

Minutes of 24 May 2023 held at 2pm, Union Dining Hall, Beit Building, South Kensington

1. Trustee present

Stephen Richardson (SR) in the Chair	Sam Lovatt (SL)
Jane Coulson (JC)	Niamh McAuley (NM)
Charlotte Drastich (CD)	Nathalie Podder (NP)
Michaela Flegrova (MF)	Phil Power (PP)
Dot Griffiths (DG) (via Teams)	Dan Wagner (DW)
Dylan Hughes (DH)	Hayley Wong (HW)
Ang Li (AL)	Yuki Yuan (YY)
Genevieve Landricombe (GL)	Jason Zheng (JZ)

2. Staff present

Tom Newman, Managing Director (TN)  
Cat Turhan, Director of Membership Services (CT)  
Nick Smith (Interim Governance Support)

3. There were no apologies to note.

4. Minutes of the 15<sup>th</sup> February 2023

There were a significant number of amendments requested to the minutes which would be sent to Nick Smith and circulated to the board separately.

5. There were no matters arising raised by the Board

6. Conflicts of Interest

NP has an interest in the appointment of College Council members. It was not felt that this was a significant conflict and they did not need to leave for the discussion on student trustee appointments.

7. Confidential Business Identification

The Reynolds refurbishment, the staffing update and the second council member selection should all be kept confidential.

8. April 2023 Management Accounts

TN presented the accounts which were **noted**. Peter Greaney had been appointed in an interim role and would present in the future.

Income was lower than expected in retail but this was based on stretch figures revised from the start of year and performance was better than the previous year. There may also be some excess stock being held.

There was an adverse £6k expenditure in finance due to changes in card costs. This should be addressed as part of the digital transformation work being undertaken by the union.

One of Peter Greaney areas of expertise was VAT and it was hoped that he will be able to find significant changes over the course of his appointment. A VAT review is included in Peter's objectives during his 6 month interim appointment.

NM asked whether underspend in elections, Health & Safety and People in Culture was a concern. TN believed that an evaluation of the elections was needed to ensure spending was appropriately allocated. The representation team had been encouraged to pursue cost controls and this may have led to being overly prudent. Health and safety underspend due to unused allocations because fewer incidents had occurred. The people and culture underspend was likely to be a result of staff finding it difficult to take the time away to undertake courses. This should be on budget by the end of the year.

SL noted that "other" operational costs made 30% of expenditure and this should be more clearly identified.

**Action:** TN and David Ashton

Felix printing costs were close to budget and this would be investigated by CT.

**Action:** CT

Unauthorised use of space by members of the public had been an issue in the past and confirmation that it had been addressed should come back to the board.

**Action:** TN

The student groups budget was showing a more favourable position than was actually the case because the facility costs had not yet been removed.

GL requested that better training was put in place to help senior managers budget. TN responded that some of the data used in the past to prepare predictions was based on pandemic era data and there was a high turnover of staff that would not occur again. PG should also offer training.

**Action:** TN / PG

## 9. Commercial Services Report

TN presented the report which was **noted**.

Michelle Berry believed that focusing on the basics of consistency in staffing and stock management would help the commercial services improve. The start of the 2022 academic year coincided with many staff leaving and this had an impact on income generation. Staff underperformance among those who remained had been actively addressed in the early months of 2023 which would offer more stability.

JC asked what steps were being taken to address poor culture. TN believed this should be led from the top and the new director should make this a priority. There was a risk in attracting and retaining the right staff for this area including casual and student staff so proactive work should take place in this team. In addition to the staff survey a full skills audit across the organisation should allow targeted training and development though some specific areas on culture may be needed.

The profitability of commercial services was £200k ahead of last year and it was still hoped that the area would break even by the end of the year with support from senior managers.

Catering was an area of concern with food costs still increasing dramatically.

Ticket sales for the Summer Ball were looking positive and a slide pack would be circulated after the meeting. NM and the staff team were thanked for their work on this event especially with the College.

**Action:** NM

MB, NM and TN have established a working group with campus services that seek to resolve issues and set standards for spaces that have shared union and campus service management on campus.

NP noted the need for alcohol free space for students to socialise within.

DW requested clearer reporting on how departments across the Union were meeting their targets.

An update on the Reynolds Refurbishment was held in closed session.

## 10. Strategic Plan Update

TN presented the paper which was **noted**.

The strategy was on track despite tight timescales. Initial themes from the student consultation were interesting but required further analysis. Workshops on the green paper, including with students and staff, would take place in May and June.

GL thought this was an appropriate approach and asked that a formal reporting process with the college was in place.

## 11. Complaints & Disciplinary Bye Law Review

HW had prepared the paper which the board **approve** with the following additions.

- a) Section 26.2 should change "consultation" to "agreement"
- b) Section 27 should include "*permanent exclusion from holding future elected roles*" so long as the College believed it was in line with the 1994 Education Act.

This should come back to the June 2024 Trustee Board for review.

**Action:** TN and HW

It was agreed that all Trustees should be available to sit on the disciplinary panel not just members of the governance committee.

## 12. Annual Deputy Returning Officer Report

CT presented the report which the board **approved**. CT and team were thanked for their hard work as well as Ryan Bird the Returning Officer.

Turnout was lower than expected in part because there were fewer candidates especially where no one ran for ICMSU president. ICU still polled a much higher percentage vote compared to comparable students' unions.

The Felix editor will be appointed rather than elected going ahead.

This year there were 8 complaints about elections compared to 89 last year. CT believed this was a result of election rules changes and high engagement in candidate briefing and support.

MF requested that a more detailed review of elections should take place and that the reporting should disaggregate the CSP and leadership elections. JZ requested that the differing levels of voting for different roles should be considered.

HW requested that non-engaged students should be included in working groups and that previous elections were considered as well as upcoming events. Levels of both voting and nominations should be reviewed.

### **13. Trustee Appointments Update**

The board **noted** that the process had been undertaken. The improved communications were thought to have led to increased number of nominations.

### **14. Scheme of Delegation**

TN presented the Scheme of Delegation which the board **approved**. This would be reviewed regularly and would next come back to September 2024.

As staff were employed by the College and a service level agreement that sets out clear expectations between the Union and College HR needs to be undertaken.

NM requested that officer trustee responsibilities for budgets should be updated as well as the levels of finance expenditure in line with the financial regulations.

Joint line management of the MD by the President and the Chair was discussed and agreed it should remain.

DW requested that a mechanism should be put in place where one or more people were vacant or on leave.

**Action: TN**

### **15. Union Constitution**

The board **approved** the changes.

Student status was a complicated issue especially in relation to associate membership and interrupting students. An update paper should come to the next Trustee Board.

Section E2.3 should be changed to “remove through the disciplinary process”  
Section C2.3 c) should read “Trustees”

Section H should be removed in its entirety

“Social Member” should be removed

“Student” should be changed to “any individual who is formally registered for an approved programme of study provided by Imperial College London.”

### **16. Staffing update**

An update was held in closed session.

## **17. Managing Director update**

The board **noted** the update including that guidance from the Office for Students on the Freedom of Speech (Higher Education) Act was not yet available but staff in the union and college were aware of the work needed.

## **18. Officer Trustee update**

The board **noted** the update. Officers were working on liaison with the business school.

Additional work was being undertaken to ensure the College reduced its carbon emissions and the marking and assessment boycott had been confirmed by the University College Union since the writing of the report.

Officers were thanked for the concise nature of their reports.

## **19. Council Chair Update**

The Board **noted** the update. The Scrutiny Committee needed additional support for their role.

Recruitment of the Felix Editor would have safeguards to ensure they could hold the officers accountable for their work.

## **20. Board subcommittees update**

An extensive conversation had taken place at the finance subcommittee on the risk register and its meaningful use by SLT.

It was noted that chairs of subcommittees were able to refer things back to the Board if issues were complicated or contentious.

## **21. Calendar of Business update**

The full calendar of business should come to each meeting.  
Acronyms should be appended to the agendas of future meetings

**Actions:** NS / TN

## **22. Council Member selection**

An update was held in closed session.

23. There was no additional business

## Action list

Meetings	Minute	Action	Responsible	Timeline
24/05	8	"Other" operational costs made 30% of expenditure and this should be more clearly identified.	TN / DA	
24/05	8	Felix printing costs were close to budget and this would be investigated by CT.	CT	
24/05	8	Unauthorised use of space by members of the public should come back to the board.	TN	
24/05	8	Budget training for SLT should be introduced	TN / PG	
24/05	9	Slide pack for the Summer Ball would be circulated after the meeting.	NM	
24/05	11	The complaints and disciplinary bye law should come back to the 2024 July Board	TN / HW	
24/05	15	The changes to the Union constitution should be included.	TN	
24/05	21	The full calendar of business should come to each meeting.	TN/NS	
24/05	21	Acronyms should appended to the agendas of future meetings	TN/NS	