

**A MEETING OF THE BOARD OF TRUSTEES 2010-2011 WAS HELD
AT 5PM ON WEDNESDAY 22 FEBRUARY IN THE BOARD ROOM.**

23 Feb 2012

BT-122-M1

MINUTES

Present: Michael Pearson (Chair), Rebecca Bridger, James Carroll (Chair of Council), Lincoln Chan, Mark Dunkley, James Goldburn, David Haines, Michael Ita, John Palmer (remotely), Andrew J Pyatt, David Tingle, Caroline Walker.

In attendance: Andy Parsons, Louisa Allen.

1. **Apologies.**

Zoe Lloyd, Lucy Padolsey.

Michael welcomed the new members to the Board.

2. **Register of interests.**

Form to be sent around to be done once per year and updated annually for the record.



LSU-Register-of-Conflicts-of-Interest-Form

Please fill in the form and return to Louisa Allen once complete.

3. **Minutes of the previous meeting BT-121-M3 and matters arising not elsewhere on the agenda.**



BT-121-M2.docx

The minutes were approved.

4. **To receive and approve a report from the Executive.**



BOT 22-01-12.pdf

RB presented the report.

AJP – who paid for the costs of Healthy Living Week?

ACTION: RB will find out and pass the information on.

Note: Adam Rae reported to RB that approx. £2000 was spent on Healthy Living Week, which included the hire of a 'Smoothie-maker' bicycle, provision of publicity flyers, and bags and protein shakers to give away.

DH – Why were the Programme Presidents given £15, what is it for? RB stated that it is a portion of the surplus budget for them to use when setting up events, for example refreshments for a meeting. More information was requested about the proposed Charity shop? AP stated that it would be a fundraising operation, run from a redundant retail space as a 'pop-up shop', with opportunities for student enterprise. The biggest problem will be space for stock. JG asked if this would be detrimental

to Action's end of year collections. RB stated that Action collects food donations for giving away; the shop would be selling for charity, items such as clothes and leftover goods from halls when students leave. DH asked if there was potential for the Union to collect bags of unwanted belongings for free rather than students being charged £20 per bag for removal by the university. AP stated that there is a lot of work and planning to be done before the operation begins.

RB's biggest concern at the moment is the selection process for the new Vice-Chancellor. The Union's involvement is very important. Some involvement is an improvement on the previous situation of not being involved at all.

The new Welfare role is a constitutional matter and therefore a Council matter. If the cost was of large importance it would be presented to the Board; as it is, it's approx £20K p.a so not of huge impact.

CW congratulated RB on the exec's aim of 8000 votes this year. MD asked how many students in total were eligible to vote. Approx 16K (not including College students which is a further amount but the way the College counts their students is complex and the actual number is more difficult to pin down.) Voting has been online for the past two years and this has improved voting numbers. DH stated that the relatively small number of candidates is still a concern. RB stated that the number is very low compared with other unions.

JC stated that it may be due to financial and time commitment issues, as elections take place around final-year dissertation time. Some students have chosen to do it as a placement rather than have campaigning compete with their final project time. Councillors are aware of the implication and this year was the first year a vote had been taken on incentives (eg sweets). DH suggested putting money aside to help students run. AJP asked if there was a limit on spend; JC stated that there is a limit on items but not on spend on those items. Last year's system was points based.

MP stated that trying to regulate it is not an easy process. JC stated that in some unions candidates are given a £5 budget and that may take away from the 'spectacle'. JG stated that that may put students off running which is unfair.

JG asked how long election periods are in other unions. RB stated that they vary massively and are not easily comparable.

Council receives a report on the Elections. MP suggested that this is brought to the Board for their information.

JP asked how many people from the FE college are standing in the elections. RB stated there are no candidates from the college, possibly due to lack of awareness. JP considers this a larger issue than the money or sweets etc., as these are disenfranchised students. Could this be included in the review report with ideas on increasing the scope of participation (governance or elections committee issue). Voting has increased from the college (50 to 400), and involvement in societies and rag etc has improved but there is still a long way to go.

ACTION: Board to be presented with the review report for their information (JC).

5. To receive an update on the proposed Finance & Management Sub-Committee.



Finance-and-Management-sub-committee

RB presented the update.

JC suggested a system whereby larger spends (£3000+) should be presented to this committee for approval, and smaller amounts to be presented to Council. He cited the recent purchase of iPads for the Executive as an example where student opinion was not consulted.

There was concern that the proposed membership of the F&MSC did not contain a high enough proportion of students.

CW stated that students have elected an Executive and approved a budget so that is then delegated to the Executive. If you are saying you want to monitor or input on where budget is spent then that is

to be done at budget approval time. Otherwise it would be impossible for the Executive to make a decision at any time on a budget spending matter. Tighter control is fine but individual decisions are unworkable. Mobile devices are important in the changing climate.

DH stated that the ill feeling comes from department committees etc only having a very small amount of budget to spend how they wish and resent luxury items being purchased when the budget would be appreciated elsewhere.

AJP stated that having iPads for the use of Executive in meetings etc is important and for the greater good.

MP asked who has authority to spend? AP stated that in the iPad example, the Executive had authority and it is reported in their minutes openly and these minutes go to Council. As a corollary, the Union does not pay the Exec's mobile phone bills and it could be argued that it should.

JC's concern is that the Board is being used as a way for the Executive to get things passed without students' approval.

The Board agreed that the majority of people on this committee should be active students and the composition can be altered to enforce that. CW suggested a minimum of two students, and it can be three.

It should be a 'joint' sub committee of UC and BOT.

AP stated that Exec members are elected and they are full members of the Union. The people who are responsible for delivering the financial performance should be looking at the management of finances.

DH suggested it is promoted to Union Councillors that Exec Minutes are freely available and should be read.

JG said care needed to be taken not to replicate the BOT membership in the FMSC - so those elected by Council should not already be Board Members.

AP stated this is not another body taking decisions, it is the expertise of the Board that may be needed and some flexibility is required. MD stated that it should not be assumed that all the student members will agree on a decision.

JC suggested that CoC should chair because of previous chairing of F&T. The Committee will elect its own chair on an annual basis.

CW stated that this is a scrutiny committee and scrutiny is not about approving decisions in advance; it is about reviewing decisions and then changing future rules if the spending is uncomfortable.

MP stated that no power is given to this committee. It is a scrutiny committee which reports back on its findings. The responsibility for financial security of the Union rests with the BOT.

Composition of the sub-committee should be: 3 members of the Board (not exec members), 3 (minimum 2) members of Council (not already Board members), 3 members of the Executive to include the VP Finance (can include those already on the Board); also to be attended by the Union Director, Finance Director or such other staff as may be needed to act as advisors.

The Board approved the proposal subject to the composition changes being agreed by Council.

LC, JC, AJP, MI and DH volunteered for the committee. JC, DH and AJP were selected.

6. To receive a financial report including Management Accounts.



Financial-Commentar Jan12MgmtReports
yjan2012.docx



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AP presented the report.

JC asked about the Freshers line in Student Services. AP stated it is a slight underperformance on advertising.

JG asked what is the AU underspend? AP stated that the AU is a 'special' account in that they can keep the surplus at the end of a year, and if there is an overspend they can repay it from the previous

surpluses. It allows AU clubs to 'save up' in effect. It does not have an effect on the overall Union's position. It always comes back to zero in the end. At the end of the year other departments do not carry forward their surpluses.

DH questioned the small amounts of £3 and £4 under College. AP is not sure what it has been spent on but that is what has been spent up to the end of Jan.

JC asked what is the democracy budget for if elections is counted separately. It covers Council, the work of VP Democracy, and includes the sabb's salary.

AJP asked what is covered under Executive expenses. AP stated it includes two of their salaries and a chunk of the work associated with that.

ACTION: AP will send the full management accounts round to the Board. He hopes to present the information more clearly in future and will work on a different way of presenting the information.

7. To receive a report on the Union's Development Plan Submission to the University.



Students Union
Development Plan 20

AP presented the report.

AP and RB have met with the university and had some feedback. The importance of communication and letting students know how far the Union's reach is was brought up; particularly in relation to the NSS's Q23 and the importance of the student experience.

DH asked when the Enterprise internships would start - not this year. They will not be a part of Socfed though that may be where their office will be located.

Leeds have done an impact report which Board members might want to look at:

www.leedsuniversityunion.org.uk/impact

CW stated that the plan will be considered as other department plans at the University.

MD stated that it is a good thing to consider the Union's peers/competitors.

8. To Review the Union's Risk Register.



LSUrisk-register
jan12.xlsx

AP presented the register.

We can stop these risks from happening, but only by severely restricting what people do.

MD asked if an assessment is done for each event and is it reviewed annually. Yes, but the reviewers do not go on the trips with the students. The risk is the procedures are there but ensuring compliance is more difficult.

JP stated that a risk should only be classified as high if the Union has evidence or suspicion that people are not complying. It is quite serious if we are acknowledging there is a high risk as we are admitting that we know people are not complying. Something needs to be put into place to ensure compliance. JP suggested a report be brought back to the Board on whether ignorance on the issues is widespread and if so we need to take more action.

MI stated that committees do have training and risk assessments are made clear in that training.

AP stated that we do take action when we are made aware.

AJP felt that it was not made clear for all societies what their responsibilities are as far as risk assessment is concerned, and more enforcement is necessary.

MD felt that the red item should not continue to be red.

DH stated that students and societies may need more practical advice and 'how-to's'.

AP stated that students are supported by professional staff in Student Development, working to a specification that comes from the officer in charge of the activity. Evaluation of the training is difficult and we are unsure how effective it is, particularly the timing may need to be looked at, with a 'top

up' halfway through the year and improvements to auditing procedures. The societies in a high risk category do get more closely followed.

ACTION: AP to report back on this at the next meeting.

9. **To receive a paper on the Union's Key Performance Indicators.**



Copy of KPI's
2010-2011 NEW (2).r

AP presented the paper. If you were to measure how successful the Union is (good/bad/indifferent), what measures would you look at? Are these the right indicators, if not what would you like to see? Student staff should be added in the people bit, though it is more difficult.

JC suggested Best Bar None, SUEi etc even though some of those are not annual. The Board agreed that these external validations would be useful.

Staff leaving – there was no particular reason why a large number left in certain year, just coincidental.

Hall subs, platinum sales etc higher in term 1.

DH are demographics of involvement available, eg town, campus? AP stated that we do drill down, and we can provide that information – these issues are not necessarily 'key' performance indicators.

JC - do we benchmark against other unions?

JG asked if there was a figure that was the sum of how many people are 'a part' of the Union.

Students are not counted twice in any of the categories, so the number is individuals. These numbers can be expressed as a percentage though this is quite a complex calculation, as it needs to include students on placement who participate in some things but not others.

LC asked why the impact percentage has dropped so much? AP thinks it is something to do with us being more stringent with the demographics survey and bringing in harder to reach groups eg postgrads who gave us lower marks. Students are also more demanding which has been suggested in the follow-up research eg in relation to increased fees. LC expressed concern that student experience score may be affected. AP stated that because we do well we may be complacent and we really aren't. Last year was a very good year for the Union, yet we got worse marks.

LC asked what is being done to raise levels of involvement, as in order to count towards higher levels students need to be engaged first – what are the exec's plans in the next few months? RB stated that there is nothing completely new but soon it is FreeFest, there have been more opportunities to involve students in commercial plans, eg the consultation on the timing of the Grad Ball this year engaged students who were not engaged in any other way previously (shown by MSL stats).

JP stated that the performance measures should relate to the strategy, so should it be in terms of the three slogans or at least clearly related. We should only measure what is important to what we are trying to deliver. Maybe just a change in layout required. The KPIs at the moment seem too internally focused; we need to look externally as well eg number of mentions in the media. We seem to be measuring a lot of good things, but it would also be worth measuring the bad things (eg local residents' complaints or our own number of incidents) to see if they improve. JOP felt there were too many indicators in total, and a few for each key strategic area would be enough (it can then be drilled down further if required).

ACTION: AP to revise the list and report back.

10. **Strategic Planning – to receive a report on Strategic Implementation Groups.**



Strategic-plan-progr
ess.docx

AP presented the report.

DH stated that he had experienced an issue with halls bringing large numbers of people to the Pick A Project night, which then led to queues and delayed entry as students were being scanned in so we

could collect entry data. He suggested that the counting be done by headcount estimates rather than the waiting having a detrimental effect on the night.

11. **Research Project and Brand development.**

AP is having some difficulty on this and needs to take another look. RB and AP are meeting with JP on this issue very soon and will report back. Brand development should flow from this research project.

12. **To consider a policy on the Bribery Act.**



DRAFT LSU
Anti-Bribery Policy.do

The Bribery Act was brought into law in October 2011. We are obliged to comply with the law. The policy is our statement on transparency and that we do not accept or offer bribes. This would cover union activities and has no impact on the university's regulations. The university has its own policy. The Board suggested that guideline documents giving examples would be useful. JC suggested that it be brought to Council's attention as a starred item once it is finalised.

Our giving of platinum cards to committees is open and given without any obligation.

ACTION: LA to bring revised document and guidelines to next meeting.

13. **To consider a proposal for HR matters to be referred to the Performance Management Sub-Committee.**

The PMSC looks at the GM's and Exec's performance. To make this a more useful group we thought it may be helpful to include a general brief for HR to look at strategy and have external scrutiny. Membership is President (Chair) and MP (Vice-Chair) plus 3 others, who can be appointed by email. JC asked about Executive discipline as it is an issue raised through Council and what is the appropriate avenue to progress an issue. The Executive do what they can to regulate the behaviour of their own members and do so internally. After that (or if Council feel that this has not been done properly) then the PMSC is the place for the escalation procedure.

ACTION: Members of PMSC to be appointed from the Board (LA).

14. **To receive a report from the General Manager.**



General-Managers-re
portFeb2012.docx

AP presented his report.

a) **Tenants update**

Jom Makan do not want to continue to pay rent. We do have interest from another oriental caterer who may pay a premium which would effectively buy the lease (or we may seek another tenant). We could operate it ourselves.

Members asked if oriental food has not been very successful, then why go for another oriental food operator? AP stated that some students have found it an offer they have not had anywhere else. It is different to what the university offers, and different to what is available elsewhere on campus.

LC stated that we should ask students. We should offer a limited choice of options and not an open ended question. We did talk to Nandos and they said no. Subway were interested but this would take revenue away from the shop and the Piazza cafe. We need something distinct and different.

If the quality is good then it will make money.

DH stated that it should be our own operation and would allow us to offer more work to students. MI countered that a tenant would be paying rent to us and we would not bear the commercial risk.

AP noted that we have not had good success with running our catering outlets in the Union in the past.

The Board agreed that a better operator would be the best option and that AP should try to make a deal before the company goes under, even if it costs the Union money in the short term.

ACTION: AP will report back and if any further action is required from the BOT it will be discussed.

DT noted that the tenants are complaining about their internet access. The wired network is not good and the tenants are not permitted to access the university's system. We are getting BT Infinity soon so that will help.

b) **Job titles**



Job-Titles-In-the-Union.docx

AP declared his interest as his own job title is changing too.

This does clash with the Head of Media but there are proposals to Council to change that, to be discussed.

The Board agreed the changes.

c) **Confidential safety issue**

It was noted that the Union had received recommendations from the police and security services to significantly enhance the Union building's resistance to a terrorist attack. If the Union fully complied with all the recommendations the cost would exceed £100k. It was agreed that we could not treat this issue as one where there was a limitless budget. The GM was instructed to take decisions to significantly improve the Union's security, based on a budget to which the University would contribute and based on a reasonable assessment of risk.

The GM was encouraged to take independent advice, if needed, to assess an order of priority for the recommendations or their relative importance.

ACTION: AP to report back to the next meeting.

15. **Institutions.**

Jim Mutton (College) is finishing his term of office. RB is meeting with senior management to discuss Union's involvement in recruitment.

Morag Bell's Pro-VC term is finishing soon.

16. **To consider any items referred to the Board by Union Council, and vice versa.**

No items were referred.

17. **Any other business.**

a) **ID required for Barclays Charge Documentation**

Please supply it if you haven't already.

b) **Student involvement in acts at the Union**

JG stated that students anecdotally are not satisfied with the acts that are appearing (shown in attendance figures) and that perhaps instead of spending a large amount of money on acts that are unsuccessful in bringing students to the building, the Union should look to do something else.

AP stated that a 'feature' performer eg on a Friday night only costs a small nominal fee. It is a very difficult business to get main featured acts – they cost an awful lot of money. For the grad ball this is worth it. There are others doing promo tours for a nominal fee e.g. £200. Special Thursdays e.g. EOT parties are more tricky to get right. There are some issues with

who is available to perform as their promoters choose where they go. If we are lucky we make money.

Members suggested getting niche acts in, eg international acts on Universal Thursday. This has been tried in the past with some success.

c) **Accounts**

MD asked if the Audited Accounts are on schedule this year. AP stated that they are close to publication.

18. **Date of next meeting** –Tuesday 17 April 2012 in the Board Room.