

**Imperial College Students' Union
Board of Trustees**

Minutes (29 September Board of Trustees)

1. Introduction & Attendance

Jill Finney (JF) (Chair)	Phil Power (PP)
Stephen Richardson (SR)	Sam Lee (SL)
Daniel Lo (DL)	Dorothy Griffiths (DG)
Nathalie Podder (NP)	Gabrielle Mathews (GM)
Lloyd James (LJ)	India Marsden (IM)
Jacques Bazile (JB)	Michaela Flegrova (MF)
Charlotte Drastich (CD)	Hilliam Tung (HT)
Daniel Wagner (DW)	

In attendance

Tom Flynn (Managing Director) (TF)
Rob Scully (Director of Finance and Membership) (RS)
Tom Newman (Director of Membership Services) (TN)
Juliette Coopey (Director of Marketing and Communications) (JC)
Ashley Cory (Systems Manager) (AC)
Victoria Agbontaen (Governance Officer) (VA)

2. Apologies

None

3. Minutes of previous meeting

The minutes of the previous meeting were approved pending an amendment to the attendance of GM.

4. Matters arising

N/A

5. Conflict of interest declarations

None.

6. Consideration of confidential business

None.

7. MD Update & Objectives

TF gave a brief overview of the paper highlighting several key short-term projects that are expected to be undertaken as well as the MD objectives for 2021/22.

Board noted the Managing Director objectives set as part of the PDR process.

8. OT Update & Objectives

LJ stated that along with the objectives there will also be detailed project plans developed for each of these objectives which will include much more specific and measurable details. LJ added that this exercise has been widening to include the CU Presidents' as well as the Felix Editor which will help to bring key volunteers into the support being provided.

- i. A question was asked by MF as to why all CU Presidents did not complete the objectives and who will be supporting the CU Presidents this year. Trustees were informed this task was requested on a voluntary basis and they cannot be compelled to engage. CU Presidents are supported through members of Union staff as well as the Union President.
- ii. A question was asked by HT as to what the specific steps are that are going to be taken in reviewing the Mums and Dads scheme and why it is being extended to Year two students. Trustees were informed it is being extended due to first year students not being able to fully participate in the scheme last year due to the pandemic. The Advice and Representation Manager will be able to provide Trustees with more detail on the Mums and Dads review.
- iii. A question was asked by JF as to how whether MF did not feel adequately held to account by Council last year as this is one of the objectives noted. Trustees were informed that MF believed that a lot of Council members do not feel empowered to question Officer Trustees and this will be reviewed this year.

Board thanked the Officer Trustees for the work done on developing the objectives for the year ahead.

9. Council Chair Update

As included above.

10. Board Subcommittees Update

TF stated there for full minutes available for each subcommittee, but this update provides Board with a general summary for Board to have oversight of the discussions had.

Board noted the subcommittee updates

11. Calendar of Business Update

JF confirmed with Trustees that they had received invites for the Board meeting and its relevant subcommittees and understood their level of commitment.

Trustees noted the updated Annual Calendar of Business for Board and its subcommittees.

12. 2020/21 Financial Outturn

RS gave an overview to Trustees as to why the budget had been undertaken in stages which was due to the 2020/21 pandemic and the financial difficulty this posed on the organisation. As a result, the Trustees decided a multi-stage approach to budgeting which saw the latest budget revision approved in February 2021.

RS added that the operating surplus of the Union is a surplus of £154k, compared to a budget deficit of £18k. Whilst the Stage 4 budget had required the restructuring costs to be funded by the General Reserve, these have been covered by the in-year surplus and the reserves have not been utilised.

There are a number of 'below the line' items that have an impact on the total deficit position as reported in the annual accounts. The majority of this relates to accelerated depreciation as a result of implementing the new capitalisation & depreciation policy.

Trustees noted the update on the final year outturn of the 2020/21 budget.

13. 2021/22 Stage 2 Budget

RS noted that although there is more certainty around our ability to operate as planned during Welcome, there is still major uncertainty throughout the rest of the year as well as the business of campus. Due to this, assumptions on trading activity have not had much material changes but will be reassessed again at the Stage 3 budget.

RS highlighted that there is a significant amount of vacancy savings in the stage one budget and in stage two, there are a significant number of new roles created which will also take time to fill. The current estimate of this saving, based on planned recruitment timelines is £170k. However, a number of roles are being back-filled by temporary agency staff, to ensure that the Union can continue to provide a good level of service in term one. This is currently estimated at c£80k.

RS informed Trustees of the two small capital projects that are being proposed: a helpdesk – which will be a single point of engagement for all ICU services and activities and office meeting pods – to create privacy for meetings as we move to a hybrid model. Trustees were requested to approve the capital expenditure of up to £70k in order to deliver these projects, a cost of which includes a small contingency for any unforeseen costs that may arise.

- i. A question was asked by DG who would be responsible for managing the helpdesk. Trustees were informed that a Helpdesk Coordinator is currently being recruited for into a full-time staff role and this individual will be responsible for supervising the helpdesk with the assistance of student staff.
- ii. A question was asked by DG what the official Helpdesk hours will be. Trustees were informed that the standard hours will be 10am – 6pm but it will be flexible to ensure it is in line with the needs of students. However, it is necessary to undertake a review of being available to students at the times most relevant to them, outside of standard working hours.
- iii. A question was asked by JB whether EDI expenses will be included in the HR & Central services budget and what types of training will be included as part of this. Trustees were informed that a tender for an EDI Consultant will be going out by next month and this will include training such as unconscious bias and blind application training.

Trustees approved the Stage 2 Budget, to approve the £70k capital expenditure budget.

14. Annual Measuring Round & Baseline Scorecard

TF stated that balanced scorecard enables us to measure our overall performance and development, and to track our progress. This requires an overall policy and plan for how this is done which will help to ensure consistency each year.

TF highlighted that there are several gaps which signifies how we have not been using data as an organisation to track performance. There are also other gaps regarding the impact we are having on the lives of students.

TF said the next steps include planning the exact questions and information we require from these surveys which will be reviewed by the Student Opportunities and Development team, along with the Representation team.

- i. A question was asked by IM how the team plans to deal with volunteers who are taking the surveys but have overlaps in their remit of responsibilities and will therefore be required to complete similar surveys several times. Trustees were informed that this was not yet set and will be reviewed with relevant teams and an exercise will be required to understand overlap and differences between volunteer groups.
- ii. A question was asked by IM on how the KPI's were agreed. Trustees were informed that the KPI plan will be a living document for the first year and the final version will be created next year.
- iii. A question was asked by JB whether we are aware of the proportion of the student body that are responding to these surveys. Trustees were informed that the SES gets around 8,000 – 10,000 responses a year, NSS response is around 70% and the rest of the surveys are new and have not yet been carried out in this format.
- iv. A question was asked by MF whether the Officer Trustee's and other senior volunteers will be involved in creating the survey questions. Trustees were informed that these groups will be involved in the survey design which will help assist with overlap of questions.
- v. A question was asked by GM as to what the aspirational outcomes of the surveys are and who they surveys are going to be circulated by (Union directly, CU's or relevant CSP's) as they may impact the response rates and levels of engagement. Trustees were informed that some of the surveys do come from the government, the College but it is key to consider to communication/marketing on the approach of these surveys to increase engagement.

Trustees approved the plan for our annual measuring round to track our performance against the KPIs agreed in our new strategy.

15. AOP Summary

TF explained that the AOP process is now complete and have been produced at the team level. Each plan is owned and has been developed by the relevant line manager, with oversight and direction provided by the relevant senior manager.

TF said that business as usual items have not been included in the AOP as this would include a substantial amount of detail but can be discussed separately with any Trustees who require further information.

JF confirmed that updates will be coming to the Board on the 7 December and 29 March which enables further assurance that these areas are being progressed and monitored.

Trustees noted the update on the Union's annual planning round and the summary of some key developmental projects planned for the 2021/22 academic year.

16. People & Culture Review Action Plan

AC gave a detailed overview of the review and action plan, highlighting the following as the key themes of the review:

- Staff Recruitment and Employment Proposition
- Staff Induction
- Staff Training and Development
- Staff Performance
- Casual Staff
- Staff Support and Wellbeing
- Staff Values and Culture

From the review, a list of recommendations have been highlighted as vital to the review, this includes the introduction of blind applications, standardised applications and interviews, digital induction booklet along with a defined induction schedule.

Regarding training and development, a 70:20:10 model is being used as an established method of delivering L&D and refers to the proportion of time spent on different learning opportunities. 70% - experiential learning: including challenging tasks, cross-project teamworking, etc. 20% - informal/social learning: including mentoring, shadowing, peer-to-peer learning. 10% - formal learning: including external training, qualifications, e-learning.

For casual staff, AC highlighted the introduction of a rota and shift management system which will require an investment in an external platform to manage casual staff in one centralised location.

- i. A question was asked by CD what the role of a Mental Health first aider is and what their responsibilities will include. Trustees were informed that they should have a basic mental health knowledge in order to provide students with resources and directions on what to do if they require that assistance.
- ii. A question was asked by CD as to how staff wellbeing will be monitored if staff are now working from home. Trustees were informed that we are working with a hybrid model and there will be office time where this will be facilitated.
- iii. A question was asked by JF on how these action points will be prioritised. Trustees were informed that they will receive a list of prioritisations detailing how this will be delivered.

Trustees considered the measures to be taken as part of the People and Culture Development Plan as part of the ICU Strategic Reviews.

17. Staffing Update and Recruitment

AC noted that the paper highlights where the organisation was in January, where we are now and where we will be once the recruitment is concluded.

- i. A question was asked by JB whether casual workers/student staff are not included in the organogram. Trustees were informed that casual staff are not included on the chart but there is a requirement for a policy across the Union as to why a post is required to be a full-time role as opposed to a casual student staff role.

Trustees noted the recent staff changes following recruitment of several staff as part of the Back-to-Basics Recruitment Timeline.

18. Scheme of Delegation Consultation

LJ gave an overview of the paper noting that its purpose is to formalise delegated responsibility across the broad spectrum of Board oversight. LJ requested Trustees to consider whether this is the right structure for our scheme and if these are the right areas of operation / decision making groups for the schemes etc.

TF explained this it is currently the principle of the scheme of delegation of which the Trustees are required to consider, and detailed specifics will be shared later down the line. TF requested Trustees to provide further comments by 13 October.

- i. A question was asked by SL where disciplinary matters would fall into. Trustees were informed that disciplinary is currently divided between two decision making bodies, the President and the Governance and Membership Committee and should be included as a separate area.

Board considered the structure of a new 'scheme of delegation for the Union, as part of the agreed risk management framework.

19. Governance Review Update

TF expressed that progress is being made and there will be further actions that come from other pieces of work. LJ stated that this allows clear assurances for the Board that these actions are being undertaken.

Board considered the update on the progress and noted further actions required.

20. External Trustee Succession

JF provided a brief history of the external Trustee succession noting that she was due to resign in July 2021 with the intention of recruiting a new Chair. The recruitment was unsuccessful and there were also concerns about having a new Chair who had not previously been on the Board or had historic knowledge of the Union. It was agreed that JF would remain on the Board for one further year (July 2022) and this was ratified by both Board and Council.

Kate Owen and Graham Parker's terms on the Board ended resulting in two vacancies on the Board. Dan Wagner filled the position of Graham and joined us as an external Trustee and Chair of the Finance committee, leaving one final vacancy for a lay Trustee.

JF stated that is the recommendation of the approval of Board to create the role of Deputy Chair to allow for an internal Chair who can subsequently become the Chair of the Board next year. JF stated Board approval is required for the appointment of Stephen Richardson into this role. The third decision was for Board to support the recommendation that the vacant position of the lay Trustee should be an individual that has a people, culture and HR expertise.

- i. A question was asked by CD what the additional responsibilities of the deputy Chair would be. Trustees were informed that at this time, that role would not have extra responsibilities but in the instance the Chair is unable to make the meeting, there is an individual who can deputise in their place.

- ii. A question was asked by MF whether we cannot make use of the HR expertise from the College. Trustees were informed that the lay Trustee would be expected to have expertise in people and culture, not limiting this only to HR experience.
- iii. A question was asked by JB as to whether we are creating a permanent slot or if it for this specific lay Trustee. Trustees were informed that these expertise are specific to this lay Trustee and as we currently have a huge people and recruitment focus, it is key to have a Trustee who specialises in this area and can support the Union.

Board approved Stephen Richardson in the role of Deputy Chair and having an individual experienced in people and culture as the incoming Lay Trustee.

21. Trustee Expenses Policy

Trustees noted that all Trustees held a conflict of interest regarding the expenses policy.

- i. A question was asked by SL whether childcare had been considered as part of the expense policy. Trustees were informed that it was not in the scope of the original discussion and RS agreed to review this against the College policies.

Trustees approved the Trustee Expenses Policy for the Union pending the review of the childcare policy.

22. Constitutional Update

LJ explained that the governing documents of the Union require updating as although they are due to be reviewed every 5 years, a number of amendments have been made over the years to the Bye-laws of which have been approved by both Council and Board but have not yet been reflected in the actual document that is available online.

Additionally, LJ noted there have been changes approved by Council over the last 12 months that have not been brought to Board for approval in order for them to be reflected in the governing documents. One of these approvals required includes a newly formed 'Working Class', Liberation Officer role that has not yet been approved.

- i. A question was asked by DG whether the 'Working Class Officer' name could be changed as students may not identify under this term. Trustees were informed that when this came to Council, the name was the most contentious part of the discussion, and this is what was agreed on.
- ii. A question was asked by GM as to what social members of the Union are. Trustees were informed that social members status was a result of a discussion about how PG students should be engaged in Constituent Unions.

Trustees were made aware of the current status of the Governing Documents and approved amendments to the Governing Documents that have been previously approved by Union Council.

LJ further noted the resignation of the GSU President in July, and in light of the absence of a functioning GSU Committee, recommended that GSU elections be temporarily suspended, pending the outcome of the PG Engagement Review.

Board approved the temporary suspension of GSU elections.

23. People Subcommittee (Ad Hoc)

TF stated that as part of the governance review, a people subcommittee was discussed, and it was agreed that an additional 'People Committee' could be established as an ad-hoc group to deal with specific, limited matters related to HR. Broader work around our people and culture would be owned by the full Board.

Trustees approved the Terms of Reference for an ad-hoc People Committee

24. EDI Strategy (T&F Group)

TF said that major piece of work the Union is due to undertake, is to develop and approve an organisation-wide equality, diversity, and inclusion (EDI) strategy and action plan. Therefore, a task and finish group will be required to develop and approve the action plan. TF expressed it will require consultation with all of the democratic bodies of the Union, including students and staff of all levels.

GM noted that the medical school has just completed their BAME Race Charter, and it would be worthwhile for the Union to review this and possibly use it as a baseline for the type of data required.

- i. A question was asked by SL whether it would be useful to have a staff member sitting on the group to focus on staff-related EDI issues and to represent. Trustees were informed that Juliette Coopey is going to join the T&FG as a staff representative.

Trustees approved the terms of reference for the EDI Strategy Task and Finish Group.

25. Annual Health & Safety Report

TN stated that a number of gaps were identified in the Health & Safety Policy in August 2020 subsequently producing a policy action plan for the year. As a result, Finance & Risk Committee have reviewed and passed a number of Union Health & Safety Policies. The Union is now implementing policies, the responsibility for this will transfer to the Facilities, Health and Safety Manager when the post holder joins the Union.

A committee was established as a sub-committee of the Union's Management Committee and the purpose of the committee is to monitor the health and safety performance of the Union, reviews incidents, provide a forum for obtaining input from representatives, and act as a of liaison with the Imperial College Health & Safety team.

- i. A question was asked by SL whether an external staff member from the College would be considered as a member of this committee. Trustees were informed that a College staff member had previously sat on the committee which aided with open communication between the Union and the College regarding health and safety.

Trustees considered the work of the Students' Union with regards to Health and Safety over the academic year 2020/21, and the planned work for academic year 2021/22.

AOB

Board thanked VA for her hard work and dedication working with the Trustees and supporting the Board for the last two years.