



Minutes of the Imperial College Union
Board of Trustees
17 July 2014
Meeting room 3, 18.00

Present:

Lay Trustee - Chair	Julia Higgins (JH)
President	David Goldsmith (DG)
Lay Trustee	Colin Kerr (CK)
Alumni Trustee	Andy Heeps (AH) (via Skype)
Lay Trustee	George Palos (GP)
Deputy President (Clubs and Societies)	Yas Edwards (YE)
Deputy President (Education)	Natalie Kempston (NK)
Deputy President (Finance & Services)	Kieron Creagh (KC)
Deputy President (Welfare)	Marissa Lewis (ML)
Elected Student Trustee	Michael Foster (MF)

Permanent Observers

Managing Director	Joe Cooper (JC)
Governance and Administration Manager – Clerk	Rebecca Coxhead (RC)
Finance Manager	Malcolm Martin (MM)

Observers: President elect Tom Wheeler (TW), Deputy President Clubs & Societies elect Abigail de Bruin (ADB), Deputy President (Education) elect Pascal Loose (PL), Deputy President (Finance & Services) elect Alex Savell (AS), Deputy President (Welfare) elect Chris Kaye (CHK), elected Student Trustee Tom Lim

Apologies: Council Chair Richard Bennett (RB), Elected Student Trustee Bukki Adedapo (BA), Appointed Student Trustee Tian Chew (TC), Appointed Student Trustee John Winters (JW)

1. CHAIR'S BUSINESS

NOTED:

- a) The Board thanked George Palos, David Goldsmith, Yasmin Edwards, Marissa Lewis, Kieron Creagh, Natalie Kempston, Michael Foster, Bukki Adedapo, Tian Chew and Richard Bennett for their contribution to the Board and sub committees over their time as trustees and were wished all the best for the future.

2. DECLARATION OF CONFLICT – NONE

3. MINUTES OF LAST MEETING – 9 May 2014

NOTED:

- a) JH requested that an action sheet is circulated with the minutes which will be updated with the outcomes of the action before the next meeting.
- b) The minutes were passed as an accurate record of the meeting

RESOLVED:

- 1) To pass the minutes as an accurate record.

4. MATTERS ARISING

NOTED:

- a) In regards to point 11.1, JC to work with YE to draft a process for allocating communications support to CSP events, it was stated that the process is being drafted and is in hand.

5. APPOINTMENTS AND REMUNERATION COMMITTEE MINUTES – 4 JUNE 2014

RECEIVED: The minutes were presented by JH

NOTED:

- a) The process for recruiting Lay and External Trustees will be taking place over the coming months.
 - i. JC has identified 3 external recruitment consultant companies that will be invited to come and present to a panel who will decide and recommend which company to use to the Appointments and Remuneration Committee. TW and ML were asked if they attend panel along with JC.
 - ii. A time table of the recruitment process for trustees will be circulated in approximately one month's time.

ACTION:

- 1. JC to circulate a timetable on the recruitment of lay and student trustees by August 31.**

- b) The Appointments and Remuneration approved the recommendation of John Winters' length of term as Appointed Student Trustee be the full 2 years.

RESOLVED:

- 1) To appoint John Winters as a Student Trustee with his term of office to end on 10 January 2016**
- c) The Committee considered the Sabbatical contract and there were some minor changes agreed by the Appointments and Remuneration Committee.
 - i. Board approved the recommendation to approve the Sabbatical Contract

RESOLVED:

- 2) To approve the Sabbatical Contract for 2014/15.**

At this point JC, RC and MM left the room whilst the next topic was discussed

6. GOVERNANCE COMMITTEE MINUTES – 17 JUNE 2014

RECEIVED: The minutes were presented by AH via Skype

NOTED:

- a) At the meeting, the initial stages of the Bye Laws review got underway.
 - i. It was stated that the current Council Chair and Council chair elect will be contacted by AH suggesting that they look in to the Council Subcommittees Standing Orders to see if they are still fit for purpose.

ACTION:

- 1. AH to contact the Council Chair and Council Chair elect to suggest that they review the current Council Subcommittees Standing Orders.**

- ii. The changes to the Role Descriptions and names of the Deputy President Clubs & Societies and Deputy President (Finance & Services) were agreed by Union Council with the required two thirds majority.

- iii. KC stated that both the changes were passed by Union Council with the expectations that the changes to the role will come in to effect after they have gone through Board and College Council but the name changes will not come in to effect until they are announced as part of the Major Elections nominations in 2015.
- iv. AH stated that there is a procedure and process which must be adhered to as the Sabbatical Elects stood and were elected under the current names and role descriptions so it may be unfair if these changes were forced though. The Sabbatical elects, once in office are able to move towards acting towards the changes to the descriptions.
- v. Board moved to a vote on passing the proposed changes to the Role Descriptions and names and they were passed unanimously.

RESOLVED:

- 1) **To pass the changes to the Role Descriptions and Roles Names under Bye Law D – Officers of the Union (See Appendix I) with these changes to be submitted to College Council for Approval.**

7. FINANCE AND RISK COMMITTEE minutes – 23 June 2014

RECEIVED: The minutes were presented by CK

NOTED:

- a) The majority of the business will be covered in other agenda items.
- b) Overall, the financial health of the Union is positive.

9. OPERATING PLAN

RECEIVED: The plan was presented by JC

NOTED:

- a) The Operating Plan is the Union's Annual Objectives which the Board monitor through regular updates from the Managing Director. Each objective relates directly to an objective in the strategic plan.
- b) Each department of the Union has a Departmental Plan that link to staff member's personal development reviews and the Strategic Plan.
- c) Under Student Experience, the following points were highlighted:
 - i. Imperial Plus has been a great success.
 - ii. There is still work to do in regards to registering in Investing in People.
 - iii. Growth in the Student Volunteering scheme is an ambitious target however there are systems and resources in place to support this.
 - iv. College Graduate Attributes Scheme ties in with the Unions Development Program and the Union is working closely with College to develop the College Graduate Attributes Scheme.
- d) Under Student Voice, the following points were highlighted:
 - i. The initial investigations of the democracy review have indicated that students feel that the Union's current democratic structures aren't accessible to all and it is confusing how students can access these.
 - ii. The status of the Student Academic Choice Awards has become well established and will perpetuate a greater number of nominations. The target this year focuses on increasing the amount of students that submit nominations.
 - iii. The target to develop the engagement with local MPs, members of the London Assembly and representatives of local authorities has been greatly exceeded. It was suggested to target Imperial College Alumni MPs.
- e) Under Sustainable Organisation, the following points were highlighted:
 - i. The Union is delivering services to its members but also interacts with externals that can be classified as 'customers'. Customer commitments statements are referred to as 'our promises'.

- ii. Initial findings from the Deloitte audit report indicate that the Union will progress to Substantial Assurance. This is a significant achievement for the Union. There is still a challenge in that there is still the perception by some members of College that the Union is financially unstable which will still take time to dissipate.
- f) It was suggested that the plan form part of the discussion at the Away Day on 4 August.
- g) Board approved the presented Operating Plan.

RESOLVED:

- 1) **To pass the Operating Plan 2014/15.**

8. BUDGET & CAPITAL EXPENDITURE PLAN 2014/15

RECEIVED: The budget was presented by MM

NOTED:

- a) The increase in the block grant is an outcome of the change in funding of Boat Insurance and the Amenities Fund. Other income is from the sale of depreciated minibuses, consultation to City University and increase in marketing income. Also a 2.5% increase in block grant as part of the three year funding deal
- b) Overall highlights of the budget include, investment in staff development and trustee training, cleaning contract expenditure decrease, improved Union Awards Ceremony, ongoing investment in Imperial Plus and student development, ongoing investment in the Student Academic Choice Awards and investment in Student Led Campaigns.
- c) Changes to the budget include the administration of the Amenities Fund, the employment of full time student activities role for minibus administration as well as more resources across the student activities spectrum, the employment a new Bar Manager at Reynolds Bar, extra provisions for elections and significant projected growth in advertising income.
- d) The key risks and opportunities have been identified as income from the disposal of the minibuses, income from the consultancy to City University, increase in activity in Beit Venues, new retail outlet and the realisation of Careers Fair income.
- e) The projection to hit the reserves target will see this happening in 2019 and Board need to be mindful of this when approving the budget.
- f) CK stated that the Finance and Risk Committee scrutinised the budget thoroughly and commended the work of all those involved to get it to the version presented to Board.
- g) The Board passed the presented Budget and Capital Expenditure plan.

RESOLVED:

- 1) **To pass the presented Budget and Capital Expenditure plan for 2014/15.**

10. REPORT ON BOARD OF TRUSTEES AWAY DAY

RECEIVED: The report was presented by JC and AH

NOTED:

- a) It was suggested that Board approve the implementation of point 2.2.2 as quickly as possible as this will create a proposed body of work. Point 2.2.2 is as follows:
 - i. The introduction of quarterly, informal, governance management meetings between the Board Chair, all Sub Committee chairs, the Managing Director and the Union President to discuss current and future business of Board Committees.
 - ii. Board moved to a vote on approving this implementation and it was passed unanimously.

RESOLVED:

- 1) **To approve the formation of governance management meetings.**

ACTION:

- 1. **RC to schedule the Governance Management Meetings before August 31 2014.**

- b) 2.2.1 A rolling 18-24 month planning cycle for Board Meetings, Committee Meetings and Away Days has been completed.
- c) The Board passed the presented report.

RESOLVED:

- 1) **To pass the Report of the Board of Trustees Away Day**

11. PRESIDENT'S REPORT

RECEIVED: The report was presented by DG

NOTED:

- a) In regards to the acquisition of Heston Sports Ground, YE has met with the Imperial College School of Medicine Student Union, the affected clubs along with Sport Imperial and have a plan to limit the impact on clubs.
- b) The Board passed the presented report.

RESOLVED:

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

12. MANAGING DIRECTOR REPORT

RECEIVED: The report was presented by JC

NOTED:

- a) Initial indications are that the Summer Ball will return a modest profit.
- b) JC expressed his fond farewell and thanks to the outgoing officer trustees.
- c) The Board passed the presented report.

RESOLVED:

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

13. COUNCIL CHAIR REPORT

RECEIVED: The report was as tabled

NOTED:

- a) The Board passed the presented report.

RESOLVED:

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

14. EXTERNAL SPEAKERS REPORT

RECEIVED: The report was presented by YE

NOTED:

- a) The care that the Union is putting into managing the reputational risk mitigation was commended.
- b) The Board passed the presented report.

RESOLVED:

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

15. ANY OTHER BUSINESS

15.1 FELIX POLICY

NOTED:

- a) The current Felix Policy is a policy of the Executive Committee.
- b) The proposers of the current version of the policy have consulted with Sabbatical Officers and staff to get it in to its current form.
- c) There was discussion around point 8 of the policy in that should the word 'exclusion' be included.
 - i. It was highlighted that reference to Union procedures and policies in the document takes away some of the severity of the point.
 - ii. In an urgent situation where the Union will be brought in disrepute, the Board will step in and act as appropriate in the best interests of the student body.
 - iii. It was agreed that point 8 be reworded as follows: 'Under no account shall any individual in their capacity of Union Officer or employee – including the Union President – have the right to insist on the inclusion or exclusion of any material/content in "Felix" or online.'

RESOLVED:

- 1) **Point 8 of the Felix Policy to read as follows:**
'Under no account shall any individual Union Officer or employee – including the Union President – have the right to insist on the inclusion or exclusion of any material/content in "Felix" or online.'
- d) Board moved to a vote on passing the amended Policy and it was passed unanimously.

RESOLVED:

- 2) **To pass the Felix Policy with amendment (see Appendix II)**

15.2 SPORTS STRATEGY

NOTED:

- a) The tabled document was passed at the last meeting of Union Council.
- b) The aims of the document are to promote and encourage health, wellbeing and participation of members through sport and it identifies the difference between the Union and Sports imperial.

The meeting closed at 8.15pm
Approved as a correct record at a meeting
of the Trustee Board on

_____ 2013/14

_____ Chair of the Meeting

Appendix I - Bye-Law Changes

D. Officers of the Union

1. The Officers of the Union shall be the:

1.1. Officer Trustees:

- 1.1.1. President,
- 1.1.2. Deputy President (Clubs & Societies),
- 1.1.3. Deputy President (Education),
- 1.1.4. Deputy President (Finance & Services),
- 1.1.5. Deputy President (Welfare),

Job Descriptions for the Officer Trustees

x. Beyond their responsibilities as Trustees all Officer Trustees shall;

- x.1. Act as a Trustee ex-officio,
- x.2. Fulfil all Presidential and constitutional responsibilities,
- x.3. Execute and develop policy and further the aims and objectives of the Union,
- x.4. Ensure that all members of the Union are equally represented,
- x.5. Chair relevant Union Committees,
- x.6. Liaise with Union and College staff as appropriate,
- x.7. Represent the Union on external committees as appropriate,
- x.8. Report to Union committees as appropriate,
- x.9. Negotiate extra duties where appropriate,
- x.10. Coordinate the work of the non- Trustee officers of the Union,
- x.11. Ensure that the Union provides relevant and sustainable events and services that meet the demands of its members,
- x.12. Campaign, where appropriate, on issues relevant to the membership.

President

8. The President shall;

- 8.1. Be the chief executive officer of the Union,
- 8.2. Be responsible for constitutional development and preliminary interpretation,
- 8.3. Be responsible for the Managing Director,
- 8.4. Be responsible for coordinating the work of the officer trustee team,
- 8.5. Take on or delegate Presidential duties where appropriate,
- 8.6. Be responsible for representing the Union to the local community and external bodies,
- 8.7. Be responsible for the effective coordination of activities and representation at non-South Kensington Campuses in conjunction with the relevant officers and Union committees,
- 8.8. Ensure the adherence to the Complaints and Discipline procedures set out in Section E of the Bye-Laws.

Deputy President (Clubs & Societies) (to be renamed the Deputy President (Activities & Development) for Big Elections 2015)

9. The Deputy President (Clubs & Societies) shall:

- 9.1. Take on Presidential duties as appropriate,
- 9.2. Be responsible for the effective coordination and representation of Clubs, Societies & Projects, in conjunction with the relevant Union committees,
- 9.3. Liaise with Union staff to ensure that appropriate support is being given to all Clubs, Societies & Projects,
- 9.4. Represent Union Clubs and Societies to British Universities & Colleges Sports (BUCS).
- 9.5 To be jointly responsible for the sustainability, training and support of volunteers.

Deputy President (Education)

10. The Deputy President (Education) shall

- 10.1. Take on Presidential duties as appropriate,
- 10.2. Be responsible, for reporting to the College student opinion on academic affairs, suggesting areas for development, and enhancing the student experience and provision for students,
- 10.3. Be for responsible for the training and running of a Representation Network for the Academic Representatives of the Constituent Unions and other student bodies,
- 10.4. Liaise with the Constituent Unions on all academic matters concerning students,
- 10.5. Support Student Enterprise and Innovation within the Union and the College.

Deputy President (Finance & Services) (to be renamed the Deputy President (Activities & Finance) for Big Elections 2015)

11. The Deputy President (Finance & Services) shall:

- 11.1. Take on Presidential duties as appropriate,
- 11.2 Be responsible for providing support on Financial matters to Clubs, Societies & Projects,
- 11.3. Be responsible for the adherence of Clubs, Societies & Projects to the Union's Financial Procedures,
- 11.4. Be responsible for the effective coordination and representation of student skills development and accreditation programmes operated by the Union,
- 11.5 To be jointly responsible for the sustainability, training and support of volunteers.

Deputy President (Welfare)

12. The Deputy President (Welfare) shall:

- 12.1. Take on Presidential duties as appropriate,
- 12.2. Be responsible for identifying and informing College of student opinion on welfare issues and suggesting areas for development, and for coordinating and publicising all campaigns concerning:
 - 12.2.1. equal opportunities and welfare issues,
 - 12.2.2. volunteering opportunities.

- 12.3. Be responsible for representing the welfare needs of all students, especially minority or under-represented groups to the College,
- 12.4. Be responsible for maintaining and running a Welfare Network with the Union and Constituent Union Liberation Officers,
- 12.5. Be responsible for providing support to student led campaigns.

Appendix II

Felix Policy

1. This policy sets out: the expectations made by Imperial College Union regarding the publication of Felix; the role of the Union in the publication of Felix; and the nature of the position of Felix Editor.
2. In addition to being the publication of the students of Imperial College, Felix is also a student society, and as such has a number of other requirements and implications.
3. As a student club Felix is governed by its Constitution and the decisions of the Clubs, Societies and Projects Board, the same as any other Club.
4. Felix shall abide by the Union's Equality and Diversity Policy in all its articles, online content and comments.
5. The Editor shall oversee and manage all aspects of the running, production and dissemination of Felix. They shall be responsible to the Union for every article and picture printed or published online, and the financial integrity of the newspaper (as distinct from the finances of the Club).
6. The Editor is responsible in their role as a Union employee to the Imperial College Union President without prejudice to the Editor's operational and editorial independence, and with the President acting under the constraints set out in this policy and other Union documentation.
7. Felix shall remain editorially independent from the Union, and is free to operate and report on events as the Editor sees fit such that the reporting is not acting against the wider interests of the students. This may or may not coincide with the interests or attitudes of Imperial College or Imperial College Union.
8. Under no account shall any individual Union Officer or employee – including the Union President – have the right to insist on the inclusion or exclusion of any material/content in “Felix” or online.’
9. Felix, as a Union Publication, is required to comply with the Press Complaints Commission Code of Practise as adjudicated upon by the Union's Board of Trustees.

10. All students, from all campuses, must be given the opportunity to write for Felix, and the Editor should strive to print all material which is of an acceptable standard of English.
11. Deadlines for content should be set by the Editor at the beginning of the year and should be widely publicised and available to all students. The Editor is free to reject any material which fails to meet these deadlines.
12. Felix should be a news-driven publication, printed on a weekly basis and distributed to every major teaching site during term time, with the primary focus being on news and content relevant to the students of the Union.
13. News should be published on, at least, a weekly basis online, including outside of term time, whilst the Editor is employed by the Union – this may or may not be done by the Editor themselves.
14. Space must be provided for feedback from the student body concerning the content within Felix's pages and Felix itself. Students must be given the right to reply to any article published. The Editor retains the right to edit letters, set limits on the number of responses printed but these powers should not be used to bias open debate or counteract criticism of the Union, Imperial College or Felix itself.
15. All Union Clubs, Societies or Projects should be given the ability to publicise and report on their activities – this includes the reporting on the success or failings of any Sports events or Fixtures. Space should be set aside each week for articles from Clubs who wish to report on recent events. This does not give Clubs the right to demand publication: the Editor retains the right to edit or rule out articles.
16. The Union should be given the opportunity to report on its activities and concerns, e.g. through a Presidential column or reports by Officers of the Union. However Felix shall remain editorial independent from the Union: all Union content/articles must be clearly label as such and are subject to the same editorial controls as any other content.
17. Felix should promote student engagement with the Union, with particular focus on key Union matters. Key meetings, such as General Meetings, should be clearly advertised but Felix is not required to support or promote any decisions, actions or viewpoints relating to a meeting or matter for decision.
18. The election of Trustees (Officer and Student) and the Felix Editor should be given extensive coverage. This includes but is not limited to: including details of the opening of nominations, Hustings and the elections themselves and the printing of the manifestos of all the candidates for the posts, including Re-Open Nominations. Other positions may be advertised at the discretion of the Editor.
19. The Union's Central Services shall pay for the remuneration of the Felix Editor as a Sabbatical Officer.

20. The Union shall fund 29 issues of Felix to include a special edition for the start of each Academic year up to a maximum cost, of £29,000.
21. The Union shall fund the termly publications of I, Science up to a maximum cost, of £3,000 annually.
22. The Union's Central Services shall manage advertisements printed in Felix – this includes those from the Union, external companies and any Club, Society or Project. Felix may arrange their own Sponsorship and non-print advertising.
23. The Union's Central Services shall pay Felix 50% of any advertising based income above the total cost of printing the paper and the remuneration of the Felix Editor (should any be achieved).
24. The Editor will make space for all advertisements sent for inclusion in the Felix and I, Science publications. In the case of Felix the Editor must be notified of all requirements by 5pm on the Tuesday before the Friday publication date. The Editor must notify Central Services of any issues with the inclusion of any advertisement by 5pm on the Wednesday, and must specify why the advertisement is not suitable for publication.
25. Other than the remuneration of the Felix editor, printing costs and print advertising income Felix shall operate like every other CSP.
26. The Editor shall present a termly report to Imperial College Union Council and shall be available to answer questions about its contents.
27. The Editor shall be elected by a cross campus ballot subject to the same requirements of the Officer Trustees of the Union (Bye Law F).
28. The Union, as the employer, shall be responsible for the provision of any training and support as needed on an individual basis for the production of a quality newspaper using the facilities as provided by the Union to the Editor. This may include training to support them in their role as the leader of a large diverse team of contributors.