



Date: Monday 22 June 2020  
 Time: 18.00  
 Venue: Online

## Board of Trustees Minutes

Chair: Ashley Slanina-Davies, Education Officer

Members:	P	AP	AB
Aatikah Malik, Welfare & International Officer, Vice-Chair		✓	
Aimee Connolly, Student Trustee (AC)	✓		
Ashley Slanina-Davies, Education Officer, Chair	✓		
Carol Paige, Democracy, Operations & Community Officer	✓		
Clare Bracey, External Trustee (Non-UCL)	✓		
D'Arcy McGuinness, Activities Officer	✓		
David Ruttenberg, Student Trustee (DR)	✓		
Deepan Banati, External Trustee (UCL Staff)	✓		
Mary Basterfield, External Trustee (UCL Alumni)	✓		
Tishuana Mullings, Student Trustee (TM)	✓		
Vlad Dinu, Student Trustee (VD)		✓	

In Attendance:
Alex McKee, Head of Student Engagement & Communications (AMC)
Ayman Benmati, Incoming Education Officer
Catherine Barrow, Interim Head of Finance
Dan Hill-Roger, Commercial Development Manager
Debbie Nichols, Head of Operations
Ilyas Benmouna, Incoming Activities Officer
Jim Onyemenam, Postgraduate Students' Officer
John Dubber, Chief Executive
Katerina Alexandropoulou, Leadership Team Executive Assistant, minutes
Nilisha Vashist, Women's Officer
Sandy Ogundele, Black & Minority Ethnic Students' Officer
Simon To, Leadership Development & Change Manager
Yasmeen Daoud, Incoming Welfare & International Officer

### 1. Welcome & Introductions

The Chair welcomed members and those invited to attend the meeting and asked the three incoming sabbatical trustees to introduce themselves. The Chair reminded all that the information discussed at the Board was confidential and should not be disclosed to those who were not present at the meeting.

**RECEIVED****2. Declaration of Interest**

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

**RECEIVED****3. Minutes and matters arising from the meeting on 6 May 2020**

The Chair confirmed that the actions arising from the additional meeting of the Board in May had been completed. The Board approved the minutes of the meeting on 6 May 2020 as a true and accurate record.

**APPROVED****4. Sabbatical Officers' Report**

The Democracy, Operations & Community Officer provided an overview of the Officer Reports and asked for any comments and questions from the Board. The Chair commented on the noticeable work by the Sabbatical Officers in the recent months. The External Trustee (UCL Alumni) congratulated the Sabbatical Officers on behalf of the Board for their work during a very challenging year.

**RECEIVED****5. Chief Executive's Report**

The Chief Executive provided a summary of two additional recent updates to their submitted report. They reported that the Union had submitted a claim for £35k from its insurers to compensate for the closures of commercial outlets earlier in the year linked to flooding and a gas leak. Discussions were continuing with Endsleigh regarding these claims. The insurers had also agreed to look into a claim of around £50k from COVID-19 related closures, but this remained uncertain due to the terms of the policy. Secondly, they updated on the proposal put forward by the UCL Director of Finance & Business Affairs for an additional grant of up to £1m for the Union to cover income losses resulting from COVID-19, after the use of free reserves, so that its designated reserves will remain as present. They noted that the proposal was due to be discussed at the UCL Crisis Leadership Team for final agreement. They added that the proposal did not include any restrictions or control over the Union by UCL following the additional financial assistance. They added that there will be further opportunities to discuss potential additional financial assistance to support the Union in 2021/22 if necessary.

**RECEIVED**

The External Trustee (UCL Alumni) asked what UCL's expectations were for student numbers next year. The Democracy, Operations & Community Officer responded that even though UCL's communication is somewhat mixed, the main message is that there will be no detriment of experience if students study remotely or physically on campus. They added that UCL has

communicated that all first year students from outside of London and international postgraduate students will be offered residential accommodation at UCL. They further added that the teaching timetable is produced with the aim of 2 hours per week in face-to-face contact at UCL, which will become clearer when academic departments make more progress with planning for next year. They further added that some internships for students are planned to assist with preparations for next year's teaching activities. It was noted that UCL were not expecting a significant reduction in student numbers for the academic session ahead.

**RECEIVED**

## **6. Update on COVID-19 Response**

The Head of Student Engagement & Communication provided a summary of the submitted report and highlighted the extra work in place to provide services for our members.

The External Trustee (Non-UCL) asked how the digital engagement of students can continue especially for international students. The Head of Student Engagement & Communication responded that the digital engagement currently required the engagement of Union staff supported by a good website and events calendar. They added that investment is planned for next year to improve the system.

The External Trustee (Non-UCL) asked whether more resources will be necessary for the Union to comply with the General Data Protection Regulation (GDPR) next year and about levels of student engagement. The Head of Student Engagement & Communication responded that the Union's data protection officer has prepared a full GDPR action plan and work on this is progressing well. They added that engaging students had been a challenge before COVID-19 due to the UCU strike but students had engaged in positive ways. The Democracy, Operations & Community Officer noted that an additional challenge the Officers faced at various UCL COVID-19 response groups was that the role and work of the Union in supporting students was not widely known or understood, but work is underway to address this.

**RECEIVED**

## **7. Commercial Outlet Reopening Plans**

The Commercial Development Manager presented plans for the reopening of the commercial outlets. They highlighted that these were part of the broader Union plans to establish our presence for new and returning students next year. A cautious approach is being followed for the commercial outlets whilst fitness sector guidelines are being followed for Bloomsbury Fitness (BF). The BF app will be used to keep track of usage and encourage members to use on quieter times.

The Activities Officer asked who will be working at the outlets when they reopened. The Commercial Development Manager noted that Union permanent staff will mainly cover the available shifts in the reopened outlets and current student staff will be approached to see if they

wished to work in the outlets so long as they were returning to UCL.

The Activities Officer asked whether other commercial spaces, such as Mully's Basement Bar or The Huntley, could be used for other than commercial purposes. The Commercial Development Manager responded that discussions on how to utilise Union spaces were being held.

The External Trustee (Non-UCL) asked if the Union had planned for Personal Protective Equipment (PPE) to be made available for staff working in the reopened outlets. The Commercial Development Manager responded that PPE had been already ordered and would be provided.

The External Trustee (Non-UCL) asked whether the risk of reopening has been considered against realistic income. The Commercial Development Manager responded that not all outlets will reopen in one go, each outlet will reopen when the footfall of a previously opened outlet demonstrates its financial viability. The Head of Operations added that the aim for reopening each outlet was to breakeven initially, this would be monitored closely and the situation reviewed if necessary.

The External Trustee (UCL Alumni) asked how the Union is planning to respond to a situation whereby an outlet staff member has COVID-19 symptoms. The Commercial Development Manager responded that the Union is following the government advice that if someone is not feeling well, they should not work and follow the quarantine guidelines. The External Trustee (UCL Alumni) further asked how the Union would mitigate if a staff member passed the virus on whilst working. The Head of Operations responded that UCL were planning to have temperature testing for everyone coming on to campus and conducting risk assessments with staff returning to work including assessing their commute and individual home contacts. The Union will be part of these arrangements.

The External Trustee (UCL Staff) asked whether the Union has been working with UCL Estates looking at how people are moving around campus. The Commercial Development Manager responded that the Union has been working closely with UCL Estates and complying with general reopening plans with positive reactions from the team at UCL.

The External Trustee (UCL Staff) noted that having an online shop was a positive addition and asked what it would be offering. The Commercial Development Manager responded that initially it would be merchandise with the potential to expand in the future.

The External Trustee (UCL Staff) asked if online classes could be offered by Bloomsbury Fitness. The Commercial Development Manager responded that this would definitely be looked at as online classes attracted much interest currently.

**RECEIVED**

**8. Management Accounts – Quarter 3**

The Interim Head of Finance summarised the paper for the Board noting that the Management Accounts for Quarter 3 should be read against Forecast 2.

The External Trustee (UCL Alumni) thanked the Interim Head of Finance for the work behind the paper and asked for clarification around how long the Union was planning to run a deficit and when action would be taken to address the negative variance in relation to staffing costs. The Chief Executive responded that the Union was planning on moving to a surplus budget from 2020-21 providing trading levels had recovered by that point. Action has already been taken to address the overspend on staffing costs in the commercial area, including the restructure of the management structure in the cafes and tighter controls on student staffing levels. The Head of Operations added that work was being progressed in accordance with the Commercial Action Plan, which was making good progress up to the lockdown period. The External Trustee (UCL Alumni) noted that as the Union is heading into a difficult year with uncertain income, the Board would need to know at what point the financial risk would need to be addressed. The Chief Executive suggested discussing this under Private Matters.

**RECEIVED****9. Budget and Operating Plan for 2020-21**

The Democracy, Operations & Community Officer provided a summary of the main reasons for the Union's approach for the budgeting process. They highlighted that the budget presented was for next year but the Union was committed to regular reforecasts.

The Interim Head of Finance provided a summary of the assumptions taken into consideration when the budget was put together for 2020-21.

The External Trustee (Non-UCL) asked for a sense of return on investment for next year and expressed concern over a budget that proposed a commercial deficit. The Interim Head of Finance noted that there was a strong plan on the return on investment with the Union still able to offer a high quality core service for its members. The Chief Executive noted that the budget was based on a pessimistic scenario but following the government guidance for reducing social distancing and UCL's response, we are hopeful that we could do better next year aiming for each outlet to breakeven.

The External Trustee (Non-UCL) asked whether it was appropriate for a Students' Union to reduce the level of student staff expenditure. The Chief Executive responded that some student staff will still be employed in commercial outlets and all current student staff have been approached for their availability to work next year. However, the need to find savings to mitigate reduced income meant that there would be fewer student staff roles than usual. They added that the plan was to build the expenditure up rather than down so that a good level of service is maintained. They also pointed out that the Union would need to remain visible and engaged next

year to justify the additional grant from UCL.

The External Trustee (UCL Alumni) asked for clarification on how the additional grant from UCL will be used and whether our resources will be used to pay for the commercial loss. They also asked whether the additional grant could be used more innovatively to offer something big to our students and make the Union stand out. The Chief Executive responded that the UCL support was to cover the lost revenues from the commercial services that are likely to be significantly affected by ongoing social distancing and reduced footfall on the campus. The budget proposes a total deficit of close to £1m, with around half funded from the Union's remaining free reserves and the remainder funded by additional grant from UCL. They added that it was felt that the budget was giving a good balance between savings and provision of a good level of service. They further added that their intention was for the Union to return to surplus in 2021/22. This would require either income to return to usual levels, or further reducing expenditure or additional financial support from UCL.

The Chair asked for more clarification on commercial staffing costs and expressed concern for staffing costs in this area for when outlets are reopened. The Democracy, Operations & Community Officer responded that the budget is mainly for permanent staff with the biggest savings in Bloomsbury Fitness, where all staff were on furlough. The Head of Operations added that staff will be moved around to cover needs in Union departments and outlets will not reopen unless they can breakeven. The Chief Executive added that the Board's view on commercial staffing costs had been taken into account just before the lockdown and remained a high priority.

The External Trustee (UCL Staff) asked the Board to consider that by approving the proposed budget all Union free reserves will be used for next year and the financial assistance from UCL would come in after that. They pointed out that the Board needs reassurance that the Union will not dip into the designated reserves in 2021/22 and that all steps would need to be taken to prevent getting into the slippery slope that follows. The Chief Executive responded that the Union needs to get through 2020/21 and get into a healthy budget for 2021/22. They added that necessary actions would need to be taken with the Commercial Action Plan and with innovative new ways to increase income. They further added that the Union will potentially need to consider more serious savings in expenditure and staffing costs for 2021/22 if social distancing requirements continue to depress income levels, but suggested that it would be better to review the position at the end of term 1 to assess the likely future income levels. The External Trustee (UCL Staff) noted that UCL student admission numbers from UCAS looked positive so a cautious optimism could be exercised for the future.

The Chair asked if the Board could move into approving the proposed budget for 2020/21. The External Trustee (UCL Staff) recommended that a discussion in Private Matters is needed before a decision is reached on the budget. The Board agreed to defer the budget approval to Private Matters.

**DEFERRED****10. Review of Risk Register**

The Head of Operations presented the paper to the Board and highlighted that significant progress had been made in ways to mitigate risk with different steps and the establishment of the Union Health & Safety Committee.

The External Trustee (Non-UCL) suggested that more control over offering digital services should be implemented.

The Democracy, Operations & Community Officer suggested removing the individual trustees from owning the risk as this was a management responsibility.

**RESOLVED**

**ACTION:** Head of Operations to update the Risk Register with the removal of individual trustees as risk owners.

**11. Board Schedule 2020/21**

The Leadership Development & Change Manager provided a summary of the paper for the Board.

The Democracy, Operations & Community Officer suggested having more Board meetings next year than the proposed frequency due to the uncertainty over the next year.

The External Trustee (UCL Staff) agreed with the suggestion for more meetings of the Board adding that it would be a good addition to have a Board meeting in September 2020 to take an initial assessment of the budget and what lies ahead.

The Chief Executive noted that a Board meeting is planned as part of the Board Away Day in September 2020. They added that there was a commitment of having more effective Board Committees which would undertake some of the detailed work that the Board currently does.

The Democracy, Operations & Community Officer suggested that it would be beneficial to have a committee cycle where committees consider topics first and informed discussions at meetings of the Board. They added that a Board meeting in February 2021 could also be planned to consider the return to face-to-face operating arrangements.

The External Trustee (UCL Staff) suggested that perhaps the Finance Committee should be responsible for supervising the commercial strategy.

The Board requested that the Board Schedule be reviewed in light of the discussion and a further proposed schedule be considered at the meeting in September.

**RESOLVED**

**ACTION:** Leadership Development & Change Manager to review the Board Schedule in light of the discussions on frequency and development of the schedule of meetings for the committees and relevant business cycle.

**12. Health & Safety Review Progress Report****RECEIVED****13. Union Executive Update****RECEIVED****14. Report from Disciplinary Pool**

The Democracy, Operations & Community Officer asked about the purpose of the Disciplinary Pool and whether the Union Executive was sufficiently sized to appoint to the Disciplinary Pool and whether there was a need to extend to the Policy Zones. The Leadership Development & Change Manager responded that the Disciplinary Pool was appointed to consider disciplinary cases of our members, the panel members were drawn from the Disciplinary Pool. They added that should there be more members required, alternative could be considered.

**RECEIVED****15. Report from the Supervising Trustee****RECEIVED****16. Annual Report on Complaints****RECEIVED****17. Annual Data Protection Report****RECEIVED****18. Revisions to the Governing Documents****RECEIVED****19. Any Other Business**


The Democracy, Operations & Community Officer thanked the Chair for their work this year.

The Chair thanked the External Trustee (UCL Alumni) for their work for the many years of service on the Board, as it was their last meeting before stepping down from the External Trustee role.

The External Trustee (UCL Alumni) noted that the Union has moved to a more positive and hopeful position for the future since they joined the Board six years ago and thanked Union staff



members for their support.

<b>Minutes approved as a true and accurate record</b>	
Chair:	Carol Paige
Signature:	
Date:	18/02/2021

**Action List**

<b>Actions</b>	
Leadership Development & Change Manager to review the Board Schedule in light of the discussions on frequency and development of the schedule of meetings for the committees and relevant business cycle.	Leadership Development & Change Manager
Head of Operations to update the Risk Register with the removal of individual trustees as risk owners.	Head of Operations