



Board of Trustees

The second ordinary meeting of the Board of Trustees for the 2017/18 session, was held on Thursday 1st February 2018 in Meeting Room 3, Beit Quad at 3pm.

Unconfirmed minutes

Present:	Jill Finney	Board of Trustees Chair
	Neil Sachdev	Lay Trustee
	Kate Owen	Lay Trustee
	Dorothy Griffiths	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
	Lingru Zheng	Student Trustee
In Attendance:	Jarlath O'Hara	Managing Director
	Malcolm Martin	Head of Finance & Resources
	Angela D'Souza - Clerk	Administration Support Manager
Apologies:	Paul Beaumont	Lay Trustee
	Eric Suen	Student Trustee

	Action
<p>Item 1: <u>Welcome</u></p> <ol style="list-style-type: none"> JF welcomed the group to the second meeting of the 2017/2018 year in her new appointment as Chair to the Board. <p>Item 2: <u>Conflict of interest declaration</u></p> <ol style="list-style-type: none"> None declared <p>Item 3: <u>Apologies</u></p> <ol style="list-style-type: none"> Paul Beaumont and Eric Suen. <p>Item 4: <u>Board Minutes</u></p> <ol style="list-style-type: none"> Chair presented minutes from 26 October 2017 meeting to Board and invited questions or comments. Board confirmed and signed off minutes. Chair commented that she was pleased to see that papers were circulated both on time and in PDF. FOC pointed out that it would be useful to have individual papers for online publication. 	

Item 5: Action Tracker

1. JOH tabled a copy of the draft forward agenda for Board review.
2. Chair explained that in future a forward planner would be made available to Board along with forward planners from each of the sub-committee minutes.
3. Paul Beaumont would be invited to join the Union Reserves Investment Committee.
4. Query whether Hannah Bannister would be able to attend the April Board residential to discuss the joint Wellbeing Strategy. It was agreed that confirmation would be sought offline.

**Angela D'Souza
(Administration Support
Manager)**

**Jarlath O'Hara (Managing
Director)**

Item 6: Health & Safety

1. JOH - There has been a meaningful step change in what we have been doing with regards to Health & Safety management this year.
2. DG - Encouraging to see there has been a marked increase in incident reporting. Commended the staff team for their efforts.
3. Further activities planned included a Health & Safety inspection on the Summer Ball and a Travel Safety lecture event scheduled for late February.
4. All agreed they were impressed with the new presentation of the information and found the pie chart a useful visual.

Following on from the Board's decision at the previous meeting held on 26th October 2017, each Officer Trustee committee member agreed to provide feedback from each committee moving forward.

Item 7: Governance Committee Minutes of 22nd November 2017. TBH presented highlights alongside Governance Chair, Dorothy Griffiths.

1. Preparations for the next leadership Elections are underway. A new timeline process for campaigning and voting is being trialled this year to ascertain whether it attracts a better turnout. It will be reviewed and findings discussed at Governance Committee when it is over.
2. Committee agreed to accept the draft Terms of Reference.

Item 8: Appointments & Remuneration Committee Minutes of 14th November 2017. FOC presented highlights alongside A&R Chair, Kate Owen.

1. Chair defined the role of the committee as a two-fold governance responsibility: Assurance - where needed to challenge practice and policy on matters to do with the organisation's appointments and

<p>remuneration and Advisory - to support the Managing Director with any related issues he may require help with.</p> <ol style="list-style-type: none"> 2. The committee discussed how we can support staff in a high turnover organisation and keep it a focal area for action. 3. Committee discussed the People Strategy – “Our Commitments”. Very much a value proposition of what we offer to staff. Still a draft working document at this stage. 4. Some concerns shared regarding the re-accreditation process for Investors in People. There is an entirely new framework and JOH pointed out that good practice, understanding and communication across a new set of KPIs would have to be evidenced as being embedded. With a high turnover of staff during the year there is a risk that we may not retain our current gold standard. 5. A new Head of Commercial Services has now been appointed and there are three candidates shortlisted for the appointment of a new chair for the Finance & Risk Committee. 	
<p>Item 9: Finance & Risk Committee Minutes of 11th October 2017. MB presented highlights alongside F&R Chair, Neil Sachdev.</p>	
<ol style="list-style-type: none"> 1. Orbis Tech have promised the organisation that there will be a new EPOS Dashboard by the end of next week (9th February 2018). JF requested that Board should be notified when this happens. 2. Presentation of Annual Accounts. New auditors, Crowe, Clark, Whitehall. Presented an overview of the audit fieldwork on the financial statements of the Union for the year ending 31st July 2017. Very positive outcome. 3. NS provided an update from the F&R meeting of 23rd January. He raised concerns that EPOS was a disappointing financial investment at this stage was pleased to hear that Orbis were beginning to fulfil their commitment. 4. Summer Ball preparations were on track and there have been reviews of good learning taken from the Foundry experience and Dyson tender. 	<p>Jarlath O’Hara (Managing Director)</p>
<ol style="list-style-type: none"> 5. NS had concerns over the budget and there are areas of real concern that need addressing. Board need Monthly management accounts to be circulated as previously agreed and started. JOH to inform F&R and Board as reforecast process concludes. 	<p>Jarlath O’Hara (Managing Director)</p>
<ol style="list-style-type: none"> 6. Particular mention was given to the Events budget and the CSP Finance Group report that was submitted. NS pointed out that these are disclosable documents therefore it needs to be absolutely clear how the Union spends their money 	<p>Matt Blackett (Deputy President (Finance & Services))</p>

<p>MB explained that it was the method of reporting that requires attention to ensure there is no misrepresentation of the figures or bias. Further narrative is required. MB agreed to review the report and reformat ahead of the next F&R Committee meeting.</p> <p>Item 10: <u>Communication Committee Minutes</u> of 11th October 2017. NB presented highlights alongside Communications Chair, JF.</p> <ol style="list-style-type: none"> 1. NB provided a brief summary from the last Communications Committee meeting held on 6th December 2017. 2. The Officer Trustee on line communication platforms are ready for use from today. 3. JF pointed out that the Officer Trustees should not corporatise their platforms. They need to reflect individual personalities. However she also made it clear that it was unacceptable that this project had taken so long to get off the ground. 4. Andrew Keenan, Head of Student Voice and Communications, has put together a business case for SMG to source students from Data Science to analysis our membership data. JF suggested that AK would benefit from being given a timetable to avoid focus drifting from this important piece of work. 5. Felix Review. As no external body was found to complete this review the Union set up a working group to begin the work. Unfortunately there have not been able to meet since Christmas. There is a risk that this will fall down the list of priorities. JF requested that there needs to be a timetable and delivery on this. JOH to ask AK to circulate to Communications committee <p>Item 11: <u>Associate Membership Policy Renewal</u></p> <ol style="list-style-type: none"> 1. As part of the renewal plan for Board policies the Associate Membership policy is up for renewal. 2. The only minor change to the policy gives responsibility for setting fees to lie with the Appointments & Remuneration Committee. In consideration of the rules regarding associate membership of the Union the President sought approval of those suggested in the policy paper. 3. KO commented that there needs to be a little more rigour for fulfilling the membership criteria. 4. Board approved the policy. <p>Item 12: <u>Managing Directors Report</u> Balanced Scorecard</p> <ol style="list-style-type: none"> 1. JOH explained that this was the first live version of the Scorecard. It was not perfect and still required 	<p>Jarlath O’Hara (Managing Director)</p> <p>Jarlath O’Hara (Managing director)</p> <p>Jarlath O’Hara (Managing director)</p>
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<p>with every MD's report, unless significant changes were being made to it.</p> <p>Item 13: Business Plan Update</p> <ol style="list-style-type: none"> 1. JOH provided an update on the development of a Business Plan, built around the 15 strategic objectives, which will be completed before the end of February. 2. Board suggested that JOH remove the more operational objectives from the Business Plan, making the bigger items more visible and linked to the Balanced Scorecard to ensure the outcomes are being measured. <p>Focus moved to two particular areas of work: <u>Wellbeing Representation Network</u></p> <ol style="list-style-type: none"> 3. FOC delivered a comprehensive overview of the current work undertaken on the Wellbeing Representation Network and the first term's evaluation. Members agreed a more focussed discussion at the Board Away Day would be beneficial. JOH to invite Hannah Bannister, the Director of Student Services, to attend if possible. 4. JF commented that, having read the paper submitted, she was not aware that the organisation was launching such a major initiative. Did we resource it adequately? She enquired whether it would have helped the team if Board had oversight of it much earlier. FOC agreed to work with the Officer Trustees and Union staff to provide further scope ahead of the Board Away Day discussions. 5. Board agreed that it would be better to review how successful this year's Network is before thinking of extending it out to post graduates. Ideally we should be thinking about building a consolidated network, defining its purpose and parameters and what success looks like. A review of the Wellbeing Representation Network will be completed and discussed at Board in a year's time. This will be placed on the forward agenda. <p><u>Governance</u></p> <ol style="list-style-type: none"> 6. ACC informed Board of progress to date on the Governance Review and update to Union Bye-Laws. 7. All proposed changes have passed through Union Council without controversy. <p>Item 14: <u>Institutional Culture and Inclusivity</u></p> <ol style="list-style-type: none"> 1. Following an Institutional Culture Report for Imperial College, the Union commissioned its own review of liberation, equality, diversity and Inclusion (LEDI) The report recommended Board to revisit what our value of 'Inclusivity' means to us. 	<p>Jarlath O'Hara (Managing Director)</p> <p>Jarlath O'Hara (Managing Director)</p> <p>Fintan O'Connor (Deputy President - Welfare)</p> <p>Angela D'Souza (Administration Support Manager)</p>
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<p>2. ACC pointed out that our College partners think that this is not a problem within Imperial. Board disagreed and are working with College on the EDI strategy that they are developing.</p> <p>3. NS offered a suggestion to take a paper to Council for discussion as it does affect our students.</p> <p>4. JF commented that we need to know what the barriers are so we can define our responses. Do we have the evidence? Does the Wellbeing Representation Network provide this evidence? There needs to be a wider discussion around what is going on within student culture.</p> <p>5. JOH responded that the Liberation Review was done to help piece this but more insight was needed.</p> <p>6. JF requested that, in the first instance, all members email JOH a few suggestions as to what they believe are the barriers to the organisation being inclusive. JOH to collate to a paper on barriers and suggested actions for Board discussion.</p> <p>Item 15: <u>GDPR</u></p> <p>1. MM delivered a presentation underlying the six principles of GDPR, asking Trustees to review the preparatory steps outlined by the Information Commissions Office and ensure they are aware of the implications of the new legislation.</p> <p>2. The law regarding data protection is changing from the 25th May 2018 in line with a new EU legal framework.</p> <p>Item 16: <u>Union President Report</u></p> <p>1. ACC presented a report of her current work and plans for the forthcoming months.</p> <p>Item 17: <u>Deputy President Education Report</u></p> <p>1. NB presented his progress report of his key goals for the year.</p> <p>Item 18: <u>Deputy President Welfare Report</u></p> <p>1. FOC presented his report to inform Board of the Union's long-term student welfare projects.</p> <p>2. He commented that the Wellbeing Representation Network was moving quickly and the team were working to earn support for the project from the wider College leadership.</p> <p>Item 19: <u>Deputy President Clubs & Societies Report</u></p> <p>1. TBH presented his report on the work he is currently involved in, with emphasis on the Online Training Hub, a more up to date version of the Sports Strategy and club funding.</p> <p>Item 20: <u>Deputy President Finance & Services Report</u></p>	<p>All Trustees</p> <p>Jarlath O'Hara (Managing Director)</p>
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1. MB presented his report on the current work he is undertaking in line with his key goals for the year.
2. He is particularly pleased to report that there is now a phone charging facility available to students in the Union building.

Item 21: **Council Chair Report**

1. OH presented his report on the Policy decisions taken by Union Council since the last full meeting.
2. DG expressed an interest in attending one of the forthcoming Council meetings. OH to circulate dates of the Union Council meeting to members.

Item 22: **AOB**

1. NS raised the issue of Gender Pay – What is our policy to respond to fair pay for a fair day’s work?
2. KO requested this should form part of the agenda for the next Appointments & Remuneration Committee meeting on the 13th February 2018.

Owen Heaney (Council Chair)

**Angela D’Souza
(Administration Support Manager)**