

**Imperial College Students' Union  
Board of Trustees / 14 July 2021**

**Minutes (23 June 2021 Board of Trustees)**

**1. Introduction & Attendance**

Jill Finney (JF) (Chair)	Abhijay Sood (AS)
Stephen Richardson (SR)	Sam Lee (SL)
Kate Owen (KO)	Shervin Sabeghi (SS)
Graham Parker (GP)	Milia Hasbani (MH)
Phil Power (PP)	Lloyd James (LJ)
Alex Auyang (AA)	Michaela Flegrova (MF)
Ross Unwin (RU)	Kelvin Zhang (KZ)
Chris Carter (CC)	Dorothy Griffiths (DG)

In attendance

Tom Flynn (Managing Director) (TF)  
Tom Newman (Head of Membership Services) (TN)  
Rob Scully (Director of Finance and Resources) (RS)  
Ashley Cory (Systems Manager) (AC)  
Dan Wagner (Incoming External Trustee) (DW)  
Victoria Agbontaen (Governance Officer) (VA)

**2. Apologies**

None.

**3. Minutes of previous meeting**

The minutes of the previous meeting (23<sup>rd</sup> June) were approved.

**4. Matters arising/Forward Agenda**

Chair noted that actions on the tracker will be discussed during the meeting through relevant agenda items.

**5. Conflict of interest declarations**

No conflicts of interest were declared.

**6. Consideration of confidential business**

None.

**7. Managing Directors' Update**

TF noted that a number of the items in his report will be discussed during the rest of the meeting as per the agenda including the partnership agreement with the College, the staff return to Campus paper and the strategic risk register.

TF highlighted that the Union has had confirmation from the College regarding the block grant and have agreed a 35% increase in the block grant which will allow the Union to fulfil the objectives in the back-to-basics plan.

- i. A question was asked by JF whether there will be a business case for Reynolds. Trustees were informed that the Reynolds refurbishment is being reviewed and as there is no longer a surplus requirement needed, Reynolds can run at a break-

even proposition. The capital investment into Reynolds is a College project and there will be a business case from College to get the funding released.

*Board noted the MD update.*

## **8. Officer Trustee Team Update**

SL outlined a number of projects that he had been working on including the activity registration app, drafting of the new health and safety policies, DPFS role review and a number of other operational challenges with the venues and CSP plans. SL noted he will continue to work on his objectives during his second term.

RU noted the key pieces of work that he has been involved with include the conclusion of the budgeting process, summer tours applications, Imperial athletes whereby the kit tender process has concluded and a kit partner has been selected to work with for the next five years to provide all the sports clubs with playing and leisure wear. RU added that the volunteer training week recently took place and was incredibly successful with over 100 students at different various sessions.

MF explained that she has been working with Abhijay, Shervin and the College to come up with a plan for next year to allow some in-person lectures. MF added that the digital recording policy work has been approved by Provost Board, therefore all lectures next year will be recorded which is big win for students.

SS highlighted that he has picked up work regarding the halls policy which have been approved by the College Committee and Union Council which allows for more clarity around halls can be supported. SS added that the College history committee has come to a conclusion and made recommendations to the President's Board. SS added that due to the lack of support in the Representation team, the LCN review work has not progressed much this year but with the addition of the new Rep and Advice Manager in post, she will be able to pick this up.

AS noted that the Union had coordinated and piloted a Volunteer Townhall which was well received and will be taken forward next year in a hybrid model. AS added that the SRI work had been progressing well and a list of recommendations along with a timeline on how we invest more ethically will go to the Provost Board. AS highlighted that there is a review of the GSU taking place which has been triggered by issues with the CU President. However, the Union is working with the committee members around this.

- i. A question was asked by JF as to whether a College stakeholder mapping exercise will be completed to further ascertain the varying levels of relationships between individual College staff and the Union.

*Board noted the update.*

## **9. Council Chair Update**

AA advised that a Council meeting had taken place on the 17<sup>th</sup> of June and a number of motions including the Lockhead martin paper, Halls paper and the Awards paper. AA noted that Council did not receive a report from the GSU President or the Felix Editor who are both paid sabbatical Officers. AA added that it would be wise to censure the GSU President in the next meeting as he is continuing his term next year so in case another similar incident occurs, there is a clear precedence that it is not acceptable.

AA noted that there was no numerical way for Council to vote on the reports not received and there should be a process to reflect an immediate negative reaction to Council as opposed to a censure of VoNC which takes time.

- i. AA noted that expectations have been set in writing for both the GSU President and the Felix Editor and agree a motion of censure should come to the next Council meeting.

*Board noted the update.*

#### **10. 2020/21 Financial Update**

RS noted May management accounts have been released to budget holders this week and that is reflected in the paper. The Union is expected to finish the year in a better position than the stage four had assumed. RS noted that there is an expectation of favourable variances in a number of areas particularly driven by the performance of the bars and shops reopening along with the extended use of furlough. RS highlighted this subsequently means the Union will be finishing the year with an operating surplus as opposed to a deficit as outlined in the stage for budget.

GP congratulated the finance team for the strong position they have enabled the Union to be in. Adding the Board was right to exercise frugality and reviewing processes, roles and identifying and addressing problems has had a significant impact on the Union's finances.

*Board considered the position and forecast.*

#### **11. 2021/22 Stage One Budget**

RS noted that this paper reflects that start of what the budget would be and this reflects the back to basics staffing structure that will now be implemented as a result in the increase of the block grant.

- i. A question was asked by DG what the policy is for minibuses going forward. Trustees that the intention is to operate the service as a break even service and to not subsidise this with grants. The Union is also in the process of obtaining a leasing company to lease several minibuses to move the fleet to owned to leased.
- ii. TF noted that this is a good approach to Union budgeting and having the review points throughout the year is incredibly helpful.

*Board approved the Stage 1 Budget.*

#### **12. ICU / ICL Partnership Agreement**

TF noted the document provided a summary of changes to the current partnership agreement and there are major clarifications around the financial model and access to resources. TF requested for Board members to send written suggestions to be fed into the final document by mid-August.

TF advised that the new document will be going to Provost Board in September and to College Council for approval in November.

*Board considered the new Partnership Agreement with the College and agreed to provide further feedback.*

### **13. ICU Code of Practice**

TF highlighted that the code of practice is a legal requirement that is set out in the education act which is issued to us by College Council and requested for Board members to send any feedback and comments before the document goes to provost Board in September.

*Board considered the draft revised Code of Practice issued by College Council to the Union.*

### **14. Strategic Risk Register**

TF noted the strategic risk register dovetails with the College's approach and how they are adapting and simplifying their approach. Outlining that this should be kept under review and is a standing item at every F&R meeting, as well as two formal review points for the Board on an annual basis. As part of that review, we aim to be clear on where the risk has increased and decreased as part of a clear process.

*Board considered and approved the Strategic Risk Register for the Union.*

### **15. Corporate Governance Review: Action Plan**

TF noted that this paper is a product of significant discussion and consultation by the Board and the Steering group with major feed back from a number of groups. TF the action plan is based on the Charity Governance Code which will subsequently be mapped out in to a project plan to improve how the Union operates and functions.

*Board considered a range of improvements and actions for the Union in reference to our corporate governance.*

### **16. Corporate Governance Review: Subcommittees**

*This item was presented in conjunction with item 15.*

- i. A question was asked by KO as to why there has not been a committee proposed for appointments, remuneration and people as there has always been ongoing issues between the academic students and staff who work full-time for the Union. Trustees were informed that due to the size of the Board, a task and finish group will be formed for appointments. The full Board will be involved in the people and culture aspect.
- ii. A question was asked by LJ that as there are a number of policies owned by the Board and it's subcommittees, would these policies be inherited by the full Board. Trustees were informed that as part of the scheme of delegation coming to Board in September, there will allocation of various policies to various subcommittees across the Union and clarify the difference between those owned by the Board and those owned by the subcommittees.
- iii. A question was asked by AS on what the long-term strategic work on people and culture would be and where that would sit. Trustees were informed that this would sit with the Senior Management Team and would be done in collaboration with the Officer Trustees. However, there is a delegation between the MD and the SMT to lead this and hold themselves accountable to Board.

- iv. A question was asked by KO about how the College will be linked into the governance of the Union. Trustees were informed that giving the Deputy Chair a particular remit is a good idea and inviting College staff to meetings could be built into the service level agreement with HR.

*Board approved the changes to the subcommittee structure of the Union, and the associated amendment to the Byelaws of the Union (subject to ratification by Union Council).*

### **17. Annual Calendar of Business**

TF noted that the proposed calendar contains the main cyclical items that the Board and its proposed subcommittees will need to consider. Specific agendas will be compiled between the Chair, President, MD and Governance Officer, and will take into account other projects and decisions required.

TF highlighted that the Board meetings will be likely to take place in person with the Subcommittees taking place via MS Teams and it would be a minimum requirement for Trustees to make six in person meetings a year.

- i. A question was asked by AS as to whether these dates have been checked against College Council dates for next year.

*Board considered the draft Annual Calendar of Business for Board and its proposed standing subcommittees as per the recommendations set out in the corporate governance review.*

### **18. External Trustee Succession**

AS noted that Board would like to formally extend Jill Finney's role of Chair on the Board beyond the 31<sup>st</sup> of July this year and to mitigate the risk if the Union is unable to make an appointment and to ensure a smooth handover. AS noted that Graham Parker has come to the end of his term and added Graham will remain actively engaged on the Board to ensure an effective handover.

AS added that interviews for Student Trustees took place last week and two appointments had been made. Charlotte Drastich who exceeded the panels expectation and whom the panel thought will really make a difference on the Board. The second appointment being Jacques Bazile who is an experienced candidate and had similar calibre to the external Trustees as well as being an online and PG student.

- i. A question was asked by LJ how many applications were received and how many of those candidates were interviewed. Trustees were informed that four candidates applied, and they were all interviewed.
- ii. A question was asked by LJ whether it is a concern that we only received four applications. Trustees were informed that this is a concern, but we usually receive only four to five applications. However, due to the time of year the role went out for advertising that this was somewhat expected and understandable and next year we will go out to advertise and recruit for the role much earlier.

*Board noted the membership of Board for 2021/22 academic year, and succession plan for External Trustees.*

## **19. Staff Survey Results**

TN noted that the survey to all full-time and casual staff employed in a role with the Union, plus our Officer Trustees. Responses were collected between 21 February - 12 March 2021. AC added that the benefits of taking part in the survey include ability to directly benchmark against other Students' Unions taking part in the survey. The ability to benchmark against the charity sector, rather than the Higher Education sector.

AC also highlighted that important to note that despite the survey being undertaken in exceptional times the results are broadly encouraging – and give the Union a good platform from which to target improvements as it recovers from the period of transformation we are currently in, and the COVID-19 pandemic.

- i. A question was asked by SS around clarification on the data, possibly separating difference between the casual and permanent staff more clearly.
- ii. SS noted that his interpretation of the headline figures read negatively and there needs to be further emphasis on why these figures are being read as positive as the only comparative figure notes the Union is 13% below the average compared to the rest of the sector.
- iii. A question was asked whether data could be collated to show how the Union rank in comparison to other Russel Group and London Universities as the current data does not provide much to interpret.

*Board considered the results of the Staff Engagement Survey, which will form the baseline for a number of our KPIs in the new strategy.*

## **20. Staff Return to Campus**

TN noted there will be two types of categories for staff as we navigate a return to the Office. This includes College Location: roles required on campus or a College site 100% of the time and Hybrid: roles which can be performed through a combination of remote working and working at a College location. For the Union it is clear that we will have staff in both categories, reflecting the nature of our operation and requirements of specific posts. The 'standard hybrid model' will be for permanent time staff to work *at least but not limited to* 60% of their hours from South Kensington (or other campus locations).

TF noted that be noted that there remains flexibility for staff listed as 'College Location' to work away from the office as required for specific purposes – i.e. to complete specific projects. Staff will be asked to discuss and agree their working model with their line manager

*Board considered the Union's plans for the return of permanent staff back to campus.*

**AOB**

**None.**