



TRUSTEE BOARD

The fourth ordinary meeting of the Trustee Board for the 2017/18 session, was held on Thursday 26 October 2017 in Meeting Room 3, Beit Quad at 4pm.

Unconfirmed minutes

Present:	Neil Sachdev	Board of Trustees Chair
	Jill Finney	Lay Trustee
	Kate Owen	Lay Trustee
	Alex 'Chippy' Compton	Union President
	Matt Blackett	Deputy President (Finance & Services)
	Tom Bacarese-Hamilton	Deputy President (Clubs & Societies)
	Fintan O'Connor	Deputy President (Welfare)
	Nick Burstow	Deputy President (Education)
	Owen Heaney	Council Chair
	Thomas Waite	Student Trustee
	Eric Suen	Student Trustee
	Lingru Zheng	Student Trustee
In Attendance:	Jarlath O'Hara	Managing Director
	Malcolm Martin	Head of Finance & Resources
	Angela D'Souza - Clerk	Administration Support Manager
Apologies:	Dorothy Griffiths	Lay Trustee

Item 1 – Welcome	Action
<ol style="list-style-type: none"> 1. The chairperson welcomed the Group to the first meeting of the 2017/2018 year. 2. NS confirmed to Board his decision to step down as Chair. JF left the room. 3. KO addressed Board regarding appointment of the new Chair. Following due process the appointment of Jill Finney was agreed by Council on the 23rd October. Jill Finney is the new Chair of Board and will formally take up her duties at the end of this Board meeting. 4. Jill Finney's appointment received a unanimous vote of confidence and she was welcomed to the meeting as incoming Chair. 5. JF will chair the next Board meeting. NS will stay on as the interim Finance & Risk Chair until a suitable replacement is found. 6. JF will continue to chair the Communications Committee. 7. NS pointed out the need for a robust process to ensure all papers are submitted to Board in a timely fashion. Request that OT papers should be presented in one PDF for ease of reference. 	<p style="text-align: right;">Angela D'Souza (Administration Support Manager)</p>
<p>Item 2 – Conflict of interest declaration</p> <ol style="list-style-type: none"> 1. None declared 	

<p>Item 3 – Apologies</p> <ol style="list-style-type: none"> 1. Dorothy Griffiths <p>Item 4 – Minutes</p> <ol style="list-style-type: none"> 1. Chair presented minutes from 29 June 2017 meeting to Board and invited questions or comments. 2. Board happy to sign off minutes. <p>Item 5 – Action Tracker</p> <ol style="list-style-type: none"> 1. NS requested that the Action Tracker should include a completion date. 2. Democracy Review – Union President to report back with an update from Governance Committee. 3. Well-Being Provision – This is to be taken off the Action Tracker with a regular update to Board from the Managing Director. 4. CSR Policy – JOH to provide a date to Board in December as to when this work will start and what will be included in it. Consideration to be given to whether a CSR Committee will be required. 5. Alumni Report – To be removed from the Action Tracker with regular updates to Board. <p>NS raised broader question about what we are going to do to encourage lifelong participation.</p> <ol style="list-style-type: none"> 6. Institutional Culture – JOH and ACC attending Provost Board meeting on the 27th October. JOH to prepare a short note to Board with an update. To be circulated prior to next Board meeting. 7. CSP reserves investment – to be removed from Action Tracker. 8. Motor Club Drainage – To be removed from Action Tracker. This is now part of the Health & Safety plan. 9. Crisis Communication Plan – To be removed from the Action Tracker. JOH has included an update in the MD report. 10. Union Reserves Investment Committee – JOH pointed out that there is not a critical mass of numbers to help with assigning where we can offer more to our students. There is still some work to do. JOH to resolve by Christmas. 11. NS suggested that it might be useful to have a flip chart with any outstanding actions from the Action 	<p>Angela D’Souza (Administration Support Manager) Alex Compton (Union President)</p> <p>Jarlath O’Hara (Managing Director)</p> <p>Jarlath O’Hara (Managing Director)</p> <p>Jarlath O’Hara (Managing Director)</p> <p>Paul Buckley (Head of Student Experience)</p> <p>Jarlath O’Hara (Managing Director)</p> <p>Angela D’Souza (Administration Support Manager)</p> <p>Angela D’Souza (Administration Support Manager)</p> <p>Angela D’Souza (Administration Support Manager)</p> <p>Jarlath O’Hara (Managing Director)</p>
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<p>Tracker made available at every Board meeting as a good visual point of reference. This will improve the process of Board and understanding of actions.</p>	<p>Angela D'Souza (Administration Support Manager)</p>
<p>Item 6 – Governance Committee minutes of 6 September 2017. JOH presented highlights on behalf of Dorothy Griffiths.</p> <ol style="list-style-type: none"> 1. Terms of Reference need to be approved. They are not in the minutes and need to be added in. 	<p>Jarlath O'Hara (Managing Director)</p>
<p>Item 7 – Finance & Risk Committee minutes of 11 October 2017. JF presented highlights.</p> <ol style="list-style-type: none"> 1. The first EPOS report will be available before the next Board meeting with a full review at F&R in January. 2. The presentation of the annual accounts was successfully completed. Board recognised the Head of Finance & Resources and his team's incredible efforts. It is a job well done. 3. The auditor's report must be circulated. 4. The auditor's report should form part of the induction pack for the new chair of Finance & Risk when they are appointed and for all new Officer Trustees so as to enable them to get up to speed faster 5. Minibus fleet. Should we use an external coach company to cope with the demands on a Monday evening and what impact will this have on our minibus fleet. MB pointed out that the next minibus purchase would be in January 2018 and so these points and pricing would be investigated further. 6. Social Enterprise Strategy. The Union are down to the last two for the Dyson tender. The final presentation will take place on the 15th November 2017. There will need to be further clarification sought in terms of engagement. 7. JF pointed out that, in terms of our decision to do this, the approval method would go through the Finance & Risk Committee. 8. JOH suggested that it may require an extraordinary meeting of Finance & Risk if a decision has to be made quickly. 9. NS asked question 'have we got the capabilities to expand. If we expand out to White City, what are we going to offer there?' 10. JF commented that we need a commercial strategy and to know what our vision is for commercial services. 11. NS suggested that we need to design a Commercial strategy for the Union for the next five years. To be written by the new Head of Commercial Services upon their appointment. 	<p>Malcolm Martin (Head of Finance & Resources)</p> <p>Malcolm Martin (Head of Finance & Resources) Malcolm Martin (Head of Finance & Resources)</p>

<p>Item 8 – Communication Committee minutes of 11 October 2017. JF presented highlights.</p> <ol style="list-style-type: none"> 1. Andrew Keenan, Head of Student Voice & Communication, will be preparing an umbrella scope paper to identify how the three work streams of Democracy, Governance and Liberation are going to work together internally. 2. Committee noted that the Union have not found anyone to lead on the Felix review. Noted that this could be due to the review being too broad. AK to report back on how the project is to move forward. 3. Officer Trustee communication. Committee continuing to look at ways to improve communication. 4. AK is meeting with the Officer Trustees to create a communication plans. JF wants to see all the Officer Trustee communication plans. 5. KO suggested that the Officer Trustees could co-chair the committee feedback at Board meetings. Board agreed this would be a good idea and should be introduced at future meetings. 	<p>All Officer Trustees</p>	
<p>Item 9 – Health & Safety.</p> <ol style="list-style-type: none"> 1. Nothing to note at this stage as JOH has included a more comprehensive overview in the MD's report to be shared later. 		
<p>Item 10 – Strategic Risk Register.</p> <ol style="list-style-type: none"> 1. JOH pointed out that the register is owned by Board. 2. KO noted that the register is much clearer in reflecting what the risks mean but we need to be clear about our risk appetite. 3. NS commented that in reviewing the register, he could not sense any level of urgency to find mitigation in place. The register should have a matrix showing where we are positioned in all of these areas i.e. is it a financial, reputational risk or both. 4. In terms of format, the Executive Lead should move to the top of each risk as it is important to know how is overseeing the controls. 5. NS suggested it was important to include some milestone dates so Board can see when some of these pending controls are actually going to be actioned. 6. JF requested that a level of horizon scanning would be a useful exercise to undertake to provide a summary of external conditions. This will then provide some value-added information to support with decision making. 7. JOH enquired when the Strategic Risk Register should be reviewed. Board looks at the register once a year. NS suggested that it would be best placed at the end of the Officer Trustees' term of office. This will be added to the forward agenda. 		<p>Jarlath O'Hara (Managing Director)</p> <p>Jarlath O'Hara (Managing Director)</p> <p>Jarlath O'Hara (Managing Director)</p> <p>Jarlath O'Hara (Managing Director)</p> <p>Angela D'Souza (Administration Support Manager)</p>

<p>8. The Strategic Risk Register should be added to the agenda for April Board. Then it will be taken down to the Finance & Risk Committee to manage routinely.</p> <p>Item 11 – Annual Report and Accounts</p> <ol style="list-style-type: none"> 1. MM presented an overview to Board. After the Finance & Risk Committee meeting the auditors received the narrative and they needed to make sure it was consistent with the numbers. 2. On the 14th October MM met with Tony Lawrence to walk through some assurance to the College. 3. At Board today MM requested ratification of the accounts as it is the responsibility of the Trustees to sign them off. They will then go to the College Audit Committee and then through to Council Chair before a printed hard copy is made available and published on the website. The accounts will also be updated on the Registered Charities Commission website. 4. NS congratulated MM and his team on the impressive and timely execution of the accounts, especially noting that the organisation hit budget. This is an excellent achievement by all the team. <p>Item 12 – Managing Directors Report</p> <ol style="list-style-type: none"> 1. As part of the Health & Safety Review there was a College Health & Safety audit commissioned in September. This proved to be a very useful process that highlighted a number of operational improvements and recommendations and a need to formalise the structures, including responsibilities around our safety management. We are working through the recommendations to formulate a management response and an action plan with respective timelines. 2. NS requested a covering note to be included to the Health & Safety Incident report showing a summary chart of incidents, actions and status. 3. NS commented that we need to get a feel for the trend to review whether our systems are robust enough. JOH to include within future reports. 4. Balanced Scorecard. JOH proposed that the organisation develop our reporting against the fifteen strategic objectives rather than in the more traditional balances scorecard model. 5. JF pointed out that the Balanced Scorecard determines the health of the organisation and how it delivers its strategic responsibilities and priorities. May require some of the traditional KPIs. 6. NS offered to meet with JOH over the next two weeks to come up with a framework. 7. Staff turnover. 30% turnover rate considered to be high by national average standards. 8. NS noted that the PDR process could have identified some of the issues earlier and we should 	<p>Jarlath O’Hara (Managing Director)</p> <p>Jarlath O’Hara (Managing Director)</p> <p>Neil Sachdev (Chair of the Board)</p>
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<p>be thinking about what opportunities we have for our staff.</p> <ol style="list-style-type: none"> 9. ES suggested that the handover process needs to be more seamless than it currently is. This needs to be a priority. 10. NS pointed out that we should be considering what impact this is having on the organisation. JOH has set up a Succession & Contingency Planning Group to look at this and how we can improve our offer. There was also a discussion that the majority of leavers were understandable as they had moved area and some had moved careers, but we still need a better process to improve retention. 11. The Appointments & Remuneration Committee will take a more detailed look at the staff turnover and succession planning. 12. Structural changes. Additional staff member, Head of Commercial Services, will report directly to the MD. Exciting step. Creates more strategic capacity. Process for governance over major structural changes will be discussed by the Appointments & Remuneration Committee. <p>Item 13 – Union President Report.</p> <ol style="list-style-type: none"> 1. Officer Trustees have all based their reports around the ‘boulders’ built at the Trustee residential in August. Board unanimously agreed the layout was very good. 2. Discussion followed around the Wellbeing Strategy and getting College on board. <p>Item 14 – Deputy President Education report.</p> <ol style="list-style-type: none"> 1. Key premise of work is looking at how the Union response can influence College decisions on student wellbeing. Focus on the National Student Survey response and Postgraduate Research Experience Survey response. 2. NB has produced a ‘2017 NSS response Cheat Sheet’ summarising the important figures and recommendations put forward to College. <p>Item 15 – Deputy President Welfare report.</p> <ol style="list-style-type: none"> 1. FOC commented that we should be consciously trying not to do everything poorly but some things well. Main focus has been on the Wellbeing Strategy, the Wellbeing Representation Network and the Liberation Review. 2. NS suggested the importance of having a discussion around inclusivity at the next Board meeting. Factor in enough time to look at whether we are putting our resources to work in the right places. This needs to be added to the agenda. 3. NS requested that all Officer Trustees put a note at the beginning of their reports to let Board know what they would like to gain from the discussions around their reports. He also suggested to finish 	<p>Angela D’Souza (Administration Support Manager)</p> <p>All Officer Trustees</p>
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<p>the report with a paragraph on what they want to achieve by the next Board meeting.</p> <p>Item 16 – Deputy President Clubs & Societies report.</p> <ol style="list-style-type: none"> 1. One of the main goals is to redesign the training offered to our student volunteers. 2. Other focus areas of work are to review the room booking procedures and systems and the minibus booking procedure. 3. There is now a draft Sports Strategy written by Sports Imperial. <p>Item 17 – Deputy President Finance & Services report.</p> <ol style="list-style-type: none"> 1. MB would like to have his investment piece up and running by the end of the year. <p>Item 18 – Council Chair report</p> <ol style="list-style-type: none"> 1. First meeting with Council on Tuesday 24th October where they voted to extend the Constitution. 2. Council discussed the post graduate representation in the Constituent Unions. Board agreed this should go to the Governance Review for further discussion. <p>Item 19 – AOB</p> <ol style="list-style-type: none"> 1. Board Policy renewals. Union policies lapse after three years. Many policies have not been renewed and there is uncertainty around which policies are still valid. 2. There is an Officer Trustee lead on most of the policies and most will be brought to Board in a finalised version. The Governance Committee will own oversight of them in the first instance. 3. International and Postgraduate Student engagement. There has been suggestions made to set up an IC Union WeChat subscription account and to hold campus wide workshops for postgraduates. 4. NS noted that we need to ensure there is a data review in the Communication Strategy to include social media analysis. 5. NS agreed that having the ‘Big data’ workshops for postgraduates was a good idea and suggested opening up a dialogue with the Business School may help with sponsorship. 6. NS requested that LZ provide Board with updates regarding take up of the courses so they may be able to offer help with resolving any issues. 7. Final Board farewell to NS and appreciation for the commitment and strategic steer over the years. 	<p>Jarlath O’Hara (Managing Director)</p> <p>Lingru Zheng (Student Trustee)</p>
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