



Board of Trustees

The fourth ordinary meeting of the Board of Trustees for the 2017/18 session, was held on Thursday 28 June 2018 in Meeting Room 3, Beit Quad at 3.30pm.

Unconfirmed minutes

Present:	Jill Finney	Board of Trustees Chair
By Phone	Kate Owen	Lay Trustee
By Phone	Paul Beaumont	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
In Attendance:	Jarlath O'Hara	Managing Director
	Jomana Al Ahmad	Administration Support Manager
	Abhijay Sood	Incoming Student Trustee
	Rebecca Neil	Incoming Deputy President (Welfare)
	James Medler	Incoming Deputy President (Education)
	Robert Tomkies	Incoming Union President
Apologies:	Dorothy Griffiths	Lay Trustee
	Graham Parker	Lay Trustee
	Lingru Zheng	Student Trustee

	Action
<p>Item 01: <u>Welcome</u></p> <p>1. The Chair welcomed the group to the fourth meeting of the 17/18 year.</p> <p>Item 02: <u>Conflict of interest declaration</u></p> <p>1. None declared</p> <p>Item 03: <u>Apologies</u></p> <p>1. Stephen Naulls, Lingru Zheng, Graham Parker, Dorothy Griffiths, Claudia Caravello, Alejandro Luy</p> <p>Item 04: <u>To consider the unconfirmed Minutes from 23rd May 2018</u></p> <p>1. JF enquired about the progress on inviting external members from College to Board next year, JOH confirmed that he will be working on this for next year's Board</p>	

2. Board confirmed the minutes as an accurate record of the meeting held on 23rd May 2018.

Item 05: Action tracker

1. JF requested that action trackers and Forward Agendas are always attached to meeting minutes for future Board meetings
2. Data analysis at Union membership: JOH updated Board that this project has not developed greatly this year, it is a communication piece which will be a focus for the Communications Committee next year
3. Appointed student trustee: ACC updated Board that student trustees for the upcoming year have been appointed and recruited, these appointments will be ratified by Council next year. ACC clarified that the Appointed trustees can attend Board but cannot technically vote until their appointment is ratified
4. JF thanked FOC and ACC for working hard to ensure that we have a good pool of candidates this year
5. Sustainability within Union task: JOH clarified that this responsibility will be handled by the Head of Commercial Services going forward. It forms a part of a set of actions that turned into a 10 point action plan, and it is covered within the Union's Commercial strategy. Board confirmed that it is sufficient for the Commercial strategy to cover sustainability within the Union.

Item 06: Health and Safety Update

1. JOH gave an update on Health and safety within the Union by mentioning the general trend in increased awareness of Health and Safety, he added that via recent conversations with College, it was pointed out that the best measure for improved health and safety culture is the number of inspections and the number of closed actions based on the inspections. JOH mentioned that these measures have to be incorporated into the Union Balanced Scorecard
2. JOH added that the Union has made very good progress against all current measures, however, business continuity has had the least progress so far
3. NB enquired about the vision for next year, whether CSPs will be audited in terms of health and safety etc. JOH responded that we currently have a system in place and the Union is working towards specific targets in terms of CSPs.
4. JF enquired about Barbour online, JOH clarified that this is a comprehensive online health and

safety resource with useful documents/case studies etc

Item 07: A&R Committee Minutes - 23rd May 2018

1. FOC summarised the main discussion points by mentioning that the sabbatical officer accommodation policy has been updated to an information document and is now a lapsed policy
2. With regards to staffing, FOC pointed out that Shola Alabi, a Senior HR manager from College joined the Committee as an expert in the room on people related issues. FOC added that the Committee discussed the need for evaluating JDs of staff within Union, staff development and staff retention.
3. FOC mentioned that the Committee also discussed staff satisfaction and motivation throughout the year and cyclical nature of work and performance management of sabbatical officers, JF enquired about the need for a specific process for the latter, JOH responded that the nature of performance management for Sabbs is different from Union staff, and Council is the only formal route of addressing Sabb underperformance. FOC added that Sabbs contracts are defined by the Constitution
4. JF suggested producing a shadow process to outlines what soft performance management may look like so that Sabbs are aware of it
5. KO suggested Including Shola Alabi in the conversation to ask for input on how the Union should address Sabbs performance management
6. FOC mentioned that PARC also discussed the recent IIP accreditation and the emerging themes and whether the Staff Survey vs College Survey should be split into two surveys or combined into a Union specific one
7. FOC added that the publication of the gender pay gap report should be published and JOH confirmed that this will be done before 31st July
8. JF requested that dates are added to actions the PARC Committee

JOH to compile a soft performance management process for sabbatical officers

Item 08: F&R Committee minutes – 19 June 2018

1. MB summarized the meeting minutes by mentioning that the Union is currently on target to meet its annual budget, additionally, two risks from the SRR were discussed in detail within this meeting which were risks 8 and 9
2. MB added that an internal auditor joined that meetings and the general feedback from the Committee was not positive, JOH confirmed that this will be fed back to College

JOH to provide feedback on the KPMG auditor

3. Investment strategy updates were also discussed and the funds will be released to Rathbones by August 2018, the alcohol Policy was updated and confirmed by the committee during this meeting
4. JF enquired about the Commercial Strategy and its target completion, JOH clarified that this will go to the first F&R in 18/19 for approval

Item 09: Communications Committee meeting – 28 June 2018

1. NB summarised the meeting's discussions by mentioning the draft strategic marketing plan which is due to be completed in August 2018 by the Marketing and Communications manager. NB added that the Committee discussed the potential for external communications on the Wellbeing rep network ensure that the work of the Union is communicated and recognised
2. NB mentioned that progress has been made on Felix review this year, however this was not complete. He added that the current Felix editor submitted a paper of recommendations for next year, these recommendations will handed over to the new Editor and will be discussed during first Communications committee meeting next year

Item 10: Governance Committee meeting – 17th May 2018

1. TBH summarised the meeting minutes by mentioning the comprehensive Elections review paper submitted by JOH with a list of recommendations to be incorporated next year
2. TBH added that the new constitution and bye-laws approval has been deferred to the 2nd Council of next year. Additionally, the Committee discussed the need for the communications and governance Committees to align their work together during elections
3. TBH concluded by mentioning that there will be one more Governance Committee meeting this year. JF proceeded to announce that DG will be stepping down from her position as Chair and PB will be taking this position. Whilst DG will remain on the Committee, JF thanked DG for pulling together the Governance Committee and for her dedication in chairing it with great success.
4. PB briefly mentioned the recent disciplinary process with the Rugby Club and JOH thanked Paul for chairing the Committee and the panellists for their great work on this process. PB added that the next step is for the Union to work with the Rugby Club on improving and changing their club culture.

Item 11: Felix analysis

1. FF joined the meeting and updated Board on the changes made to the Felix policy, he pointed out that the main changes made were to the length and structure
2. FF mentioned that the updated policy brings the benefits of increased control and confidence and highlights the expectations from Editor
3. NB thanked FF for doing a great job on updating the policy and JF reiterated that and commended FF on an excellent piece of work
4. PB pointed out that the code of practice needs revision and the date should also be removed, Board agreed that the code of practice should be added as an appendix to Felix Policy and it should be owned by Board

FF to revise the code of practice and add as an appendix to Felix policy

Item 12: Annual Budgets

1. JOH presented the Annual budgets and began by pointing out that formal ratification is required by Board during this meeting
2. JOH firstly covered the strategic aspects behind the budget by mentioning balanced score card as a tool to measure how the Union are doing against the strategy. He spoke about the business plan draft which aims to present what the projects the Union will focus on during 18/19.
3. JOH also briefly spoke about the Block grant negotiation which is a 3 year agreement with College, with the possibility of applying for additional funding if required.
4. JOH then pointed out that the Budget holder forecast showcases the proposed costs for all areas within the Union and the annual budget presents a breakeven budget, he added that the figures in the paper are compared to the forecast figures for last year and highlighted that there is no new head count in terms of staff within the annual budget presented
5. Additionally, The Gross profit is driven up significantly through price rises and the SOPs presented in F&R last week will be used to monitor Gross profit.
6. JOH added that there are lots of efficiencies in proposed in the annual budget, including reducing the number of minibuses, JM enquired about whether having fewer buses will have an impact on the service offered by the Union, as in the past buses have been held in garages for repair throughout the year which reduced the number of buses available, AS enquired about whether the Union should hire more and own less buses

<ol style="list-style-type: none"> 7. JOH confirmed that this model is the best model for the short term, as a dramatic reduction of bus fleet would be unsuccessful as many buses are not fit for purpose. JOH pointed out that the service will not be reduced as previous years stats show that all 18 buses have not been hired at the same point in the past 8. JF requested that Board have a reassurance that efficiencies and services are not affected based on the reduced bus fleet 9. JOH mentioned that the current model has resulted in a loss over the past few years and the proposed model for next year presents a breakeven budget 10. MB added that this decision was based on previous years stats for last year and it allows for an overall breakeven budget, JF stressed that transparency must be given to Board by the Budget panel with regards to the discussions behind this decision 11. JOH proceeded to present the investment plan by mentioning that there will be over 50% increase in capital expenditure, he added that details about the investment is detailed in the paper 12. JOH briefly mentioned the assumption of 1 to 2% increase due to inflation, NB enquired about why a 2% inflation is presented opposed to 3% as has been forecasted by College, JOH responded that over the past 5 years inflation has not been higher than 2%. A conversation would be needed with College if the actual rise was 3% 13. JF enquired about the price rises in terms of drinks, JOH responded that this is due to a number of reasons, including inflation in cost prices, increase in staff cost and rate of pay, this is also due to the investment into spaces such as the heating for outside space and refurbishment work 14. RN suggested ensuring that communication is clear to students about why the price change is happening 15. JOH proceeded to present the draft business plan by pointing out that the key theme is: better not more, he highlighted the main objectives as: the Investment into spaces including SK and other campuses, the strategic marketing plan, IIP gold score, Union Elections, Be active strategy and longer term modelling. JOH added that a key focus will be Project management, and ensuring that there is consistent planning and monitoring of progress 16. TBH mentioned that the Union must focus on freezing its growth, to ensure that the basic services are offered to a high standard 17. JF pointed out that the Commercial strategy is not mentioned in the business plan, JOH responded 	
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<p>that this is because the aim is for this to be completed before the start of 18/19, JF suggested adding the objective for delivery of the commercial strategy</p> <p>18. JF also mentioned that effective programme management for elections must be covered within the business plan, she added that the business draft has all the important headings but business as usual should be included</p> <p>19. JF also pointed out that the terminology used is very important, for example, the space strategy is only beginning at its beginning phase, it must be clear what exactly will be delivered by each headline, additionally, timelines and dates must be added</p> <p>20. JOH confirmed that the target for completion of the business plan and the Balanced Score card is Board day 11th September.</p> <p>21. NB enquired about the introduction of breakfast and why the Union is launching it following the lack of success by the breakfast project run by College previously</p> <p>22. JOH responded that the model proposed by the Union commercial strategy is different to the previous one run by College, and it is part of a broader overhaul of catering.</p> <p>23. Board proceeded to approve the breakeven budget overall, further information is requested on the minibuses fleet decrease and assurance that the service will not be impacted</p> <p>24. Board also approved the capital expenditure budget.</p> <p>Item 13: <u>Managing director report</u></p> <p>1. JOH invited Board to ask questions on the paper report circulated, he clarified that College will not be taking action on the Rugby club disciplinary issue.</p> <p>2. OH enquired about whether the net budget should be added to the Balanced Scorecard, JOH responded that there might be a risk that this will duplicate the information in the management accounts rather than provide a brief snapshot of the Unions performance.</p> <p>Item 14: <u>Union President Report</u></p> <p>1. ACC presented the key recommendations in her report by mentioning better Communication to students about what Board's role and how governance in the Union works, a better system for Governance and policy up-keep and clear staff responsibilities</p> <p>2. JF thanked ACC for taking on the task of the Governance Review and apologised for not receiving better support from the Union on such a</p>	<p>JOH to add the delivery of the Commercial strategy to the Business plan</p> <p>JOH to clarity to the terminology used in the business plan</p> <p>JOH to provide further information to Board with regards to the minibuses fleet decrease</p>
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complex task, JF added that ACC has been a credit to the Union and a very effective President and wished her the best of luck for the future.

Item 15: Deputy President Education Report

1. NB presented the brief paper on the CU and IC working group and mentioned that the main focus of this group will be the relationship between the Graduate Student Union and Imperial College Union, this change in the objective was decided to ensure that focused work can be done with the GSU before the relationship with all constituent Unions can be addressed, as a result the membership list in his presented paper will change and this group will firstly report to the Communications Committee with updates passed on to Board
2. JF pointed out that Council must be notified of this initiative and clear stakeholders must be defined in the terms of reference
3. NB proceeded to present the major successes within the Union over the past year including the record breaking number for the highest number of SACA nominations to date, he then thanked Board and the Union for a thoroughly enjoyable year.
4. JF thanked NB for his dedication to his role, for ensuring that he achieved all the goals he set out to complete, and for his attention to detail in all his work.

NB to update the membership list and terms of reference for the working group

Item 16: Deputy President Welfare report

1. FOC apologised for the late circulation of his report and proceeded to present the highlights from his report by mentioning the success of the Wellbeing representation network. He also mentioned the Liberation Review which has failed to gain traction this year, finally, he updated Board about the bursary paper which was submitted recently to Provost Board and the response is yet to be received.
2. JF thanked FOC for the significant achievement by the Wellbeing representation network and for being the go-to person on Welfare within College and the Union. She added that he is to be commended on his determination to make a difference and congratulated him on a significant success.

Item 17: Deputy President Clubs and Societies

1. TBH Updated Board about the changes made to the Volunteer Policy, he clarified that it has been shortened and simplified to ensure that it is easily accessible. He added that the role descriptions added are for two main roles and a volunteer agreement has been added to ensure engagement

and formalise a relationship between the volunteer and the Union. TBH also mentioned that a clear ownership of who manages volunteer issues has been clarified.

2. The updated Policy was approved by Board and JF thanked TBH for his work on updating the policy
3. TBH proceeded to present his report and highlighted his recommendations by mentioning the need to monitor the delivery of the Sports Strategy, he also mentioned the need to develop the training available to CSPs, to ensure that the progress continues from the past year. He added that a significant achievement has been the increase in Club funding and hoped that this will continue to grow next year
4. JF thanked TBH for his commitment towards Clubs and Societies over the past year and for playing a vital role in improving the way they operate.

Item 18: Deputy President Finance and Resources report

1. MB presented the highlights for his role over the past year by mentioning the increase in external income, the increased Health and Safety culture within the Union, he added that he has gained great experience about business management in his role and he will be publishing an infographic by the year end to highlight the Unions financial achievements
2. JF thanked MB for his contributions towards the budget and investment panels and wished him the best of luck for the future.
3. JF also thanked ES and TW for their contribution as Student Trustees and for their useful interventions within their committees and to LZ for her work on international student engagement. JF also welcomed the new group of Trustees and wished the outgoing Trustees the best of luck for the future.

Item 19: Council Chair report

1. OH mentioned that a lot of positive work has been done over the past year, and highlighted his recommendations by mentioning the need to improve the atmosphere at Council and ensure a better relationship with the Union, he added that the new chair should focus on ensuring that minutes are published on time and that the quality of papers is improved.
2. JF thanked OH for you for being a valuable member of Board and for his hard work in chairing Council.

Board of Trustees

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