

RESOLVED:

- 1) **To accept the report.**

9. FINANCIAL REPORT

RECEIVED: The report was presented by SB

NOTED:

- a) MH questioned if it was possible that a breakdown in trading figures be provided.
 - i. PH stated that in the report provided in future will have that breakdown included.
- b) In regards to the set up of the Audit Committee, it was suggested that the President, Deputy President (Finance & Services) and a lay member form the membership.
 - i. It was pointed that the Chair or Honorary Senior Treasurer can not sit on the committee.
- c) The time commitment would approximately be 2 meetings a year.
- d) RG asked for a lay member to volunteer to the sit on the sub committee and asked that members consider this and express their interest back to RG.
 - i. LH expressed an interest in sitting on the sub committee.
 - ii. There was no objection and LH was appointed to sit on the Audit Committee.
- e) It was pointed by HC that the Deputy President (Finance & Services) can not sit on the audit committee as they are an observer and not a board member.
 - i. The Constitution states that a sub committee must be composed of at least 3 members, at least one whom shall be a Lay Trustee
 - ii. MMS offered to sit on the committee. There were no objections to this.

RESOLVED:

- 1) That LH, MMS and SB form the membership of the Audit committee

10. ANY OTHER BUSINESS

10.1 – Union Court standing orders

NOTED:

- a) The Trustee Board was asked to approve the Union Court standing orders.
- b) There were no objections and it was resolved to accept the amended Union Court standing orders

RESOLVED:

- 1) To accept the amended Union Court standing orders

The meeting moved in to closed session at 7.55pm

Approved as a correct record at a meeting
of the Trustee Board on

_____ 2007/08

_____ Chair of the Meeting