



A MEETING OF THE BOARD OF TRUSTEES 2016-17 WAS HELD
AT 5PM ON 25 OCTOBER 2016 IN THE BOARD ROOM

28 OCT 2016

BT-171-M1

MINUTES

Present: John Palmer, Andy Doyle, Richard Taylor, Jonathan Ako, Matthew Gill, Hershil Patel, Samuel Hanys, Kathryn Freeman, Alex Turnbull, Kyren Routledge, James Bowker, Luke Thomson, Jonathan Bigger.

In attendance: Andy Parsons, Louisa Todd (Retiring Secretary), Sue Lucas (Incoming Secretary), Jess Bayton-Timms (UAC Chair).

1. Apologies: Doug Livingstone. Samuel Hanys - late arrival.

2. Register of interests.

Any updates please notify SL(S).

Members should note that items discussed at this meeting are commercially sensitive and confidential.

3. To welcome the new members of the Board



Governance Board
Schedule of Business

a) **Outline the role and responsibilities of Board members**

b) **To note the schedule of business.**

To be circulated.

4. To approve the minutes of the previous meeting and to deal with matters arising not elsewhere on the agenda – BT-163-M2.

Minutes available for download on the papers website.

The minutes were approved.

5. To elect Board members to sub-committees:

a) **Performance Management Sub Committee – 3 members**

JB, MG and AT were elected.

b) **Finance & Management Sub-Committee – 3 members (2 must be active students)**

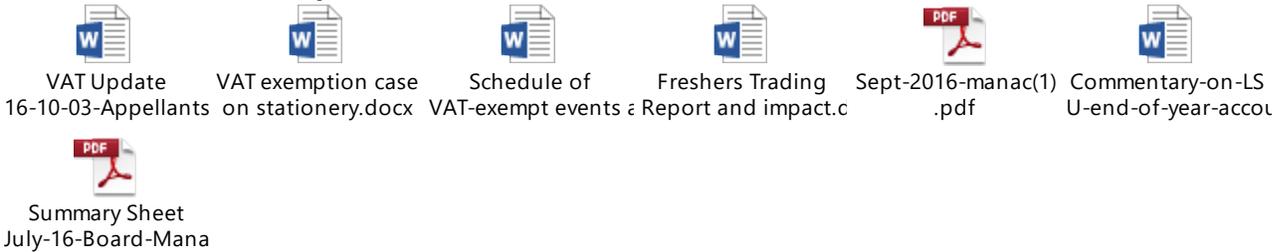
DL elected as a lay member. SH elected.

One further student member to be elected at the next Board meeting.

6. To receive and note the Annual Report – JA/MG.

Noted.

7. To receive a Finance Report.



HP and AP presented the papers.

VAT

The VAT liability is currently £1.25m.

There is no risk involved in the stationery exemption, as we have not previously taken any benefit from this.

AD asked if this would change our procedures in selling – for example if he as a non-student bought paper. AP stated that it would be reasonable for us to use our Loyalty system to confirm student purchases if required by HMRC.

The Board was asked to endorse the 15 events that are aligned to the specific fundraising purposes of the Union for the current academic year. This is based on HMRC's statement of case whereby they indicated that this action would mitigate their counter-claim. AD is concerned that this is in effect an admission of liability for our previous practice. AP stated that the Union is making a reserve against these takings in the event of us losing the entire case. We would be unable to reclaim retrospectively. HMRC's concern is that our primary purpose is social, not fundraising. If an event stopped making us a profit, we would cease the event.

JB – are there issues with keeping money in a 'communal' pot rather than ringfencing it. AP stated that we put more funds into the activities than we would raise; it is contributory rather than the whole source of funding for those purposes.

KF – suggested that the alignment of specific events to specific purposes should be even more explicit.

This has been checked with our VAT advisor, our Counsel and informed Grant Thornton (accounting auditors).

The limit of 15 events "of a type" is set by HMRC in the primary legislation; our dispute is what "of a type" refers to, so the limit we are keeping to is an ultra-conservative view.

All publicity relating to the events concerned contains the yellow flash device, and specific posters at the entry points. Promotion/activity associated with the specific purpose is also present.

JB – are there other costs associated with us losing the case. There is potential for HMRC to add interest; our reserve-building is aimed at providing for this though it may not be completely adequate for a comprehensive loss.

We have options in the event that reserves are insufficient to cover our liability including a loan from the university and/or a commercial loan.

The Board approved the 15 events.

Trading Report

HP presented the report. The kickback to Clubs & Socs is confirmed.

KR asked how the figures compare to last year. It is down c13k on platinum and c1k up on door

take. There is little that can be done to increase sales after the Freshers period as Platinum is designed to have the most impact for customers over that period.

JP noted that the staff and student staff have worked very hard to make Freshers a success.

Management Accounts for last year

AP presented the commentary

Nursery – their figures are improving; they are approx. £10K up on last year's figures.

There was an improvement overall of c£250K due to generating funds effectively and reduced costs in accordance with the university's requests. However, as we have moved from cutting back on management costs, operations in some areas have been disrupted and not worked as smoothly and well as we would normally expect. We expect to see that improve as management changes and new systems establish themselves. The overall result is financially outstanding.

JP noted that in January we will have the Auditor's report for approval.

8. To discuss and approve outline proposals on developing a new Strategic Plan.



Towards a new
strategic plan.docx

AP presented the paper, noting that this is concurrent with the building project proposals and will inform each other (initially the same group who meet for the building project will form a key part of this process to ensure communication and alignment is strong).

JB questioned whether the very tight timescale was credible given the other priorities for executive and staff.

AP is proposing that external consultants conduct most of the initial research and this would add substantially to the resources for the project. The budget for this could come from the capital budget as it is linked to long term future development of the Union and the building.

AT – asked for clarification on the link to the Elections process. AP stated that the plan needs to be disseminated in advance of the elections so that prospective candidates are aware of it. This could also assist them in their campaigning, and feed back into the strategic plan process.

KR's concern is that this is not enough time. AP stated that in past experience, taking a much longer time over this planning is inefficient and does not get results. The nature of our annual management team change requires agility.

4 student Board members: KF, JBi, JBT, SH.

Lay member – this may be shared by the lay members, to be discussed.

The Board approved the paper and allocation of funds from Capital budget as requested.

9. Capital Development.



JCs-business-Plan.p
df



Capital-commentaryJohn-Coopers-and-
.docx victory.docx



capital-longtermloa
n-Oct16.pdf

- a) To receive a report on the abortive negotiations with Brooklyn Bar
To note that our offer was exceeded by a local competitor, and we refused to enter into bidding.
- b) To receive a report on John Cooper's Bar and Victory Bar developments
AP presented the report. The extra spend on Victory Bar took account of Board members requests to develop that part of the project more fully for Sport.
LTh stated that better student engagement in the planning process might have avoided the negative student reactions we are currently dealing with.

JB – have the issues now been resolved? HP stated that a statement video has been scheduled for release tomorrow, and many of the issues have been sorted. Board members noted that the speed of response to feedback was very positive in making the project successful.

JP noted the work the AM and others have put in to making the new bars a success.

c) Revised Capital Budget for approval – with commentary.

This was approved with the addition of £20k for Strategic planning research.

10. To receive a report on progress on the Union Building Project Management Board.



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RT stated that a governance framework has been scoped out, and a budget of up to £30K has been approved for initial feasibility work. The key outstanding issue is that a prospective value for redevelopment is currently not on the university's capital plan. RT stated the importance of pushing for this to be estimated as soon as possible.

JA noted that discussions have started, and with consultation some kind of proposal and estimate should be in process soon.

KR noted that the budget spent on the new refurbishments would be wasted if a new building or refurbishment took place. JP stated that the Board agreed to refurbishment as this is a normal part of the cycle of areas of the building, and it may be 3-4 years before a refurb or rebuild could take place.

RT recommended sabbatical officers to lobby where possible.

11. Equality & Diversity



Joint Policy Sexual Assault Harassment. Know-the-line.pdf

a) To note and approve the LU/LSU Joint Sexual Harassment and Violence Policy.

JA presented the paper. We are looking to expand and promote our campaigns.

The Union and the University have made a joint appointment for a post whose role is specifically to look at this area of practice – Wellbeing Project Officer.

RT noted that LSU has two roles here: an employer, and a provider of services, which are both covered by government policy. However, a recent report criticized the sector for its unacceptable levels of harassment and violence, so more needs to be done. RT asked the Board to note the Zero Tolerance statement within the policy, and there are considerable challenges in achieving this. This policy applies to students and RT's recommendation is to extend this to staff also. It is noted that implementing this in practice will be challenging and because of this, it should be prioritised in terms of management time in order to make the necessary progress.

JB noted that there are cultural conflicts within the Union and these need to be aligned to the policy statement. He recommended that the LU Student Services expertise would be useful in leading this work.

AP noted that the campaign in b) below encompasses all staff including student staff. Permanent and student staff survey results have flagged up issues which are being addressed.

AT – concern about how measurable these targets are. AP agreed that regular reporting might assist with this.

JB – are the boundaries between LU discipline and LSU discipline clear? AP noted that the policies should be aligned so there is consistency between them and discussions with University to this end are ongoing.

KF – using students’ personal experiences to explain the issues has more impact than talking in general terms when effecting change. Recommended consultation with Consent training provider who has been presenting in halls.

The Board approved the Policy

JP requested that a plan for implementation, including training, and the comparative sanctions, should be brought back to the next Board meeting. This should also be included in the strategic plan.

b) To note the plans for the *Know the Line – Don’t Cross It* campaign and the *Dignity at Work* campaign.

These would strongly be related to the implementation strategy outlined above.

c) To consider monitoring and reporting arrangements on this and other Equality & Diversity policies.

Plans to be brought back to the next meeting.

12. To consider and approve the Delegation of Powers and Responsibilities document.



DRAFT Delegation
of Powers and Resp

This was reformatted as per DL request. Executive discipline should be the President; this is a typo.

The Board approved the document subject to the correction above.

13. To note the Health & Safety Report and Risk Register



Health & Safety
Update on Progress



Health & Safety
Update on Progress



Safeguarding
Update October 201



What does
Safeguarding mean

- a) Health & Safety Progress schedule and update
AP presented the report noting the outstanding work that had taken place since the last meeting.
- b) Commentary including report on Project Griffin training
AP presented the report.
- c) To receive an update on the Safeguarding Policy
LT presented the paper. JP stated that he was satisfied that the Board understood their responsibilities under section 3.2.

The Board approved the Policy.

14. To receive and approve a report from the Executive.



BoT-Exec-Report-Oct.
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JA presented the report which was noted and approved.

15. To receive and approve a report from the Union Director.



UD-report-oct-16v.
docx

AP presented his report which was noted and approved.

16. Any items referred to the Board from Union Affairs Committee and vice versa:

The committees have met and JBT was elected Chair. Elections committee is under quota currently. Some standing order changes for the next meeting.

17. Institutions.

- University: no items.
- College: no items.

18. Any other business

a) *Disaffiliation from NUS*

A letter regarding this issue sent to the university was expected to be copied to the Board. University Council stated that the complaints procedure of the Union (ie as set out on the [LSU website](#)) was to be followed and that Council would not advise. The letter has not been received.

A report on the impact of disaffiliation, future arrangements and particularly the management of the liberation campaigns will be brought to the next meeting.

The Chair thanked Louisa Todd for her fine work in supporting the Board since its inception in the new form.

19. Date of next meetings – 29 November 2016, 17 January 2017, 7 March 2017, 9 May 2017, 20 June 2017.