

**Board of Trustees**  
**MINUTES**  
**4.00pm 3<sup>rd</sup> November 2015**  
**Room 1, The Union Building**

**Present:**

Nick Johnson (NJ - Chair), Elisa Kanagarajah (EK), Rhian Johns (RJ), Ian Watson (IW) – Via Skype, Ian Lockwood (IL), Orion Brooks (OB), David Ayton (DA), Jamie Mitchell (JM), Joanna Miguens (JM).

**In Attendance:**

Anna Clodfelter (AC), Tom Worman (TW), Rebecca Beard (RB), Lucy Simpson – Minutes, Christine Brightwell (CB) - for items 1-4 only, Brendan McCarthy (BM) – for items 1-3 only

**1. Apologies for Absence**

Apologies received from CW & DF. Chair welcomed newly ratified student staff. HM has now stood down and a replacement is being identified.

**2. Declaration of Interests**

No declarations of interests.

**3. Have Your Say Presentation – BM**

Questions:

RJ – how easy is it for students who have either put forward ideas or like an idea, to then get involved in the implementation of it?

BM – at the moment, for anything that comes to UAB, students can watch the process and see it happen. The exciting thing for some of the ideas as well is that where a lot of them will go online we are hoping that will add a campaign element so if an idea is out online the students will take the onus and start almost election style campaigning for their idea to happen which will make them more involved. That is part of our long term plan to get more student involvement rather than just the UAB.

RJ – Kings are struggling with this as well. We get all of these fantastic ideas passed and then suddenly it's all on the Sabbatical Officers to deliver.

BM – we have the student officers, faculty reps, chairs and various others as well. For Example, the AU chair is already working on one idea as it is such a simple idea to do.

OB – we implemented a media one very quickly as it was such a simple common sense change.

IL - the Union strapline is 'Make A difference' so could this be on the website as part of the message?

**Action – TW to add 'Make A Difference' to Have Your Say website pages.**

CB – how do you monitor inappropriate ideas that are submitted?

BM – ideas don't go live straightaway. They go to an administrator first. Our long-term plan is to work with our Good Governance Officer to build them into that process to ensure there is student oversight. We are aware that there is a risk if there is only staff ownership as there should be student ownership as well.

CB – how would you deal with this if it is challenged?

BM – this would go to the UAB and we would hope that they would be empowered to respond. As part of our meeting training we are making sure Chairs have the training and power to deal with any ideas or conversations that are inappropriate and don't fit with any of our policies or values.

RJ – it's early days but what's the view on campus?

OB – from experience of being at some of the Union Zones and Faculty Zones, they didn't like it initially when told about it but when they go through the process and realise how quick and easy it is compared to the old system, on reflection they seem to like it.

DA – Chaired the Societies Zone and everyone who attended said it was much better and easier than last year.

JMg – it's also easier for a non-engaged student and they are far more open to the idea.

DA – calling them ideas rather than motions and amendments is simpler to understand.

EK – the first AU Zone meeting is tonight and they have 5 ideas to talk through and this is good for a first meeting.

BM – the course and faculty reps are taking it on and really shouting about it and taking on this communication element.

#### **4. Pensions Section 75 Update - SUSS PENSIONS MATTER - CONFIDENTIAL DETAIL *BOARD OF TRUSTEES NOTED THE SECTION 75 UPDATE***

#### **5. Minutes of Previous Meeting**

Minutes from 25<sup>th</sup> August 2015 agreed.

#### **6. Matters Arising and Action Points From Those Minutes**

**6.1** AU Strategy Update – carried forward from May (RB) **Agenda Item 9.1**

**6.2** AU Strategy Working Group Update – moved from August BoD (RB) **Agenda Item 9.1**

**6.3** Share Media Editorial Policy at November Board (RB) - **Agenda Item 12.1**

**6.4** Share Media Editorial Policy process with RB (RJ) – **RJ to action**

**6.5** Meet to discuss candidate mental health support (RJ/RB/FL) - **COMPLETE**

**6.6** Report Have Your Say Ideas to Board for pilot year (RB) - **Agenda Item 3 /10.3a**

**6.7** Amend meeting frequency on TOR for Sub-Committees as agreed at Leadership and circulate proposed time table / dates (AC/LS) - **COMPLETE**

**6.8** Leadership to approve who is allocated to each Sub-Committee - **Agenda Item 12.2**

**6.9** Request Section 75 report to detail steps taken from start to where we are now with brief timetable of actions (AC) **COMPLETE**

#### **7. Finance Matters – Item Moved to Bottom of Agenda**

##### **7.1 Year end accounts and Trustees report for approval (AC)**

Report taken as read.

AC – requested approval subject to circulating the fact we have been advised not to include the section 75 issue.

IL – there was a slight difference between amounts of money that we gifted.

AC – it's an administration that we have to pay for the transfer.

IL – very comprehensive report.

DA – looking at other charities end of year reports, they present the information in a way that's a lot easier to understand and therefore to our members who don't have a good understanding of the business & finance world our report is not very accessible. Can the numbers and basic points be put into a more accessible format in the future?

AC – we do that annually and it goes to AMM. It's a one page info graphic that is produced by marketing and it has all of the dry financial information but info graphics and also includes some fun stuff to liven it up.

IL – noted in the risk register that data protection is really high on everyone’s agenda with lots of stuff going on about people being hacked etc. As it is being reviewed at the moment IL would like to be involved in this review.

**Action: TW to involve IW in review of data protection.**

**BOARD OF TRUSTEES APPROVED YEAR END ACCOUNTS AND TRUSTEES REPORT (9 for / 0 against / 0 abstain).**

## **7.2 Management Accounts**

AC - Management Accounts to follow. There have been issues with the transfer from Sage to Xero (not with the software but with the inputting of data from Sage to Xero) so we won’t have management accounts until the end of the quarter. We have had incredible support from Blue Spire our accountants who are wholly satisfied that Xero works but we will be dealing with the insufficient service that we’ve had from the organisation who helped with the conversion from Sage to Xero. All of the financial information that departments need is available and managers are working to that information.

## **7.3 Space Spend Update (TW)**

Report taken as read.

**BOARD OF TRUSTEES NOTED SPACE SPEND UPDATE**

## **8. HR Matters**

None

## **9. Strategic Matters**

AU Strategy Update – RB

RB – we started an AU strategy working group about 2 months ago. The history of this was born from reactions to some incidents that occurred last year which led to an anti-alcohol agenda. There was a piece of work done around BUCs rankings and our deterioration for the second year running and there was also an issue with not spending the development funds that were allocated to improve the performance of those AU groups. What came out of that was a consultation with the AU as to what they wanted from us. Other than more money, development of the clubs was the main thing we could take away from that consultation. All this has now been pulled together so we have one working group that brings in all of these priorities under one umbrella and also brings in some of the wider Union agendas. The 4 main aims for this working group are:

1. A happy, engaged, active and inclusive AU that has access to the resources/facilities and support it requires to develop effectively.
2. Improved BUCs rankings
3. A fair and transparent formal disciplinary process to manage poor conduct and behaviour - consistently applied.
4. A recognition and reward framework to ensure positive reinforcement of improving/excellent performance and contributions to society (on and off pitch).

Because this involves so many different working streams we are at different stages in the whole group formation. One of the first pieces of work taken on with OB is a piece of work under the wider Union umbrella which is to overhaul all of our complaints processes and policies and within this, our disciplinary processes with regards to our students. We have already had to adopt the disciplinary process a couple of times so that will be a process which becomes embedded quite quickly. It is now

consistently applied and managed and monitored. That has helped cement our no-tolerance approach to alcohol induced behaviour both on and off the pitch. The BUCs development is another large aspect of the overall strategy and we had to identify which was more important, the strategic priority of improving our BUCs ranking or what the students are saying they want from us (to feel engaged, happy and included in their clubs) and we realised that the 2 didn't necessarily align. So we have to work out a route to move forward and align those 2. To do this, we took a comparison piece of data which was completed by FL which showed the deterioration of our BUCs ranking but didn't show any information behind our positions within that. So we've undertaken a further piece of analysis to really understand why clubs are failing and what support they need from us. Every club has different needs (coaches/facilities/engagement with the Union). From this we've been able to put together a development plan that highlights the targeted support needs of each club. The next stage is to disseminate this information to the BUCs clubs and get their agreement and then against that we can put costings together (the funds to come from the development budget) and make this plan happen.

The rewards and recognition goes alongside the disciplinary aspect to balance that out. It will recognise excellence on the field. The way we are doing this is putting together a rewards and recognition scheme which will go across all the groups not just the clubs. It will be an evidence based rewards scheme to a range of criteria which isn't just about results. It will also include diversity, contributions to the community, volunteering and fundraising. We've put together a comms plan to celebrate our wins and allocated money for a rewards scheme for AU under a 'get active' umbrella to encourage socials which don't have alcohol (camping, wakeboarding etc.)

We are also monitoring events such as I Love Tour and Varsity as well as events that are coming up that we want to be part of like Sports Relief to ensure we are capturing and maximising our involvement in all national and local sporting initiatives. All very much in its infancy and every part is at different stages.

NJ – commends the working group and RB/EK/OB for all their work and the good progress made.

RJ – how open are we being with the students about the alcohol strategy?

RB – very open. The code of conduct has been signed by all members and the first issue was immediately jumped on. All very transparent and tracked and it goes to the AU Exec to disseminate this information.

EK – for example, last year we had lots alcohol related issues at Langstone and as at now we have only had 1 incident reported this year.

AC – to update Trustees, as a result of the discussions we were having about alcohol, students taking alcohol on-site at Langstone is now banned completely with the support of the AU. EK worked with University catering to get a bar down there so they can buy alcohol and we can monitor it. This was driven by VP Sports with the support of AU Chair and AU Exec to stop people taking their own alcohol. Alcohol is only available when there's a bar and there's not a bar down there every week. Signs are up and there's zero tolerance.

RB – and we enforcing this.

IL – what measures can you take? Can you ban them from playing in any of the teams? How is this judged?

RB – yes. We have a disciplinary panel next week. It's like a HR disciplinary process where there is a hearing heard by a panel of their peers. We have 1 procedure for students (members of the Union) and 1 for Group members and both are applicable and have the power to remove someone from the Union.

AC – and also trigger University processes if appropriate.

DA – there are 2 or 3 societies not in the AU that contribute to BUCs and there are potentially new societies who can compete in BUCs but won't be in the AU, so would it be better to make it a Sports Strategy rather than an AU Strategy in terms of BUCs?

RB – good point. Will take it to the next meeting.

EK – this is a pilot year so it will evolve.

RB – going back to aligning strategic priorities with improving our BUCs score and the best thing for clubs. These things don't necessarily align as there are certain clubs that aren't being focussed on as they sit outside the AU.

JMg – moving up in the BUCs ranking is tangible but would you say happiness of the members has definitely increased?

RB – we realise the 2 don't necessarily align so it's making sure we balance out those 2 agendas and that when we're achieving one we're achieving the other.

AC – we monitor the happiness of our staff via the annual survey so we can use those same models for the wider student body to give us a flavour of those kinds of things.

**BOARD OF TRUSTEES NOTED AU STRATEGY UPDATE**

## 10. General Reporting

### 10.1 Chief Executive Report - AC - for note, questions only

Report taken as read.

AC – the current update on Prevent is that the panel to consider any potentially risky speakers (AC, Chief Operating Officer and Head of Security at the University) has just considered its first potentially risky speaker and has come to the conclusion that they can go ahead. So the University are standing by their commitment that they will not stop people coming and speaking at the University which is really good to know.

IL – they had an issue with that at Southampton recently.

AC – the University has been really clear through their safeguarding board and safeguarding project (as Portsmouth is seen to be a high risk city). There is a reputational issue as well as a safeguarding issue but they are very strongly backing the freedom of speech and they are not in the business of banning anybody but encouraging debate. The risk assessment that sits alongside every speaker that comes, puts in the support which that student group (or the University) needs, to manage the risk/reputation/crowd control or if another group of people turn up that we don't want there that have opposing opinions, to make sure that the speaker can still speak and be challenged if those views are not potentially the views that should be aired.

IL – the seminar that was going to happen in Southampton on Palestine, would that have been authorised here?

AC – yes. One of the things the University/UPSU/Prevent Team/Societies is working on is putting the right charring skills in place for these meetings. So if we feel and the University feels that the Chair is not strong enough to manage those situations then the Chief Operating Officer has said that she is happy to support as Vice Chair and support students in Charring situations like that Palestine issue which can flare if not Chaired really well. The University is really committed to having these debates and challenging these views rather than banning and saying no, in which case it will just take place somewhere else. It is really encouraging and not the same across NUS as they are running a campaign to prevent Prevent but we continue to work really closely with them and the University supports us in this relationship.

**PAPER NOTED BY THE BOARD**

**10.2 Operations Report - TW - for note, questions only**

Report taken as read.

DA – the technology of the membership system had some teething problems (money coming out of accounts/e-receipts). With this whole technology road map, how has the department learnt from this to ensure legal compliance for future technology is being met?

TW – would still class them as teething issues which have been resolved fairly quickly. We made the decision to launch products based upon need and on a Beta system to trial and evolve and we are learning as we go. There was nothing that was unsolvable in these issues and the system we have has been a substantial changed based upon last years membership system and has sped up a lot of processes. It is brand new and it was launched a couple of weeks before Freshers and we are ironing out the teething issues and refunds are being processed very quickly.

NJ – is there an update on Union Leases we should be aware of?

TW – met with University Director of Estates and there is a delay in the lease due to the University realising they are hugely undercharging us for service provision we get in terms of our utilities etc. It's come through as a substantial amount of money (they won't disclose the figure). The Director of Estates is now going back to the University Executive Board to ask for the agreement about this sum and how they want it phrased in the lease. So not really any further ahead.

DA – under the legal compliance checklist can we add the Sales of Goods Act and Consumer Act as the refunds policy could be effected by those?

TW – yes.

RJ – will the Risk Register come to Board on a regular basis?

TW – this will go to Finance & Risk Committee and they will report to Board.

**Action: TW to add Sales of Goods Act and Consumer Act to the legal compliance checklist.**

**PAPER NOTED BY THE BOARD**

**10.3 Student Opportunities Report (to include updates on Governance Implementation & Group Funding) - RB - for note, questions only**

Report taken as read.

EK – just for note but the membership deadline was last week and the updated figures for AU Sports are around the 3500 mark so we have beaten last year and we are close to the year-end target of 3750.

NJ – congratulations to the Student Opps Team on Opps Week and the Committee Training.

**PAPER NOTED BY THE BOARD**

**10.4 Sabbatical Officer Reports – Sabbs**

Report taken as read.

RJ – how did the Course Rep Conference go?

RB – with CW being sick it was challenging but IC did an excellent job. We didn't get the numbers suggested by Event Brite but we are doing a wash-up report and allocating more resources to it next year. The team did an excellent job.

AC – Course Rep Training was very successful with 370 trained.

**PAPER NOTED BY THE BOARD**

**11. Trustee Matters Arising From Democratic Committees**

None.

## 12. Any Other Business

### 12.1 Media Editorial Policy - RB

Report taken as read.

IW – a good piece of work and very comprehensive. How we would now view the incident last year in light of this policy and would it help us understand whether there was a breach in terms of disciplinary etc. Understand the tone as there is more than the written word here which is very important but trying to work out if there is enough detail to help us with an issue such as last years?

AC – perhaps it would be helpful for us to run a few of the previous happenings through the policy and see how they come out?

IW – it's not supposed to be restrictive but is it sufficiently detailed for people to make a judgement or is it too generic and leaves too much grey area. It doesn't want to be too black and white and needs to have scope for some interpretation. It's a good piece of work and very comprehensive.

RJ – have you considered working with independent people that you can work with around key editorial dates and get some of their processes? For Student Media Groups to really understand how real radio/paper works, having someone from those areas to work with them on processes has been very helpful at Kings.

RB – the media law training was conducted by an actual journalist and this was very useful. This has been discussed as part of the development strategy across all groups. Media could apply for funding to go into that work experience environment.

OB – the Galleon visited Portsmouth News and looking to do this again as part of their development. Other media groups are also doing this at various levels in collaboration with their national organisations and we are looking at developing this into the media strategy.

RJ – has this been passed through our insurers?

AC - We have spoken to Endsleigh about this and will run it past them again after Board.

**Action: AC to run some past incidents through the new Media Editorial Policy**

**Action: AC to discuss Media Editorial Policy with insurers.**

**BOARD OF TRUSTEES NOTED MEDIA EDITORIAL POLICY**

### 12.2 Sub Committees Formal Approval of Schedule & Allocation of Members (AC)

Report taken as read.

**BOARD OF TRUSTEES APPROVED BOARD SUB-COMMITTEES SCHEDULE & ALLOCATION OF MEMBERS (9 for / 0 against / 0 abstain).**

### 12.3 H&S Update - TW

Report taken as read.

**12.3a – BOARD OF TRUSTEES NOTED THE H&S REPORT FOR 14/15**

**12.3b – BOARD OF TRUSTEES NOTED THE COMPLIANCE REVIEW TABLE AND ACTIONS**

**12.3c – HSE Guidelines for Boards Responsibilities:**

RJ – if we are going to take on the responsibility then we need the information, so what information are we going to be provided with as a Board so that we can be confident that we are following through all our legal responsibilities and are therefore able to take that liability?

TW – what information would you like? Just the risk register or more detail?

RJ – the risk register. It's got to be enough information that we have confidence and if there is a big risk (something to do with H&S) we are aware of it so we can then discuss what we need to do next.

TW – it is a standing item on the F&R Committee agenda for any major risks that come through and naturally through that you would get any headline H&S risks and the risk register would pick everything else up.

AC – the University department has commended what we’re doing so we should follow their model and report exceptions to Board with more details going to F&R so that trends can be discussed and how they’re being dealt with.

IL – it’s good that exceptions come to Board but if there’s an event we need to know about it within 12/24 hours if it’s something that might hit the press. A reporting process that gives a service level agreement to Trustees would be good.

**Action – TW to draft service level agreement for reporting of exceptional H&S events to Board of Trustees.**

**BOARD OF TRUSTEES REVIEWED AND ACCEPTED THE HSE GUIDELINES FOR BOARDS RESPONSIBILITIES PENDING ABOVE ACTION**

**BOARD OF TRUSTEES APPROVED RISK UPDATE AS A STANDING ITEM ON FUTURE AGENDAS (9 for / 0 against / 0 abstain).**

**13. Date and Time of Next Meeting**

Tuesday 12<sup>th</sup> January 2016 at 4.00pm  
Room 1, The Union Building

**ACTIONS**

Action	Who	Update	Status
3 - Add 'Make A Difference' to Have Your Say website pages	TW		
4 – Confidential Action	AC	Circulated with minutes	Complete
7.1 - Involve IL in review of data protection	TW		
10.2 - Add Sales of Goods Act and Consumer Act to the legal compliance checklist	TW		
12.1 - Run some past incidents through the new Media Editorial Policy	AC		
12.1 - Discuss Media Editorial Policy with insurers	AC		
12.3 - Draft service level agreement for reporting of exceptional H&S events to Board of Trustees.	TW		

**CONFIDENTIAL ITEMS**

4 - Pensions Section 75 Update	SUSS PENSIONS MATTER - CONFIDENTIAL DETAIL
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Minutes Approved: \_\_\_\_\_

Date: \_\_\_\_\_