

# Minutes

Subject:	Minutes of the UEASU Trustee Board 19 June 18
Produced by:	Tony Moore
To:	Board
Action:	To approve
Paper:	TBxxxxx
Purpose:	Record of Decision Making

**Present:** M Colledge (Full Time Officer Trustee) (MC), J Robinson (JR) (Full Time Officer Trustee), C Koosyial (CK) (Full Time Officer Trustee), M Leishman (ML) (Full Time Officer Trustee), C Ball (CB) (Part-time Officer Trustee), R Flaherty (PG Student Trustee) *via Skype*, I Gibson (IG) (External Trustee), K Watchorn (KW) (External Trustee) and M Kabore (Part-time Officer Trustee)

**Chair:** I Edwards (Chair) (Full Time Officer Trustee)

**In attendance:** A Moore (AM) (Secretary to the Board), T Cave (Head of Finance) (TCa), Lou Chiu (LC) (Assistant Director for Advocacy), and T Cunningham (TCu) (Interim Chief of Staff), E Johns (EJ) (Student Trustee elect), Y Yang (Student Trustee elect), C Flanagan (CF) (Student Trustee elect), M Marko (Full Time Officer Trustee elect), O Gray (Full Time Officer Trustee elect), G Burchell (Full Time Officer Trustee elect), J Chapman (Full Time Officer Trustee elect), M Alhasan (MA) (Part Time Officer Trustee), L Deary (Full Time Officer elect)

**Apologies:** R Chhay (Student Trustee), E Scott (Student Trustee), S Ascania (Student Trustee), B Gibbins (External Trustee)

## Key Decisions/deliberations:

- *Appointed M Jopp as External Trustee*
- *Received Interim Organisational Plan for period before the recruitment of a new CEO*
- *Agreed to create an Interim Director of HR post*
- *Agreed to increase the number of External Trustee positions from four to six*
- *Agreed that guidelines on Trustees applying for employment with the Union and Officers applying to be Trustees should be drafted*
- *Postponed consideration of the University's request for a seat on the Board until a more detailed proposal is received*

- *Commissioned a long-term financial plan to be submitted to the September Board*
- *Expanded Finance Committee to meet to approve final Estimates*
- *Student Staff Pay – options to be examined: price rises, negotiated modification to Living Wage, last in first out cuts to services*
- *Good Governance: audit postponed for 18 months*
- *Agreed remuneration for acting CEO*

### **Action Points**

- *Admin – documents to Trustees to be in PDF*
- *Monitoring of progress of dual Students with Disability Officer roles to be KPI in Department Action plan*
- *Appointment of Chair of Equality, Diversity and Accessibility Committee delegated to Management Committee*

## **ADMINISTRATION**

### **TB850 Membership and Development**

ML, as Chair of the Appointments and HR Committee (AHRC), noted the Committee's nomination of M Jopp as External Trustee. ML noted that originally the Committee were inclined to recruit for the vacant post together with the two new External Trustee posts, asked for by Union Council, over the summer. ML noted, however, that the Committee had felt that the unique situation created by the departure of the Chief Executive Officer (CEO) required more support for the Chair of Trustees and an immediate appointment would be desirable. ML noted that the Committee had considered M Jopp's application during the last recruitment but at the time the pressing need had been for HR expertise. ML noted M Jopp's experience as a former Full Time Officer, subsequent career in HE finance and the Committee's unanimous recommendation.

There were no comments.

*The Board appointed M Jopp as External Trustee.*

*M Jopp joined the meeting.*

### **STRATEGY (1)**

#### **TB849 Interim Organisation Plan**

TCu highlighted the top line items in the business continuity plan formulated by themselves and the Director of Advocacy immediately after the abrupt departure of the CEO. TCu advised that the plan would take the organisation to September and beyond and would be continually updated.

TCu advised that some minor staffing changes had been made: T Cave had joined SMT. TCu noted a management team consisting of T Cave and the Heads of Departments had formed to implement the plan over the interim period. TCu noted that Management Committee would be updated on a fortnightly basis on

progress against the plan. TCu noted that the plan was iterative not definitive. TCu thought the key items for the summer would be: the incoming Officers' training and induction, budget setting, and formulation of the Departmental Action Plans.

MC thanked TCu for their work on the plan. MC noted that the relevant Officers needed to be allocated staff leads and wondered when this would be done. MC noted concerns that, during the interim period, Officers were kept in the loop as to what staff were doing: particularly when staff attended meetings that were political in nature. MC thought it important that the Union's cultural values of Officers leading on political matters should be maintained during what would be a difficult period for the organisation.

TCu advised the plan would be to fill in the Officer allocation at the next Management Committee meeting. TCu thought that outgoing Officers could brief incoming Officers on the University meetings that each Officer would be attending as part of their Officer role.

CK noted that 'Additional Coordinators for Education and Engagement' had been RAG rated red and asked for more detail.

TCu noted that the proposed positions were joint-funded with the University and that, due to the Union's financial position and consequent inability to provide additional funding, the situation with regard to all joint-funded proposals would have to be re-examined.

LC reported that conversations with the University were still happening but that the Union was unable to make any commitments without further clarification of the financial situation. LC noted that the red RAG rating did not mean that the process had been ended.

KC was unsure but thought that the Officers had not been told what was happening and had been unaware of the proposals over joint-funded positions and the increase in the number of these types of role.

MC noted they had become aware, through sitting in a University meeting, of the HUM Coordinator proposal but had not previously heard of the MED proposal or the rationale behind it. MC agreed with KC's concerns and noted worries about the way decisions were being made.

TCu believed the matter had been discussed at Management Committee before themselves and the Chair of Trustees had discussed the matter with the University. TCu noted that the putative roles were not included in the Financial Estimates.

MC thought that staff were coming from a financial angle and Officers from an educational/campaigning perspective but that misperceptions could be corrected by staff talking to Officers at an early stage in any initiative.

JR wondered which specific policies had been asked, by the Joint Negotiation and Consultation Committee (JCNC), to be rewritten.

TCu advised that these were a group of policies that had originally been drafted in 2016 but, because of problems with the JCNC membership, had not been considered by the Committee; in the interim that the policies had become outdated and would need to be redrafted.

## **ADMINISTRATION**

### **TB850 Membership and Development** (continued)

ML, as Chair of the Appointments and HR Committee (AHRC), reported that Union Council had agreed to amend the Articles of Association to increase the number of External Trustee positions from the present four to six. ML believed that the change would widen the expertise available to the Board, reduce the workload of current ETs and provide cover when ETs were sick or otherwise unavailable. ML noted the change had been approved by the University.

*The Board agreed to the proposal to increase the number of External Trustee positions from four to six.*

TM, as Clerk to the Board advised that an issue had come up over governance which the written paper addressed. TM advised that good governance codes required that charities should have rules governing serving trustees applying for paid employment with the charity they served. TM advised there had been an issue, the previous year....REDACTED UNDER THE STAFF PROTOCOL... TM noted that the proposal would put in place a blanket prohibition on Trustees applying for employment with the Union and, in addition, impose a prohibition for a number of years on Officers once they finished their term of office from applying for an External Trustee position. TM advised that if approved the measure could be taken to Union Council for consideration in October.

KW noted that this issue had been brought up in Trustee training; KW would be wary of a blanket ban as in some situations it might be appropriate for the Board to utilise the talents of a Trustee but that there should be clear guidelines in place as the Trustee would need to recuse themselves from business to do with any paid employment they might have. KW noted that the key point was that Trustees should not obtain any personal benefit from their position as trustee.

IG thought guidance could be sought from the Charity Commission.

MC thought the matter was a training issue as the Board had had a Trustee apply for employment and had not reported the matter to the Charity Commission. MC noted total support for some guidelines to be put in place.

*The Board agreed that guidelines on Trustees applying for employment with the Union and Officers applying to be Trustees should be drafted.*

*The Board asked K Watchorn, G Burchell, the incoming Chair, and the Clerk to the Board to draft proposed guidelines to bring to the September Board.*

ML, as Chair of the Appointments and HR Committee (AHRC), reported on the University's request to have a University appointee on the UEASU Trustee Board. ML noted that the Union had asked the University to come back with a more detailed proposal but they had yet to do so.

KW wondered if the University had given a rationale for their request.

Chair noted that this had not come with the initial request.

MC noted that the University had recently given places to Union Officers on their senior decision making bodies and they would like a reciprocal place on their partner organisation's Board.

KW thought that it would be appropriate for the University to have representation on the Board's committees but wondered as to the wisdom

having this on the main Board.

ML noted that the Union had representation on both University Council and Senate but echoed KW's concerns: ML noted that the Union reps on University Council were there to hold the University to account whereas a University rep on the Board would have input into the Union's strategy to hold the University to account.

*The Board postponed further consideration of the University's request for representation on the Trustee Board until a detailed proposal was received.*

#### **TB851 Appointments and HR Committee Minutes**

*The Board noted receipt of the minutes without comment.*

#### **TB852 Declarations of Interest**

The Board noted receipt of M Jopp's declaration.

#### **TB853 Minutes of the Meetings of 19 December 2018**

*The minutes were agreed.*

#### **TB854 Action Log and Matters Arising**

Chair noted the action points.

### **PERFORMANCE**

#### **TB855 Chief of Staff Report**

The Board noted receipt of the former CEO's Report.

TCu advised the inclusion of the historic KPIs relevant to the Report; TCu noted that most of the targets had been reached.

TCu noted the inclusion of their supplementary report which highlighted their work as Interim CEO.

TCu advised that the former CEO had been de facto Head of IT and, as Union IT was supported by the University, staff had been working to re-align IT support with the University. TCu advised that a lot of IT hardware was out of date and would need replacing: this would lead to significant expenditure over the coming year.

TCu reported, as to GDPR, that the authorities had given a universal year's grace on compliance so long as organisations had a demonstrable plan in place. TCu advised that the Union was well on course for compliance with the public requirements up on the website, with the staff requirements imminent and the student requirements to follow shortly. TCu noted that with some minor tweaks the University's GDPR training would be rolled out for student staff.

TCu advised that, inevitably, a sudden departure of a CEO would produce

certain risks and the Board should consider whether these had been adequately dealt with.

TCu advised that there were indications, on the forthcoming HE Review, that the government would be looking at reducing interest rates on student loans and greater access to loans and grants rather than reducing tuition fees.

TCu reported that, over the last three years, there had been a significant increase in student numbers at UEA but there had been no significant corresponding increase in funding for the Union for provision of services. TCu noted that, in national terms, HE was moving into a phase where there would be a dearth of young people in the main age group for UG applications and the University, in the current year, had seen a significant drop in applications; TCu cautioned that this might lead to the University wanting to cut the Union's funding.

TCu reported that the University had a new senior management structure with the former Registrar role having been divided into two new posts; TCu advised that the new team might have a different attitude to the Union's funding and the Board should be aware of this possibility.

TCu advised, on capital expenditure (capex), that, historically, this had been around £150K annually but that a backlog had built up of items that needed to be replaced; to such an extent that, in the near future, this might compromise safety. TCu advised that at some point the University would need to provide support for the Union's capex programme. TCu noted they were working with the Head of Finance on producing a five year capex plan which would inform future funding negotiations with the University and the aspiration would be to move to a longer term funding cycle rather than ad hoc annual negotiations.

TCu highlighted the spiralling costs of the legacy pension scheme with the Union's annual contributions dramatically rising; in the current year, this had been £130K and, for the coming year, would be £160K.

TCu characterised the Union's situation as having a lot to do just to stand still.

IG wondered whether there was a set formula for negotiations with the University and whether the negotiations were open and fair.

TCu advised that, with the University agreeing to give a place on their Finance Committee to a Student Officer, the Union would have a far better take on the University's finances. TCu confirmed that there was no explicit formula for the negotiations which took place over three meetings a year; if the Union identified a future hole in its finances then it asked the University to fill it. TCu characterised the approach as 'holding out a begging bowl'. TCu noted, as mentioned earlier, the Union would be trying to align its long term financial planning with that of the University and this would then produce a formula that both parties might work to. TCu advised that the former CEO had unsuccessfully tried to get the University to take a strategic long-term approach to funding but that with a new University management team in place TCu hoped this might be put in place.

MJ welcomed the longer-term approach to funding and the idea of integration of

Union funding into the University's strategic planning; MJ noted that this could remedy the situation where, because students' unions were a small part of the pie, their needs tended to be overlooked by universities' finance departments.

TCu clarified to MJ that the legacy pension scheme, SUSS, was completely closed and not just closed to new members.

*There were no further comments.*

## **COMMERCIAL AND TRADING**

### **TB856 Development and Oversight Boards**

*The Board noted receipt of the minutes of the DOBs without comment.*

### **TB857 Social Enterprise Report**

TCu drew attention to the written report.

TCu highlighted the fact that, at the current stage in the third quarter, the Union was behind budget and roughly on forecast; the aspiration was to be on forecast at end of year. TCu drew attention to the variance on previous year which stood at £297K which in overall terms was not very large. TCu summarised the situation as Social Enterprise had performed roughly as well as the previous year but not quite as well as had been hoped for.

CF wondered what the reasons were for Union being behind budget. TCu advised that Union had experienced problems with machinery and this meant that the gross profit (GP) was less than it should be. TCu noted there had been too much wastage along with carrying too much stock. TCu noted that the student staff ration had been exceeded but this had been brought into line. TCu noted the coffee machines had been breaking down this had led to poor product, wastage and longer queues and a resulting lowering of GP.

*There were no further comments.*

## **FINANCE & LEGAL**

### **TB858 Finance Committee**

*The Board noted receipt of the minutes.*

CK, as Chair of the Committee, reported the Committee had discussed whether the Union should have a contingency plan for an eventuality where the commercial arm could not produce enough revenues for the Charity to fulfil its obligations.

CK noted that the Committee had looked at who the Union should bank with and had concluded, after taking advice, that this was currently not a pressing issue but that if an opportunity arose to change banks then they should assess the merits of a range of service providers.

CK reported the Committee had had preliminary discussions about an investment plan for utilising cash reserves; this would be an ongoing project to

take forward.

*There were no comments.*

### **TB859 Management Accounts**

TCa advised that management produce a six monthly forecast and Board had been alerted at the December meeting as to the likely shortfall. TCa reported that there had been a significant drop against budget over the third quarter of around £200K but this was roughly in line with forecast.

TCa confirmed that the cash position remained solid with reserves at the correct level of around £500K.

TCa noted the Finance Committee's discussion on the merits of a contingency plan if trading fell away. TCa advised it would be hard to formulate a plan as 80% of the Union's funding came from trading and if trading did not produce adequate funding there were not many levers for management to pull to remedy the situation. TCa noted that the current year was a good example as the shortfall in revenue from trading would impact on the Charity budget setting for the coming year.

MJ welcomed the move to longer term financial planning. MJ believed it important on trading to discover whether the fall was a one-off or part of a trend and, if it were a trend, to make plans on how to address it. MJ believed if this were the case, the plans would need to be presented to the University. MJ hoped that, in the short term, in Social Enterprises there would be conversations happening as to how to make the offer more appealing and improve margins.

CK wondered, in view of the fact that the Union would be asking the University for, in both the long and short term, extra funding, whether the Board felt comfortable with becoming increasingly reliant on the University given that the Union was the body responsible for holding the University to account.

TCu advised that the Union had become less reliant on the University as the ratio between block grant and trading income had moved from 40/60 to 20/80. TCu noted that the pressing problem was that a continual 10% decline in trading income would mean that the reserves would be wiped out very quickly. TCu advised that a major worry when going to the University would be that they would ask the Union to cut services to members and that, in funding services, the University might prioritise those that benefit it rather than those that challenge it and hold it to account.

CK agreed with the latter point and noted that the Union had recently only been taking on staff for roles which were funded by the University so the University was, in effect, already shaping the Union's services.

ML noted that it was the Union's job to challenge and hold the Union to account and an increasing dependence on University funding could make this task harder. ML wondered whether it might be useful for the Board to set a ratio between block grant and trading income that it would be happy with.

MC thought it would be reasonably easy to work out a figure for what the Union would make from trading in a given year and then map out a base line of the number of staff that could be supported by this amount of money. MC believed

that the Union had taken on increasing numbers of Charity staff without working out whether the posts would be fundable if the trading income were to fall. MC noted that the Union had moved from having around thirty Charity staff to what appeared to be about ninety and wondered if management had asked whether this level would be sustainable over time.

TCu advised that, in a sense, this was what the budget process sort to achieve but that, until the Union had a long term financial model which factored in rising staff costs, pensions and capex together with trading forecasts, it would be impossible to give a figure for a sustainable staff level. As to M Colledge's direct question, TC advised the answer would be: no, the question had never been asked.

JR agreed with M Colledge and believed fixing the level of staff numbers thought to be sustainable should be part of the Union's strategic planning and would form part of the conversation to be had between the Board and the incoming CEO. JR noted concern that there was a limit to how much revenue might be raised from trading as there were constraints on how many customers might be squeezed into the Shop or the LCR and this should be recognised in any future strategy. JR thought that the fact that the Union would need to raise an extra £30K to service the pension deficit when taken together with the constraints on increasing trading revenue should be taken into account when building a strategy. JR welcomed Dr Gibson's suggestion as to establishing a formula based on student numbers for funding negotiations with the University. CK believed a long term strategy would be welcome but would take the better part of a year to formulate; CK believed there was an urgent need for a plan be in place to address the immediate problems.

MC thought it unwise to rely on the University's willingness to have discussions on funding around a formula; MC believed that the new faces in University senior management might entertain the prospect but there was an absolute need for the Union to have contingency plans in place. MC believed there should be a pause on staff recruitment over the coming two years whilst the Union consolidated its finances.

LC noted the comments on staff recruitment and reassured the Board that new posts had not been created blindly but within the context of University funding. LC advised that the Buddy SU post had been driven by demand from students for support and was something the University had been prepared to fund. LC noted another example was the Do Something Different post and that both positions were year-long, Coordinator level, fixed contracts. LC advised that SMT were looking at different funding routes along with University funding but emphasised this was not a case of creating new positions without thought for the Union's financial situation.

CK acknowledged that the individual projects had worked well but argued that reliance on the University to always act intelligently when it came to Union funding would be unwise and the Union should not make staff members' jobs dependent on the University's judgement.

IG agreed with CK and believed that uncertainty over funding was the very nature of capitalism.

JR thought it useful to look at each post on its own merits: JR believed the Buddy SU post had met a pressing need but a recent proposal on Widening Participation had been more about meeting the University's objectives than those of the Union. JR argued that so long as each role was scrutinised thoroughly by Management Committee there should be no real problem.

LC advised that the Widening Participation post had been rejected by

Management Committee precisely because it did not meet the Union's need and provided an excellent example of the Committee's abilities to scrutinise and manage risk.

CK asked for a fixed timescale for production of a long-term strategic financial plan to include an element on University funding.

TC advised that SMT could produce a five-year strategic plan with trading forecasts, capex and reserves for the September Board to consider.

*There were no further comments.*

*The Board asked for a long-term financial plan to be submitted for consideration at the next meeting.*

### **TB860 Finance Improvement Plan**

*The Board noted the update on the plan without comment.*

*The Board approved the Financial Improvement Plan updates without comment.*

### **TB861 Estimates 2018-19**

TCu advised that the paper was the advanced version and had some changes from the preliminary version considered and approved by Union Council. TCu noted the changes were due to the new University funded posts and some changes as to the departmental structure.

TCu advised, as to the overall picture, the Union would be £112K below the line but there were ongoing negotiations with the University for funding to help with the rising pension contributions and recompense for the loss of 'Drum and Bass' events and these might take the figure closer to zero.

TCu cautioned that the figure did not include any of the attendant costs that might arise from any senior management restructure. TCu advised that there might be a need to take some money from the Reserves but that, as the previous year, the Union had been ahead of its target increase, this should not affect the long-term Reserves strategy.

TCu advised that the Detailed Internal Budget would be based on the Estimates and would be for the Board to consider for approval; TCu advised that the Board might consider delegation of approval to a meeting of Finance Committee augmented by interested Trustees.

*There were no comments.*

*The Board delegated approval of the Detailed Internal Budget to an augmented meeting of Management Committee to be held in late July or early August.*

ML noted they would message Student and Part Time Officer Trustees to ask them if they would like to serve on any of the Board Sub-Committees. **AP**

### **TB862 Review of Organisational Staffing Structure 2018**

TCu advised that the Chair, throughout the year, and K Watchorn, since appointment to the Board, had identified a gap in staff resources for HR. TCu noted that, during the expansion of permanent and student staff positions,

there had not been a commensurate expansion in central services provision and over the past year, due to staff maternity leave, provision for HR had actually declined.

TCu noted that the Board had commissioned an external report into HR provision in the summer of 2017 and the agenda paper included a summary of the report's recommendations. TCu advised it would be fair to say that some of the recommendations had not been followed through. TCu noted that, as a response to the failure, the Chair had asked S Buck, the external consultant who regularly acted for the Union, to produce a set of fresh recommendations; Chair and K Watchorn had then asked S Buck and TCu to come up with a solution of how strategic HR should sit in the senior management structure as, at present there was no HR provision, and there was clearly a significant resource gap. TCu noted that they and S Buck had co-authored the proposal contained in the agenda paper.

*Staff, with the exception of the Clerk to the Board, were asked to leave the meeting for this item. Minutes of the Closed Session will be circulated to Trustees.*

*The Board concluded that prior to the appointment of a new CEO the SMT structure would stay the same as, at present, except for the appointment at the earliest opportunity, of an Interim Director of HR.*

*The Board appointed K Watchorn to lead on the recruitment of an interim HR Director in consultation with the incoming Chair, G Burchell, and the Appointments and HR Committee.*

EJ asked that any future papers on SMT structure include details of the current structure as incoming Trustees were not necessarily aware of what this looked like. **AP**

*There were no further comments.*

### **TB863 Staff Pay**

TCu advised that the Union was an associate of the National Living Wage Foundation (NLWF), an organisation that sets, on an annual basis, what it concludes to be a fair wage for workers. TCu reported that, over the past two years, the NLW rate had risen at twice the rate of that for permanent staff which was based on nationally negotiated agreements; consequently student staff wages had risen at twice the rate of permanent staff wages and had begun to encroach upon the Union's single spine pay structure.

TCu reported that, because student staff had their holiday pay rolled into their wages, there was a misperception amongst permanent staff at Grade2 level that student staff hourly rates were higher than their own even though they were responsible for supervision of student staff. TCu noted that Grade 2 were currently moving up in wages in relation to Grade 3 whilst their responsibilities remained the same and this was problematic.

TCu advised that the paper proposed to initially address the problem by tweaking the bottom three permanent staff grades by moving all Grade 1s to Grade 2, moving Grade 2s up slightly and squeeze the Grade 3 thus raising the

salaries of the Union's lower paid workers at a higher ratio than the current incremental scale at a cost of c. £25K. TCu noted the sum had not been included in the Estimates.

TCu advised that the proposal would solve the immediate problem but that, if, as was likely, the NLWF rate continued to increase at a similar rate then the problem would not go away.

TCu advised the options for a solution available to the Board were:

- stop the student staff wage rise happening
- increase permanent staff wages at the NLWF rate
- raise more income
- cut spending

CF wondered whether there were any non-monetary benefits that might be provided to permanent staff.

TCu thought remuneration was the key driver for permanent staff as this was what dictated their standard of living. TCu noted the likelihood of growing permanent staff dissatisfaction and disengagement if the problem were not addressed.

EJ enquired whether student staff supervisors were paid more than ordinary student staff.

TCu confirmed that they did not. TCu thought it worthwhile to clarify that the NLWF had not been designed for student wage rates but for rates which related to principal source of income; it did not take into account non-liability for Council Tax and absence of other living costs that students had.

MC disagreed with TCu's analysis arguing that with the ending of maintenance grants loans did not cover the cost of living for students. MC noted that the Union had a strong political stance on student poverty. MC noted that increasing numbers of students were coming to depend on working to pay their rent and food. MC agreed that it was probable that the NLWF would continue to rise and that the gap between student and permanent staff would continue to narrow but that the real concern should be the low wages being paid to all Union staff at the bottom of the wage structure. MC believed the money to fund fair staff wages would have to be found.

TCu advised that the current pay spine for permanent staff was based on that annually negotiated by university employers and the recognised trade unions and MC's proposal would break this link. TCu further advised that, as rates crept up, at the bottom the pay differentials based on responsibilities would shrink. TCu noted the other question to be asked of MC's suggested course would be where to find the money to pay for it.

JR noted the Union recognised the GMB as the trade union for student staff and subsidised student staff union dues. JR wondered whether it would be possible to use trade union representation to negotiate a local agreement outside of the NLWF.

TCu advised that this could be one possible approach for the Board to take.

CF endorsed the approach noting that Norwich had its own particular living costs and an agreement based on local factors would, CF believed, be welcomed by both student and permanent staff.

MJ wondered whether the University was a Living Wage employer.

TCu confirmed that it was not.

MJ thought it worthwhile to address the misperception by permanent staff of the seemingly higher student staff rate. MJ believed that the concerns raised in

the staff survey linked to the misperception should be dealt with by effective communication and explanation that the two rates were not equivalent.

TCu advised that management had made repeated efforts to explain the non-equivalence but that, for staff concerned, it was a matter of feelings and perception rather than the hard facts.

JR asked whether the Living Wage policy was still current.

TM confirmed that Union Council had voted in the Spring Semester to retain the policy.

MC noted that the Board might overrule policy on financial grounds but thought another solution might be found. MC recalled a similar debate several years previously at a Development and Oversight Board where the proposed solution had been to raise bar prices. MC noted that the rationale to this course would be that it would spread the cost across the membership and that alcohol was not a necessity. MC thought it would be useful to have some sort of modelling as to how much different levels of price rise might raise.

TCu advised that there were figures in the paper. TCu noted that, in order to pay the NLWF increases per year, prices across trading would have to rise by around 13%, if the rise was restricted to bar prices these would have to be raised by a significantly higher proportion. TCu cautioned that if the latter course were to be taken then the Union's commercial model would be at risk as bar prices would be higher than competitors with consequent reduction in demand and eventual loss of income.

JR thought there was a balance of judgement between ensuring the best working conditions for a smaller group of students, the student staff, and the impact on all students' cost of living of any price rises. JR believed it important to re-examine the model of how student staff were paid and to look at some form of local negotiations.

CK wondered whether the number of student staff might be looked at or the number of hours worked.

TCu advised that, if the student staff numbers or hours were cut, the Union would have to cut some of the services it provided and this would be a judgement for the Board to make.

MC believed that, if the Union had policy on an issue, it was incumbent on the Board to respect the policy unless following the policy involved significant financial risk. MC argued that there were options available that would allow the policy to be adhered to and that the Board might be criticised for preferring to break policy rather than having to because it had no other option.

TCu advised that management could model a range of course of actions for the Board to consider and one of these might include a proposal to negotiate around the NLWF at a local level and this might be taken to Union Council for the democratic arm to consider as well as price rises for different areas or cuts to services.

JR agreed with MC as to the situation not being one of significant financial risk but noted concerns that if no decision were to be taken over time costs would escalate and the Board would eventually be faced with significant risk.

MA wondered whether there was any data on students' perceptions about prices.

TCu advised that the Annual Student Survey results had indicated that students thought the Shop's prices to be high. TCu noted that two years previously the Board had taken action on student concerns over the cost of living on campus and had asked management to introduce value ranges. TCu noted that the result had been that the Shop was selling more items but making less profit.

Chair asked for Trustees to summarise their thoughts.

MJ thought that as the Union was committed to the NLWF this should be kept until a September review; MJ argued that no immediate change should be made to the permanent staff lower grades as this would have long term cost implications and should not be agreed upon based on the limited information in the paper.

CK believed the Board should formulate a plan in the near future rather than let the matter drift.

JR thought that it would be better to have detailed costings with alternative courses of action brought to the September Board even though the Board would have to entertain an attendant risk for three months.

TCu clarified to JR that the costings for the NLWF rise were included in the Estimates for the following year but that the putative cost of £25,000 for raising the rates for lower grade permanent staff had not.

IG believed the question revolved around paying staff a decent wage for their labour.

MC thought that the Union could not pull out of paying the NLWF rate unless it had been proven that paying it represented a huge financial risk and that all other options had been examined and found to be impracticable. MC believed that at present this was not the case.

CB believed there was not enough detail in the present paper for the Board to make an informed decision.

*There were no further comments.*

*The Board asked management to prepare a paper for the September Board with options to include:*

- *a pricing model based on raising prices in core areas taking into account student opinion on prices as expressed in the Annual Student Survey*
- *costing based on a re-negotiation of the NLFW rate taking local conditions into account*
- *cuts to services based on a 'last in...first out' formula*

## **STRATEGY**

### **TB864 Enabling Strategy (Approval): Corporate Governance**

AM noted that at the December meeting, the Board had agreed to take part in the NUS Good Governance audit during 2018.

AM advised that, given the recent departure of the Chief Executive, it would be unwise for the Board to still go for an early audit.

AM noted that the paper contained two proposals: to postpone taking part in the NUS audit for eighteen months whilst Trustees examined the Board's

effectiveness and to hold a Board Strategy and Development event around Easter 2019.

*There were no comments.*

*The Board approved the Corporate Governance Enabling Strategy.*

### **TB865 Enabling Strategy (Steering): People**

TCu noted that there had been a change in survey provider and the new survey results were far more complex and detailed than past results.

TCu advised that an in-depth strategy based on the results would be presented at September Board.

TCu highlighted an initial finding on staff engagement: that wellbeing was not the key factor that management had previously thought it to be. TCu advised that management would be re-thinking the approach to wellbeing.

*The Board noted receipt of the strategy without comment.*

### **TB866 Enabling Strategy (Steering): Membership Engagement**

LC advised that the main source for gauging member's opinions was the Union's Annual Student Survey. LC noted that, in previous years, the Survey had run from December to January but due to staffing issues and avoidance of clashing with the University's own surveys the Survey had run from 1 to 31 May.

LC advised that preliminary analysis of the results had revealed no major deviation from those from previous years despite the change in timing.

LC highlighted the inclusion of questions on friends, loneliness, mental health and wellbeing.

LC noted that a detailed breakdown would go to Departments for discussion at staff residential and a holistic breakdown would come to the September Board.

CF wondered, as to students' coursework, why formative assessments were not graded and given back to students.

LC advised that the Union was continuing to have discussions with the University over this issue and that comments from the Survey informed the Union's lobbying.

IG wondered whether management trusted the data in the Survey.

LC advised that a small incentive had been given to fill in the Survey and the team would be looking for any obvious groups of students who were not responding with the aim of having a more targeted approach in future.

IG wondered whether completion of the Survey could be made compulsory.

LC advised that this would be dependent on the nature of the relationship with the University: LC noted that for the current year the University had been helpful in promotion and publicity for the Survey.

CK asked, as to actions stemming from the Survey results, for reassurance that a plan based on analysis of the Survey would be taken to the Student Officer Committee (SOC).

LC advised that the incoming Full Time Officers had been briefed on the preliminary results but that a detailed analysis would be presented to the full

SOC at some point over the summer and this would be delivered with staff support.

MA wondered whether Officers and committee members could be told it was expected of them as part of their responsibilities to complete the Survey. LC advised that they would be willing to discuss outside of the meeting ideas for increasing participation.

*The Board noted receipt of the steering strategy without further comment.*

## **RISK**

### **TB867 Risk Register**

TCu reminded the Board of changes that had been highlighted earlier in the meeting.

*There were no comments.*

### **TB868 GDPR**

TCu noted that this item had been covered in an earlier Report.

*There were no comments.*

## **SUNDRIES**

### **TB869 Key Decisions of Union Council**

TM advised that one of the policies passed, to split the Students with Officer role into two with a subsequent review to consider the possibility of the creation of a full time disabilities officer post, was problematic in that it mandated the Trustee Board to take certain actions. TM noted that Council could not mandate a higher body. TM advised that the possible creation of a disabilities officer post could add another Trustee to the Board and that the Board would need to be happy that the post qualified as a Major Officer Holder under the 1994.

TM advised that the Board's consideration of the policy might take into account the fact that a new sub-committee of the Board, the Equality, Diversity and Accessibility Committee (EDAC) had been created and since its creation had yet to meet.

JR believed that the mandate could simply be interpreted as a request to review and this could be undertaken by Management Committee; JR noted the briefing paper suggested a role for EDAC but as this had yet to meet JR had concerns that implementation of the policy might be delayed.

*The Board agreed that implementation of the policy would be integrated as a KPI into the Departmental Action Plan and any progress reported to the September Board.*

ML noted that there had been a preliminary meeting as to EDAC looking at its remit of monitoring staff equality and diversity but suggested this would be an

item for the Board to look at in the coming year.  
LC noted that staff support for the Committee had been lacking due  
....REDACTED UNDER THE STAFF PROTOCOL....

MJ wondered whether there was any risk stemming from the Committee not meeting that should be recorded in the Risk Register.  
TCu advised that there was not as the data on EDA was reported to the Board as a matter of course. TCu noted that for the coming year management would be restructuring staff support for the Board; as part of the restructure, staff support would be in place for EDAC.

*The Board mandated Management Committee to appoint a Chair for EDAC; Student and Part-Time Officer Trustees as to whether they want to be part of the Committee. **AP***

*The Board noted the Key Decisions of Council without further comment.*

### **TB870 Any Other Business**

*There was none.*

### **TB871 Time, date and place of next meeting**

18 September 2018, venue and time to be confirmed.

### **TB 872 Ongoing Cycle of Business**

*Noted without comment.*

### **TB 873 Meeting Self Evaluation**

*Noted during closed session.*

### **CLOSED**

### **TB874 Aftermath and Chair Accountability**

*Staff, with the exception of the Clerk to the Board, were asked to leave the meeting for this item.*

*Minutes of the Closed Session will be circulated to Trustees.*

*The Board agreed to the recommendation that the Interim CEO be paid an acting-up supplement of £3.5K p.a.*