



Date: Monday 6 June 2022
 Time: 18:00
 Venue: South Wing G12 Council Room

Board of Trustees Minutes

Chair: Ayman Benmati, Education Officer

Members:	P	AP	AB
Arifa Aminy, Equity Officer (Sabbatical)	✓		
Ayman Benmati, Education Officer (Chair)	✓		
Beth Beasant, External Trustee (UCL Staff)	✓		
Clare Bracey, External Trustee (Non-UCL), Vice-Chair (External)	✓		
Ilyas Benmouna, Activities & Engagement Officer (Sabbatical)	✓		
Meg Day, Student Trustee (MD)	✓		
Muhammad Chaudhary, Student Trustee (MC)	✓		
Osman Teklies, Union Affairs Officer (Sabbatical)	✓		
Petra Barran, External Trustee (UCL Alumni)	✓		
Viktoria Makai, Postgraduate Officer, Vice-Chair (Sabbatical)	✓		
Yasmeen Daoud, Welfare & International Officer (Chair)	✓		
Zaheer Badat, Student Trustee (ZB)	✓		

In Attendance:
Alex McKee, Director of Student Engagement & Communication
Debbie Nichols, Director of Operations
Deniz Akinci, Union Affairs Officer Elect
Dorota Dominiczak, Director of Finance
John Dubber, Chief Executive
Rebecca McLoughlin, Governance & Administration Coordinator, Minutes
Muhammad Umair Mehmood, Welfare & Community Officer Elect
Simon To, Head of Policy, Governance & Insight, Secretary

1. Welcome & Introductions

The Chair welcomed all those present. The Chair noted that Jenna Ali was no longer a trustee due to the outcome of recent disciplinary proceedings.

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2. Declaration of Interest

The Chair asked if there were any declarations of interest. None were declared.

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3. Notes from discussions on 5 May 2022

The Board received the discussion notes from the meeting on 5 May 2022.

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4. Minutes and matters arising from the meeting on 8 March 2022

The Board approved the minutes from the meeting on 8 March 2022 as a true and accurate record.

APPROVED**5. Ratification of decisions taken outside of a meeting**

The Board approved to ratify the decisions taken outside of the meeting.

APPROVED**6. Sabbatical Officers' Report**

The Vice-Chair (Sabbatical) summarised the highlights from the Sabbatical Officers' Reports and the Chair clarified in response to a question, that a tuition fees working group has been set up to investigate the possibility of increasing the number of scholarships and bursaries for students at UCL.

The Sabbatical Officers were asked if there was anything that they did not complete this year and would like the incoming Sabbatical Officer team to continue working on. The Sabbatical Officers responded that they would like the following to be continued:

- UCL to introduce more training for academic supervisors.
- Continue work on the Equity & Inclusion Strategy.
- Work with UCL to introduce child friendly study spaces.
- Continue work on the relocation of the Sportsground.
- Supporting our academic representatives to be more engaged and effective.

RECEIVED**7. Chief Executive's Report**

The Chief Executive summarised the highlights from their report including:

- Fantastic Awards ceremonies with high attendance from UCL stakeholders.
- Clubs and Societies Membership numbers have continued to grow and have now reached over 20,000 for the first time.
- We have been asked to work with the Vice Provost (Education and Student Experience) to develop a new strategy for student life at UCL.
- Work is progressing to prepare for the opening of our two new convenience stores.

The Chief Executive confirmed that UCL have agreed to provide support for the UCL East convenience store for the first year for up to £80k of losses, but no decision has been made yet regarding the second year of trading. Therefore, the Union may have to cover any losses made in the second year. The Director of Operations added that if any losses are made in the second year (estimating £15k), they would be significantly lower than in the first year (estimating £82k) of trading. The Board discussed how we can mitigate these losses and it was suggested that opening hours, staffing and stock levels can be adjusted as needed.

The Board noted that the convenience store on the Bloomsbury campus has incurred a lot of refurbishment costs due to the building being so old. However, the UCL East store is a brand new building so should only need to be fitted out.

The Board confirmed that it was happy to proceed with the UCL East Convenience store with one year of financial support from UCL.

The Board looked at what mitigations the Union has in place in the budget regarding inflation. The Chief Executive said that if supplier prices rise we may need to increase the prices in our outlets.

The Board discussed how the Union will be taking on a stronger national role next year, hosting policy support for the Russell Group Students' Unions. The Chief Executive explained that the Russell Group Students' Unions has worked together previously on this, but it had disbanded a number of years ago. The Students' Unions officers had started work on setting this up again recently and we have offered our services to provide policy support and the secretariat alongside Cambridge Students' Union. The Chief Executive stated that this is a great opportunity for our officers to extend their national influence and take a central role in discussions with key national bodies such as the Russell Group, Office for Students and Department for Education.

The Board looked at why the clubs & societies memberships have seen such an increase. It was suggested that this is due to students being able to get back to in-person activities after such a long time in lockdown. This has also been helped by the increase in support that the Union has been able to offer with the expanded societies and sports teams funded by increased grant from UCL.

The Board discussed the Sustainability Strategy and how the Union have been running a pilot to offer zero-carbon, locally produced oat milk as default for hot drinks in Gordon's Café and have so far received a very positive response from students. The Chief Executive added that the Union is currently looking at ways to get the waste volume down in our outlets.

The Chief Executive stated that the Director of Student Engagement & Communications will be leaving the Union in July and thanked them for their work over the last few years.

RESOLVED

8. Management Accounts (Quarter 3)

The Director of Finance summarised the Management Accounts for Quarter 3 and highlighted that at the end of April, the Union's cumulative financial position remained strong due to good commercial performance, tight control over expenditure and slower than anticipated spending on students' services and clubs & societies activities.

The Board discussed the challenges that the Union might face in reaching our expected target for the next three months. The Director of Finance confirmed that the commercial income is monitored very closely.

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9. Budget 2022/23

The Director of Finance presented the budget for 2022-23 to the Board. They summarised the income and expenditure for 2022-23 compared to 2021-22. The Director of Finance went on to highlight the following:

- investing in new commercial outlets.
- modernising our existing commercial outlets.
- putting more funding into staff resources to provide quality service and to meet demands of students.
- putting more money into Clubs and Societies
- investing in support departments (IT, facilities, finance).
- exploring new income streams like fundraising.

The Director of Finance outlined the possible financial risks for 2022-23 including the impact of inflation on trading margins and staff costs.

The Board discussed student staff wages and if this will increase due to inflation costs. The Chief Executive confirmed that student staff are currently paid the London Living Wage and wages will increase in line with this. They added that a wage comparison had been done in the area and the Union are paying significantly higher wages than other local businesses. The Chair suggested that this report be circulated to the Board.

ACTION: The Chief Executive to circulate to the Board the benchmark report regarding student staff wages.

The Board asked if the Budget 2022-23 was available for students to view online. The Chief Executive responded that the Budget 2022-23 is not available online but suggested that the Sabbatical Trustees could perhaps talk about the budget in a blog so students are aware of it.

The Board asked what the budget will look like if students are slow to return to campus in 2022-23. The Director of Operations responded that there will be regular commercial review meetings to monitor what is happening and ensure they respond accordingly such as monitoring stock and staffing levels. They also added that a £90k contingency had been built into the budget. It was suggested that a lot of predications have been made regarding the footfall and it was noted that this will always be an area of risk as so hard to predict but the Union are receiving external guidance on predicting the footfall for next year for the two convenience stores.

The Board discussed the Union's reserves and the Director of Finance confirmed that we have £6.8M in our reserves, with free reserves expected to increase slightly this year and forecast to be stable next year.

The Board discussed how student staff might be affected if the Union has to cut back costs. It was noted that student staff are needed in the Union and if possible, stock levels would be reduced initially before student staff hours are reduced. The Chief Executive added that the Union are committed to creating more positions for student staff.

The Board asked how the grant from UCL is determined. The Chief Executive responded that the grant had been static for many years and the only increase was the raise from inflation. However, over the last 3 or 4 years the Union has built up a strong relationship with the University and the grant has been increased by £250k above inflation for 3 years. The Union has also received large one off grants for specific projects. Next year the Union has bid for an additional £259k of one off funding support for core budget support, clubs and society grants and academic reps. This has been provisionally agreed, but not yet completely confirmed. If this does not materialise then spending would be reduced to match the drop in income.

The Board looked at the increased level of support in the budget for our support services. The Director of Operations highlighted that the Systems team have been running on very low staffing levels but they now have a team of three with the potential to also employ student staff in this area. It was noted that the extra funding bid for the Academic Reps Coordinators is for two full-time or four part-time positions but would also cover some activity costs.

The Board discussed the possibility of being able to view other departments spending and the Director of Operations confirmed that all departments receive monthly management accounts from finance. The Chief Executive added that the Union is working on a performance score card.

The Chief Executive confirmed that they had not received an update from UCL regarding the money from the strike fund. The Union have requested 50% of the money from the strike fund to support the Union's student hardship fund.

The Chief Executive stated that they are currently working on a fundraising strategy with the Director of Finance.

The Board agreed the budget 2022-23.

RESOLVED

10. Banking Arrangements

The Director of Finance summarised the headline points from the paper. They asked that the following be approved by the Board:

- The Director of Finance be asked to move the Union's bank accounts to Metro in place of Barclays, subject to confirmation that they are able to offer a financially sound offer to the Union with reasonable levels of fees and interest payable.
- After the change has been made, the Chair of the Committee be requested to formally write to Barclays to inform them of our decision to leave based on their poor ethical standards in relation to support for the Fossil Fuel industry.
- The Director of Finance be asked to investigate alternative banks for the Union's other deposit accounts and bring a recommendation to the next meeting of the Committee.

The Board discussed the possible risks involved and the Director of Finance responded that they have spoken with Metro and their technical team but it is difficult to get a more detailed proposal from them without actually assigning them as our bank. They outlined that there are some risks but overall, the bank does provide the services that the Union requires.

The Board discussed what impact this change might have on clubs & societies and asked if these groups have been involved in this consultation. The Director of Finance replied that they would speak to the Head of Sport & Physical Activity and the Head of Societies & Projects about how this might affect their areas.

ACTION: The Director of Finance to consult with the Head of Sport & Physical Activity and the Head of Societies & Projects regarding the Union switching to a new bank.

The Board approved the following:

- The Director of Finance to move the Union's bank accounts to Metro in place of Barclays, subject to confirmation that they are able to offer a financially sound offer to the Union with reasonable levels of fees and interest payable.
- After the change has been made, the Chair of the Committee to formally write to Barclays to inform them of our decision to leave based on their poor ethical standards in relation to support for the Fossil Fuel industry.
- The Director of Finance to investigate alternative banks for the Union's other deposit accounts and bring a recommendation to the next meeting of the Committee.

ACTION: The Director of Finance to move the Union's bank accounts to Metro in place of Barclays, subject to confirmation that they are able to offer a financially sound offer to the Union with reasonable levels of fees and interest payable.

ACTION: After the change has been made, the Chair of the Committee to formally write to Barclays to inform them of our decision to leave based on their poor ethical standards in relation to support for the Fossil Fuel industry.

ACTION: The Director of Finance to investigate alternative banks for the Union's other deposit accounts and bring a recommendation to the next meeting of the Committee.

RESOLVED

11. Sabbatical Officers Employment Policy & Procedures

The Head of Policy, Governance & Insight stated that as part of our governance improvement work, we have undertaken a review of the employment contracts and underpinning policy and procedures in respect of the Sabbatical Officers. They summarised the new employment policy and asked the Board to approve the adoption of the integrated set of Employment Policy & Procedures with effect from 1 July 2022.

The Board discussed the difficulty of having to take TOIL within two months and also around having to have two layers of approval before leave can be approved. It was noted that this system has worked well in the past. The Head of Policy, Governance & Insight confirmed that TOIL should not be used to build up as annual leave as it is for when Sabbatical Officers and staff have to work extra hours and so ensures they do not work excessively long hours over a given period of time. They noted that the two month time limit is in line with staff on other contracts. They added that the two layer approval for leave can be looked at if that is causing extra work. The

current Sabbatical Officers contract states that the Leadership Team should be made aware of any upcoming annual leave and the Union would encourage that this is discussed in the Leadership Team meetings, so all necessary staff are aware. The Chief Executive added that any issues with members of staff should be referred directly to them.

The Board looked at the following sentence under 'Misconduct' in the policy and asked for further clarification:

Wilful refusal to follow a reasonable instruction or requests made by another Officer or the Chief Executive

The Chief Executive responded that this sentence can be reworded and should state by the Chair of the Board instead of by another officer.

ACTION: The Head of Governance, Policy & Insight to reword the sentence under 'Misconduct' to state: *Wilful refusal to follow a reasonable instruction or requests made by the Chair of the Board of Trustees or the Chief Executive*

The Board discussed the difficulty in trying to take time off to complete academic work whilst working. The Chief Executive stated that Sabbatical Officers are taking a sabbatical from their studies and are paid as full-time employees so they should not be required by the University to complete academic work during this time and suggested that work needs to be done with UCL departments to ensure deadlines are pushed back for sabbatical staff. The Head of Governance, Policy & Insight suggested that this gets picked up with the new Registrar.

ACTION: The Head of Policy, Governance and Insight to meet the Registrar to discuss how we can ensure that Sabbatical Officers will not be expected to undertake academic work whilst in office.

The Board agreed that this policy would be very useful for new Sabbatical Officers as it clarifies policy and procedures from the start of their term.

The Board approved the adoption of the Sabbatical Officers Employment Policy & Procedures with effect from 1 July 2022 subject to the revisions above.

APPROVED

12. Review of Annual Operating Plan 2021/22

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13. Report from Supervising Trustee

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14. Report from Disciplinary Pool

RECEIVED

15. Complaints Report 2021-22

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16. Returning Officer's Reports (Autumn & Spring)

RECEIVED

17. Data Protection Report

RECEIVED

18. Health & Safety Report (Quarter 2 & 3)

RECEIVED

19. Board Schedule and Business Cycle 2022-23

RECEIVED

20. Union Policy Update

RECEIVED

21. Report from the meeting of Governance Committee on 26 April 2022

RECEIVED

22. Report from the meeting of Finance Committee on 28 April 2022

RECEIVED

23. Report from the meeting of Risk & Audit Committee on 17 May 2022

RECEIVED


24. Report from the meeting of Finance Committee on 26 May 2022

RECEIVED

25. Any other business

There was none.

Minutes approved as a true and accurate record

Chair:	Deniz Akinci
Signature:	
Date:	05/01/2023

Action Note

The Chief Executive to circulate to the Board the benchmark report regarding student wages.	Chief Executive
The Director of Finance to move the Union's bank accounts to Metro in place of Barclays, subject to confirmation that they are able to offer a financially sound offer to the Union with reasonable levels of fees and interest payable.	Director of Finance

After the change has been made, the Chair of the Committee to formally write to Barclays to inform them of our decision to leave based on their poor ethical standards in relation to support for the Fossil Fuel industry.	Finance Committee Chair
The Director of Finance to investigate alternative banks for the Union's other deposit accounts and bring a recommendation to the next meeting of the Committee.	Director of Finance
The Director of Finance to consult with the Head of Sport & Physical Activity & the Head of Societies and Projects regarding the Union switching to a new bank.	Director of Finance
The Head of Governance, Policy & Insight to reword the sentence under 'Misconduct' to state: Wilful refusal to follow a reasonable instruction or requests made by the Board of Trustees or the Chief Executive	Head of Governance, Policy & Insight
The Head of Policy, Governance and Insight to meet the Registrar to discuss how we can ensure that Sabbatical Officers will not be expected to undertake academic work whilst in office.	Head of Policy, Governance & Insight