

Board of Trustees
MINUTES
3.00pm 31st January 2017
Room 1, The Union Building

Present:

James Belmonte (JB - Chair), Bethany Moody (BM), Alexandra Paschali (AP), Oludolapo Bolaji (OB), Ben Conway (BC), Rhian Johns (RJ – Present via Skype from Item 5.3), Ian Lockwood (IL), David Ayton (DA), Ryan Edge (RE), Jason Oakley (JO – Present up until item 8.2).

In Attendance:

Anna Clodfelter (AC), Tom Worman (TW), Lucy Simpson (LS – Present for items 1-4 and 7.1), Laurie Jones – Minutes

1. Apologies for Absence

Ian Watson (IW), Kaleke Kolawole (KK)

2. Declaration of Interests

No declarations of interests.

3. Minutes of Previous Meeting

Minutes from 11th October 2017 agreed.

4. Matters Arising and Action Points From Those Minutes

4.1 Produce a matrix of Leadership delegated authority from the new TOR for November Board – AC
Complete

BOARD OF TRUSTEES CONSIDERED AND APPROVED THE DRAFT DELEGATED AUTHORITY FRAMEWORK

Action: LJ to upload the Delegated Authority Framework

4.2 UPSU will produce a three year line by line historic of budget with commentary on outcomes and impact – CC **Complete**

BOARD OF TRUSTEES NOTED THE THREE YEAR LINE BY LINE HISTORICS OF BUDGET

4.3 Year-end accounts and trustee report commentary will be adjusted based on appropriate definition of reserves - AC **Complete**

4.4 Year-end accounts and trustee report will be further reviewed by the President prior to approval – JB
Complete

4.5 Possibility of key person dependency of financial planning will be added to risks of Project 25 – LS
Complete

4.6 More detail will be added to Project 25 reports for information for board members so that they understand all processes taking place – LS **Complete**

4.7 LS will be invited to Board of Trustees, Student Focus and Governance Committee, Operations Committee and Finance and Risk Committee as of Project 25 Operational Manager - LS **Complete**

4.8 UAB will assign a Student Champion to each appropriate operational objective of the KPIs – JB
Complete

JB and DA have been working on this and it will start for the next academic year.

- 4.9** The phrase 'clubs' will be changed to 'student groups' in the KPIs – AC **Complete**
- 4.10** 15/16 KPIs will be shared with the Board – AC **Complete**
- 4.11** The KPI for the Housing Fayre should read 1000 visitors – AC **Complete**
- 4.12** The KPI for the Student Travel should read 500 visitors – AC **Complete**
- 4.13** UPSU will liaise with Islamic society to agree advice needed with Prevent – FL **Complete**
FL: Islamic Society have been offered more support but they do not want any. I am working with Portsmouth City Council because more work needs to be done.
- 4.14** At the first Board Meeting of every year, a full update on Prevent and what UPSU does and doesn't do will be provided – AC **Completed**
- 4.15** An annual review of the risk register will take place by the Boards and will include Prevent – TW **Agenda point 8.4**
- 4.16** UPSU will review Prevent's presence at Fresher's Fayre – AC **Completed**
AC: Only speculation about who this person was – can't get any more information from Islamic Society/Police/Portsmouth City Council Representative. Working with Portsmouth City Council to amend relationship between relevant community Prevent partners and Islamic Society. Now permanent president, we're hoping with Islamic Awareness Week that we can do work to try and fix what is broken from the incident at Fresher's Fayre.
FL: We need to communicate with groups what the process is for incidents like this
- 4.17** An update will be provided on the University's stance on Prevent – JO **Completed**
JO: Clear, concise and represented a pragmatic approach which was in partnership with UPSU
JB: Safeguarding Board: Anna sits on it and we're looking to put VP Welfare on the Board. We will be talking to the Chair of that Committee – Bernie Topham
AP: Would it be worth someone being on the Safeguarding Panel?
AC: Safeguarding Panel is very operational/sensitive/focused on individual students and their needs - not appropriate. If they need support from the Students' Union, then we are directly contacted, usually the Advice Service. They keep it very closed because it's so sensitive with complex cases and vulnerable students. It's appropriate and works really well the way it is, with a dialogue to us when needed.
- 4.18** UPSU will investigate why Prevent training did not take place at committee training – FL (verbal update) **Completed**
FL: Miscommunication - this year we are looking at 2 different levels of Prevent training: more in depth training for chairs and general committee training.
- 4.19** The possibility of using external company for free printing credits will be researched – TW **Completed**
JB: AWIP printers: had conversation with Library and allowed to install in 3rd Space. Library suggested to go to IS to see how to install. IS are being difficult - lack of response and questioning. Still planning to put one in the Union anyway. Positive step in the right direction for students who have a limited amount of printer credit
AC: What were IS's concerns?
OB: Questioned the need for the printer, they wanted more information about it
AC: If they need our help or need data then we can provide
JB: Would like to thank RJ for raising it because it's a fantastic opportunity that we've jumped on board with.

- 4.20** UPSU access to the University starter survey will be reviewed – TW **Completed**
TW: action has gone to our Research Coordinator
- 4.21** UPSU will review the code of conduct and reputational risk for student groups associated with Eskimo 11 – FL (verbal update) **Completed**
FL: Reviewed and taken to Leadership for comments. RE brought up a good point that students should disclose any pre-arrangements/relationships so it's taken into consideration or have a disclaimer – will work with AP and BC
IL: Wider question about a conflict of interests? Should students declare this as part of the process before running?
FL: Haven't asked for previously, but maybe something we should do
Action: FL to research other unions' stance asking student to declare any relationships (e.g. working) that may be a conflict
- 4.22** Point 3.22 of the bye-law amendments will be reviewed – JB/RB **Reviewed and change delayed until governance report completed**
- 5. Finance Matters**
- 5.1 Management Accounts – (for note – full discussions at Finance & Risk Committee for UPSU and Board of Directors for PSUT) – AC**
Report taken as read.
RE: Why was there a big drop in club membership?
FL: Give It A Go sessions might have made students hold off paying for club memberships, but otherwise unsure
RE: Query: underspend in Student Opportunities?
FL: Doing a piece of analysis on income/expenditure for the last few years and will bring some recommendations forward
RE: Pensions Levy – question because of the size – seems quite high?
AC: the PPF Levy – normally within the pension line but it's not included so it's an unbudgeted amount which is why it's showing as a massive difference. Everyone who was in the pension scheme that sits within SUSS would have to pay the Levy. Everything in the SUSS pension scheme increases astronomically year on year
RE: Is it advantageous for us to stay with them?
AC: it's historic so there's nothing we can do
BOARD OF TRUSTEES NOTED MANAGEMENT ACCOUNTS
- 5.2 Reserves Matter update - AC (verbal update, detail included in F&R minutes)**
Confidential discussion Removed from publication
BOARD OF TRUSTEES NOTED THE RESERVES MATTER UPDATE
- 5.3 SUSS Deficit Matter – AC**
Confidential discussion removed from publication
- 6. HR Matters**
None
- 7. Strategic Matters**
- 7.1 P25 Presentation – LS**
(Presentation attached, questions below:)
JB: Sabbatical Officers looked at the terminology – we didn't understand them, and thought that students wouldn't either so they were tweaked.
RE: Where did you get the figure £300k?

LS: Majority is staffing - we are service provider. Also technology solutions

JO: Where is it coming from?

LS: That is yet to be investigated

JO: What is the measureable impact upon what you are trying to achieve as an institution?

AC: Breadth and depth of the reach – level of service that the Union can provide and how deep support can go. E.g. training and development is either self-service/signposting or bespoke/targeted/Portsmouth delivered programmes

JO: £300k per year is a challenge – you'll be paying for something that won't have an income back. Opportunity to shape what the University does, as the University offers lots of these things. Having University involvement might enable you to do some things at no cost

LS: A piece of work I'm doing at the moment is aligning us with University projects and the Masterplan – we don't want to do something that's already been planned or provided for

IL: Do you see any of these additional services being paid for by students as additional extras or do you see them as freebie?

AC: We haven't considered that yet

IL: It's a lot of money – need to look at every alternative. Staffing level has increased massively over the last 3-5 years – could you find outside sources or tap into University where there is natural overlap?

AC: We can deliver Model A with current resources. Model B is about £300k – we don't know what the functions/structures look like yet. All of the things you have said would be part of our plan – we won't implement a structure that is going to cost £300k, but will develop over time – some of it might be external funding/block grants/income from elsewhere – it's to give an idea that Model B costs significantly more than we have. We wanted to make it clear that Model B is aspirational that came from the audit/modelling process. That will be missing if we don't find £330k. At this stage this is our aspiration and costs associated. I think it's a realistic aspiration

JO: Model A is perfectly doable – I like your explanation that you can do Model A, then add some things on – need to put a realism on it. University looks at value for money

IL: Commercial elements of it – could you offer what you will deliver at Portsmouth Grammar School for example? Deliver something that bridges the gap between Sixth Form and University. How do you measure success on this?

AC: No idea yet. These are aspirations and functions. The only measure I have currently is that by 2020, the number students who don't know who the Union is will have dropped – so the vision of having an impact with every Portsmouth student is being realised – to listen and act for every Portsmouth student. Also to engage different student communities – e.g. postgrad/mature/part-time students

IL: I like the 'listen/act' parts of the model but it's not closing the loop for me in by not saying it's measured. Should really focus on acting – but are we acting in the right way/doing the right things that students want?

RE: Have you thought about any weighting between Student Experience and Academic Experience. The fundamental point and need of the Union is for Academic Experience – academic accountability/policy shaping/policy assurance – the rest feels like added extras.

JB: Different students will see the union for different things – some might see policy as key and fundamental while others don't. I wouldn't want to put labels towards them without reflecting the diversity and community

RE: How does the added extra of commercial and business fit in? E.g. I struggle to see how online skills courses fits in - If the charitable funds come in, how do we split it like that?

LS: This isn't the structure – the sizes of the boxes [on the models] are not the sizes of the resources. This is just the aim of where we want to take the union

OB: As a Union we should of course be in partnership with University – some of what a University promises for every student is a career enhancing opportunity which the Student Community does provide – I wouldn't say it's less important than Academic Experience because it's a promise that a University gives to students.

DA: I don't see them as two separate things – Student Community feeds into Academic Experience – a good Student Community improves on how we can effect Academic Experience. If we don't have a

good Student Community we can't have course reps/elected officers/policy shaping/lobbying. They work with each other.

RE: I feel that it's a weakness of the University that we may do well in some areas but then if we go to the top of policy than we're not influential – E.g. tuition fees – the impact the union has had on that isn't very robust or influential – fundamental aspect that students don't necessarily realise it

JB: I think we do have a lot of influence over the university with certain policies – some more than others, for example TEF – difficult to change stance due to monetary value involved. They go hand in hand – without student communities, Sabbatical Officers wouldn't be here through societies/sports clubs/shared interest groups

FL: This model allows us to be powerful in more than one area – students don't come for academic stuff anymore because it's not enough – you need extra things when you leave university

RE: I feel that if University wants us to influence we are influential, but where they don't want us to we're not

AC: I agree – we're not where we want to be with any of this stuff now, and that Academic Experience is as enhanced as everything else – we're not where we should be, but in this future model we will be. We have 3 charitable aims; one is about education and representation but we have 2 others that are equally important. Without listening to students we don't know which pathway to take. Some students need us to act and change policy, others need other skills/be impacted in other ways

JO: A Students' Union needs to be very different things to different people – need to look at the much bigger picture

BM: Do you think that the dates you've set are achievable

LS: We have gone through the diary up until this point and we feel we have the time to achieve it

AC: We're also open to changing the milestones – we'd rather get it right than do it fast

BOARD OF TRUSTEES NOTED THE P25 UPDATE

BOARD OF TRUSTEES NOTED THE TRADING REVIEW UPDATE REPORT

7.2 Operational Plan Update

Report taken as read.

BOARD OF TRUSTEES NOTED THE OPERATIONAL PLAN UPDATE

8. General Reporting

8.1 Chief Executive Report to include Prevent update - for note, questions only

Report taken as read.

BOARD OF TRUSTEES NOTED THE CHIEF EXECUTIVE REPORT

8.2 Sabbatical Officer Reports – Sabbs

Report taken as read.

RJ: What were the highlights of Sabbatical Officer trips to see other Unions?

AP: Leister – has a Board that holds Sabbs accountable and Sabbs submit a report every month. Cardiff – Student Union had a really good structure, all in one place and really accessible and diverse

BC: With P25 in mind and thinking about we're looking to change our deliverance: Leister – sport lies within the University which is a recent move but the change hasn't been noticeable because their University Sport Staff have sat in with the Student Union. Was good to get a steer to what other Student Unions do to see if it's achievable for us

JB: Transitional learning: Leister – peer mentoring scheme – every student has the option to be paired up with another current student. University of Portsmouth have taken this up after my suggestion – was great to see how on board they were with ideas for transitional learning

OB: Bournemouth – good to see how many responses they were able to get through their Voice department. Their democracy was separate from Voice which is something we can look into. Leister – training and development was collaborated with their Union and University

BOARD OF TRUSTEES NOTED THE SABBATICAL OFFICER REPORTS

- 8.3 AMM Report – FL**
Report taken as read.
BOARD OF TRUSTEES NOTED THE AMM REPORT
- 8.4 Risk Register Report - TW**
Report taken as read
RJ: Are the risks 1-10 in order of risk?
TW: No
RE: Is the pension deficit repayment taken into account? Does the Risk Register need to be updated?
AC: There is a meeting on the 23rd February where SUSS will be giving some indication of what the increase will be, so we might be able to bring this into the budgeting process – they will send out the minutes and presentation
Action: AC to bring update to the next Board of Trustees of an indication of what the risk of increase will be for the SUSS pension deficit
BOARD OF TRUSTEES NOTED THE RISK REGISTER REPORT
- 8.5 Operations Sub-Committee Minutes 07/12/16 - for note, questions only**
Report taken as read.
Confidential discussion removed from publication
BOARD OF TRUSTEES NOTED THE OPERATIONS SUB-COMMITTEE MINUTES
- 8.6 Student Focus & Governance Sub-Committee Minutes 06/12/17 - for note, questions only**
Report taken as read.
RJ: Are there actions that students have asked for and have got stuck – are the Union or University stuck? Do we need to look at Sabbatical Officer accountability?
JB: The previous Sabbatical Officers didn't highlight to the new Sabbatical Officers about the previous actions, by the time we found out there was backlog. New Sabbatical Officers didn't realise that could get support from SMT. Recently we have brought all the ideas forward to Leadership and have begun to work our way through both old and new ideas. This is something for the current Sabbatical Officers to look into in the handover to the new Sabbatical Officers to prevent a backlog.
FL: We're currently looking into the process so things don't get lost or mixed up
RJ: I think it would be a good idea to keep an eye on this. As we begin P25 and look at every student having their say – ideas getting stuck will be a real problem
BOARD OF TRUSTEES NOTED THE SF&G SUB-COMMITTEE MINUTES
- 8.7 Finance & Risk Sub-Committee Minutes 22/11/16 (including Risk Grid) - for note, questions only**
Report taken as read.
RE: Phrase – 'the University will not allow us to partner with Eskimo if they continue to behave in this way.'
AC: It was a colloquialism – it was the helpful implication to Eskimo to say that it wasn't acceptable to the University and there could be significant consequences to the Union if they continue to partner with an organisation that behaves in such a way. The context around that phrase is really important: we are not in a situation where the university tells us what we can/can't do
Action: LJ to amend phrase in Finance & Risk Sub-Committee Minutes 22/11/16
BOARD OF TRUSTEES NOTED THE F&R SUB-COMMITTEE MINUTES
- 9. Trustee Matters Arising From Democratic Committees**
RE: Where are we with the Good Governance Officer?
JB: We've tried to contact him but had no response so we will start the VNC process and we will co-opt in UAB for the meantime until next academic year. In terms of democratic committees: UAB is running sufficiently which is great

10. Any Other Business

10.1 Legality of the regularity of holding a referendum for NUS affiliation from BMc feedback - FL – verbal update

FL: The Higher Education Act specifies that we need to do any affiliations annually. Doesn't specify that we have to do it by a referendum. Other Unions: lots do an AGM and a small affiliation yearly and then a campus wide ballot every 2-5 years. Still conducting research to gain more data, but I am looking into it

10.2 Replacement External Trustee for Finance and Risk Committee – AC

RE: Have you had applications?

JB: There has been one. Now it has gone online to paid advertisement, and TW and I have been using University contacts and social media. I have spoken to the Chair of the Finance Committee, and Paul Hayes who is speaking to the chair of UTC

RE: Have you made contact with any law firms/accountancies in the area? Two big commercial estates in Havant/Whitley?

IL: Have you contacted Warner Goodman?

AC: There are two roles to fill out – one is the position on the Finance and Risk Committee and the other is support to the CE – there needs to be a conversation with trustees with who will pick that up.

Action: AC to email Board of Trustees regarding a replacement for an External Trustee for Finance and Risk Committee

JB: I'd like to thank Ian Lockwood for his time as an External Trustee. Even being very new to the Board of Trustees, I still know the value of your contributions and making me feel welcome. On behalf of myself and the other Sabbatical Officers, thank you – your contributions have been fantastic and you've been a real asset.

10.3 Returning and Deputy Returning Officers for the Student Officer Elections update – FL

FL: Deputy Returning Officer = FL. Returning Officer – NUS contact. We've had 25 nominations for Sabbatical Officer positions (23 in total last year) and 19 for Student Officer positions (9 last year).

11. Date and Time of Next Meeting

Tuesday 4th April 2017 at 3.00pm

Room 1, The Union Building

ACTIONS

Action	Who	Update	Status
4.1 Upload the Delegated Authority Framework	LJ		Complete
4.21 Research other unions' stance asking student to declare any relationships (e.g. working) that may be a conflict	FL		Complete
5.3 Speak to Charity Commission about the ultra vires surrounding the SUSS pension deficit matter	AC		Ongoing
5.3 Speak to University Solicitor about the ultra vires surrounding the SUSS pension deficit matter	AC	Reported to Finance and Risk Committee 28/02/17	Complete
5.3 Email the Board of Trustees and seek approval of the new proposal (to continue to fund the pension deficit in way we currently are, subject to and with a formal letter from the University accepting that we use a portion of the block grant to fund it) if by taking apportionment of the SUSS deficit is ultra vires.	AC	Reported to the Finance and Risk Committee 28/02/17	Complete
8.4 Bring update to the next Board of Trustees of an indication of what the risk of increase will be for the SUSS pension deficit	AC	Awaiting minutes from SUSS AGM (23/02/17)	Ongoing

8.7 Amend phrase in Finance & Risk Sub-Committee Minutes 22/11/16	LJ	Amended version can be found in the 31/01/17 Board of Trustees Google Drive folder	Complete
10.2 Email Board of Trustees regarding a replacement for an External Trustee for Finance and Risk Committee	AC		Complete

CONFIDENTIAL ITEMS

5.2 Reserves Matter update	Confidential Agenda Point
5.3 SUSS Deficit Matter	Confidential Agenda Point
8.5 Operations Sub-Committee Minutes 07/12/16	Confidential Agenda Point

Minutes Approved: _____

Date: _____