U STUDENTS' UNION UCL

Governance Committee Minutes

Date: Tuesday 26 April 2022
Time: 17.00
Venue: Online

Chair: Osman Teklies, Union Affairs Officer

Members:	P	AP	AB
Alex Skliros, Student Member (AS)	✔		
Arifa Aminy, Equity Officer	✔		
Ayman Benmati, Education Officer	✔		
Clare Bracey, External Trustee, Non-UCL		✔	
Jenna Ali, Student Trustee (JA)	✔		
Noora Almarri, Student Member (NA)	✔		
Osman Teklies, Union Affairs Officer, Chair	✔		

In Attendance:
John Dubber, Chief Executive
Rebecca McLoughlin, Governance & Administration Coordinator, minutes
Simon To, Head of Policy, Governance & Insight

1.   **Welcome & Introductions**
        The Chair welcomed members to the last meeting of Governance Committee for this
        academic year. The Chair noted apologies from the External Trustee (Non-UCL).

2.   **Minutes and Matters Arising from the meeting on 3 February 2022**
        The Committee approved the minutes for the meeting dated 3 February 2022 as a true and
        accurate record.

                                                                                        APPROVED

3.   **Returning Officer's Report (Spring)**
        The Head of Policy, Governance & Insight gave a summary of the Returning Officer's Report.
        They highlighted 2,948 nominations were received, 77,917 ballots cast, 10,219 individual students
        voted, and the overall turnout was exactly 21%. This represents the biggest ever election at UCL and the
        highest number of voters at any UK University for the second year running. The Head of Policy,
        Governance & Insight confirmed that there will be a by-election in the Autumn for any vacant positions.

        The Committee asked if the Returning Officer's Report is available to view on the website. The Head of
        Policy, Governance & Insight confirmed that it is not on the website as it is not a public document but
        noted that it could be shared if any members requested to view it.

        The Chair asked how the workload was managed during elections especially with the number of
        complaints that were received. The Head of Policy, Governance & Insight responded that there was not
        a large volume of complaints. They added that the Returning Officer and the Deputy Returning Officer
        were able to deal sufficiently with the number of complaints and return the elections on time.

The Committee asked what was the rationale behind recommendation 3a, *'Additional rules regarding the conduct of in-person campaigning with a focus on the burden of proof required for complaints to be upheld.'* The Head of Governance, Policy & Insight replied that the emphasis was on the individual to provide proof and evidence when a complaint is submitted.

The Chair noted the need for greater clarity around disciplinary actions for breaking election rules as they felt many candidates were not aware of the consequences. The Committee went on to discuss recommendation 3c, *'Clear election rules regarding joint campaigning and slates.'* They noted the need for greater clarity on what is allowed or not allowed.

The Committee asked why the NUS delegates were elected in the Autumn instead of the Spring. The Head of Policy, Governance & Insight confirmed that the Union would be reverting back to electing the NUS delegates in the Autumn as it gives more time to brief them before the NUS National Conference. The Committee noted that there was a vacant NUS delegate position this year which was disappointing. The Head of Policy, Governance & Insight responded that this was because RON (Re-Open Nominations) was successful in one of the places and there was not enough time before the conference to have a by-election. They noted that this should not be an issue next year as any remaining vacancies in the delegation will be elected in the Spring

RECEIVED

4.   **Report on the conduct of elections and any matters require further consideration**
The Head of Policy, Governance & Insight gave a brief explanation about the report on the complaints and rulings during elections. The Committee noted that the third complaint in the appendix states that the candidate received an official warning. However, they were actually withdrawn from the elections. The Head of Policy, Governance & Insight outlined that this was clarified in the updated report which was tabled at the meeting.

RESOLVED

5.   **Proposal for the election arrangements for Student Trustees**
The Head of Policy, Governance & Insight outlined the proposal to move to electing the Student Trustees in two batches, two elected in the Autumn and two in the Spring. Those elected in the Autumn will have their term of office run from November to October. Whereas those elected in the Spring will have their term of office run from August to July. As with all other elected positions in the Union, those elected will remain in post so long as they remain as registered students at UCL (i.e. Members of the Union). Of the four, the Union shall ensure that there is at least one postgraduate student and one undergraduate student elected. The Head of Policy, Governance & Insight went on to explain the transitional arrangements for this which would mean that we will elect all four positions in Autumn 2022 and draw lots to determine which two elected Student Trustees will end their term earlier in June 2023.

The Committee discussed how splitting the elections may affect the trustee induction process and the buddy system and concluded that it would not make a significant difference.

The Committee resolved to approve the proposal for election arrangements of Student Trustees as well as approve the transitional arrangements outlined in the paper.

RESOLVED

6. **Governance Improvement Plan Progress Report (Quarter 3)**

The Head of Policy, Governance & Insight noted that the appended Governance Improvement Plan outlines progress as of 11 April 2022. They added that another external review may be due in 2022/23.

The Head of Policy, Governance & Insight highlighted that Action AG on the Governance Improvement Plan commits us to consider and articulate our strategy to guide our Equity & Inclusion work with clear milestones & targets. They reported that this work is being moved forward, following the discussions at the last meeting of Governance Committee. They added that a plan to establish an evidence-based strategy is being developed.

The Head of Policy, Governance & Insight outlined Action AE on the Governance Improvement Plan, where it states that we scope the development of a Social Responsibility Policy. At the last meeting, members were asked to consider further the scope and development of a Social Responsibility Policy, with reference to the NCVO ethical principles for charities and third sector organisations. The Chair asked the Committee for their thoughts on this. The Head of Policy, Governance & Insight noted that the Union recently reviewed our organisational values. They added that many other students' unions' do not have a Social Responsibility Policy as it is enshrined in the values of the organisation. The Committee discussed the possibility of setting up a sub-group to look into developing a Social Responsibility Policy. It was suggested that the policy be in the form of a checklist.

The Chair highlighted the ethical principles for charities and third sector organisations provided by NCVO.

The Head of Policy, Governance & Insight noted that we should be cautious to not go beyond our charitable objectives when looking at the possibility of a Social Responsibility Policy. The Chair responded that the Sabbatical Officers sometimes face issues when supporting international causes as they are constrained under our charitable objectives. The Committee went on to discuss how to ensure any policy would be a benefit to our members.

The Chair suggested that a Social Responsibility Policy may cause an overlap with our organisational values. The Head of Policy, Governance & Insight went on to explain the difference between an organisational policy and a political policy. The Committee discussed how we could instil our values into a Social Responsibility Policy. They went on to discuss the possibility of signing up to the ethical principles as laid out by NCVO or whether it would be more beneficial to have our own policy.

The Committee discussed the possibility of setting up a working group.

The Chair suggested that the Social Responsibility Policy should be considered further at the next meeting given the time of year.

ACTION: The scoping of a Social Responsibility Policy to be discussed at the next meeting of Governance Committee in 2022-23.

<div align="right">**DEFERRED**</div>

7.   **Revisions to the Governing Documents**

<div align="right">**RECEIVED**</div>

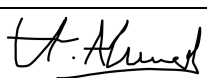8.   **Board Schedule and Business Cycle 2022-23**

The Chair asked why there were only two meetings of Governance Committee proposed for 2022-23. The Head of Policy, Governance & Insight responded that this is to reflect the business to be considered with the completion of the current Governance Improvement Plan, they further outline that any additional meetings could be called should there be more business to consider.

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9.   **Any Other Business**

A member of the Governance Committee asked about disciplinary action being taken against a student. The Head of Policy, Governance & Insight responded that this issue should not be discussed in an open meeting and to contact them separately with any queries.

As this was the last meeting of Governance Committee for this academic year, the Chair thanked the committee members for all their work.

Minutes approved as a true and accurate record	
Chair:	Hamza Ahmed, Education Officer
Signature:	*H. Ahmed*
Date:	23/11/2022

Action List

Actions	
The scoping of a Social Responsibility Policy to be discussed at the next meeting of Governance Committee in 2022-23.	Head of Policy, Governance & Insight