



Date: Thursday 10 June 2021  
 Time: 18:00  
 Venue: Online

## Board of Trustees Minutes

Chair: Carol Paige, Democracy, Operations & Community Officer

Members:	P	AP	AB
Aining Liang, Student Trustee (AL)	✓		
Aparna Sree Asok, Student Trustee (ASA)	✓		
Ayman Benmati, Education Officer	✓		
Carol Paige, Democracy, Operations & Community Officer, Chair	✓		
Clare Bracey, External Trustee (Non-UCL), Vice-Chair (External)	✓		
Deepan Banati, External Trustee (UCL Staff)	✓		
Ilyas Benmouna, Activities Officer	✓		
Petra Barran, External Trustee (UCL Alumni)	✓		
Shail Bhatt, Student Trustee (SB)	✓		
Shoora Shafeeq, Student Trustee (SS)	✓		
Yasmeen Daoud, Welfare & International Officer, Vice-Chair (Sabbatical)	✓		

In Attendance:
Alex McKee, Head of Student Engagement & Communication
Catherine Barrow, Head of Finance
Debbie Nichols, Head of Operations
John Dubber, Chief Executive
Kevin Argent, UCL Director of Estates Development (item 8)
Rebecca McLoughlin, Governance & Administration Coordinator, minutes
Simon To, Policy, Governance & Insight Manager, Secretary
Viktoria Makai, Incoming Postgraduate Students' Officer

### 1. Welcome & Introductions

The Chair welcomed all those present and asked them to introduce themselves.

**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 29 April 2021

The Chair noted that the matters arising from the meeting of the Board in April have been completed except for the following:

- The External Trustee (UCL Staff) to discuss how they can support the Officer Handover process with the Head of Finance. They agreed to discuss this outside the Board meeting.
  - The People Plan will be brought back to a future Board meeting by the Head of Operations.

The Board approved the minutes of the meeting on 29 April 2021 as a true and accurate record.

**APPROVED**

#### **4. Financial Statements 2019-20**

The Head of Finance advised that the Financial Statements for 2019-20 were presented to the Board in March and were approved on the condition that further work be carried out to verify the provision for VAT liability included in the financial statements. They stated that under the guidance of a VAT consultant, a review of the potential VAT owed had been completed and presented to the auditors. They have agreed that the calculated VAT liability is in line with the provision in the 2019-20 Financial Statements and they can be put to the Board for approval unamended. The Head of Finance asked the Board to approve the Financial Statements 2019-20 and the signing of the Letter of Representation.

The Board resolved to approve the signing of the Letter of Representation.

**RESOLVED**

The Board further resolved to approve the Financial Statements for the year ended 31 July 2020.

**RESOLVED**

#### **5. Sabbatical Officers' Report**

The Welfare & International Officer gave an overview of the Sabbatical Officers' Report and highlighted the following:

- The Activities Officer is developing a campaign to stop the removal of the swimming pool and other student facilities in the Student Central building, contacting multiple stakeholders and reaching out to officers from other students' unions for support.
- The Women's Officer has worked with UCL on the Respect and Inclusion module for new students. Hopefully by 2022, every student enrolling in UCL will complete the training making them aware of their rights and responsibilities as a student at UCL.
- The Democracy, Operations & Community Officer was the lead officer in the recent budgeting process, working with the Chief Executive and the Head of Finance to build a balanced budget.
- The Welfare & International Officer presented the Student Priorities for Wellbeing Report 2021 to UCL's Student Experience Committee and other stakeholders. They are also hoping to present this to the Provost at their next meeting and they plan to start working on the recommendations in July with the new officer team.

The External Trustee (Non-UCL) asked about the campaign strategy to stop the removal of the swimming pool in the Student Central building. The Activities Officer replied that they are meeting with a property consultant shortly to find out more about listed buildings. They have contacted Camden Council and our local MP's office to try and get them involved in this campaign. They also mentioned that they intended to get in touch with famous Alumni to try and get their support behind the campaign. They added that Student Central is a community building providing services for students. The External Trustee (Non-UCL) asked what Birkbeck intended to use the building for. The Activities Officer replied that Birkbeck intended to use the building for

teaching space. However, they added that getting rid of the current activity space would be a massive loss to the community. The Activities Officer invited the External Trustee (Non-UCL) to attend the next planning meeting. The Chief Executive added that it is the largest swimming pool in central London and noted that the Union had been advised by UCL Estates it may not be a simple process to obtain planning permission to remove the pool. The External Trustee (UCL Alumni) suggested that we have a strap line or bold statement that the community can get behind. The Activities Officer noted that the swimming pool is located right in the middle of five Universities and is a student purpose pool as it has a uniform depth so can be used for many Club & Society activities. They added that the nearest such pool is in Bethnal Green.

**ACTION:** The Activities Officer to invite the External Trustee (Non-UCL) to the next campaign meeting regarding the Student Central swimming pool closure.

The External Trustee (UCL Alumni) asked about the Respect and Inclusion module. The Welfare & International Officer replied that the Women's Officer had been working on this and it was a mandatory module for incoming students. The module looked at behaviours and how we respect diversity. It also highlighted how to report issues when they witness or experience unacceptable behaviour. They added that they would ask the Women's Officer to send them further information.

**ACTION:** The Welfare & International Officer to ask the Women's Officer to send on further information regarding the Respect and Inclusion module to the External Trustee (UCL Alumni).

The External Trustee (UCL Staff) asked how the Union have been supporting students affected by the conflict in Israel and Palestine. The Chair responded that the Sabbatical Officers issued a statement, as did UCL on supporting students and how to report any attacks. The Head of Student Engagement & Communication added that the Union reached out to four student societies that may have been more affected by the conflict and the Provost also released a statement regarding how students may have been affected by this.

The External Trustee (UCL Staff) asked what the Union position is on the tuition fee refund. The Chair replied that the Union is in favour of refunds for students, but that these would require government funding. They confirmed that the recent Competition & Markets Authority review revealed that UCL did not break any promises. They added that there would be a student rally taking place on Sunday 13 June 2021 and they were doing podcasts, radio shows, etc to continue the conversation. The Chair also noted that the Union along with Sheffield Students' Union and LSE Students' Union have commissioned research into student fees with thinktank, London Economics.

**RECEIVED**

## 6. Chief Executive's Report

The Chief Executive stated there had been some additional activities since they had written their report and they went on to outline what they were:

- Varsity took place between UCL and King's and was very successful. It was broadcast online and had high viewing numbers. Broadcasting online also enabled families abroad to be able to watch the events which they have not been able to do before.
- Four Awards Ceremonies took place this week which were in person (following covid restrictions) and they were also broadcast online. These were the annual Volunteering, Societies, Sports and Arts Awards ceremonies.
- The Sabbatical Officers and the Chief Executive are to meet with the new Permanent Secretary to the Department of Education to discuss the student experience during the pandemic. The Chief Executive added that it will be useful to establish connections with the Department of Education.

The Chief Executive went on to highlight that the UCL East funding allocation has been confirmed. They also added that Kevin Argent, UCL Director of Estates Development would be joining the meeting later to discuss the Union's estate.

The External Trustee (Non-UCL) asked if the External Trustees had any involvement in the induction process for the incoming Officers. The Chief Executive replied that it would be great to get the current trustees involved in meeting with the new trustees and said that we would be in touch to arrange this.

**ACTION:** The Chief Executive to arrange for the current trustees to be involved in the Induction process for the incoming trustees.

The External Trustee (Non-UCL) asked if the Union had any evidence base regarding their need for space. The Chief Executive responded that they are developing an evidence base. They noted that Hawkins Brown had renovated the existing Union building and KSS had conducted a comparison of our spaces compared to other students' unions.

The Student Trustee (SB) asked how the Union will highlight their presence at UCL East and integrate with student life. The Chief Executive responded that there is a strong student community there and they are looking at creating sports hubs. They added that they would like to have a sports base close to UCL East. The Head of Operations confirmed that they were asking UCL to enable the Union to open commercial outlets at UCL East.

The External Trustee (UCL Alumni) asked if UCL have any interaction with non-UCL students at UCL East and if any there are any plans to include the local community in taking advantage of the facilities. The Chair responded that UCL intended to go above the required minimal level of community engagement required. The Head of Student Engagement & Communication added that students have been volunteering in that area for a long time. The Chair confirmed that the Union would be looking at assigning an officer to look at student representation at UCL East.

**RECEIVED**

## **7. Students' Union Estates Issues Presentation – Kevin Argent, UCL Director of Estates Development**

The UCL Director of Estates Development outlined UCL's approach to master planning of the Students' Unions space needs which will be taking place over the next few months. They noted their disappointment at not being successful with the bid for Student Central. They confirmed that Birkbeck are the preferred bidder but are yet to complete the due diligence. They stated that there is a significant amount of money needed to refurbish the building. The External Trustee (Non-UCL) asked about the community aspect of keeping the swimming pool. The UCL Director of Estates Development replied that it is mainly the student community that uses the pool. The Chair suggested that the Union have a larger role in the lobbying around keeping the swimming pool.

The UCL Director of Estates Development confirmed that over the next five years UCL intends to invest in its existing spaces and repurpose these spaces based on needs. They explained that any masterplan needs to work backwards and look firstly at the base infrastructure. They suggested that it would take 4 or 5 months to complete a masterplan of the Union's spaces. They said that there could be some quick fixes but ideally, we need to look at 10 to 15 years down the line.

The Chair asked how the Union could perhaps improve any future bids they make for space. The UCL Director of Estates Development replied that they would suggest highlighting the need for student facing facilities.

The External Trustee (UCL Staff) asked about what kind of consultation they have with students when deciding on the use of student spaces. The UCL Director of Estates Development responded that there is a stakeholder plan and consultation with senior staff in the Union, but they need to look at how they consult with students in more detail. They added that there are lots of competing academic demands.

The External Trustee (Non-UCL) asked about user centred research and design and asked if there would be the possibility of more commercial spaces for the Union. The UCL Director of Estates Development replied that there was the possibility of more commercial space for the Union. They noted that the ground floor of Bidborough House is having a 'WeWork' style café that could possibly be a Union-run facility. They added that it would be good to also have a presence at UCL East on the Olympic Park. The Head of Operations added that they are currently looking into unused space on campus, and this is being fed into our Commercial Strategy.

The Chief Executive highlighted that our facilities are far below other students' unions in the Russell Group. Primarily, it's the lack of informal social spaces. They asked if we can we work with consultants to compare ourselves with what other students' unions are doing. The UCL Director of Estates Development confirmed that that would be undertaken as part of the Master Planning work.

The Chair thanked the UCL Director of Estates Development for attending the meeting.

**RECEIVED**

## **6. Commercial Strategy 2021-2024**

The Head of Operations summarised the Commercial Strategy 2021-24. They noted that this will be refreshed on a regular basis and they outlined the key actions.

The External Trustee (UCL Staff) asked why the outstanding commercial offer was for students only and did not include staff and the public. Chief Executive responded that we need to be careful around the wording as we are a charity and need to be meeting our charitable purpose. The Head of Operations said that they would look into the wording around this. The External Trustee (UCL Staff) suggested using words around UCL staff and stakeholders perhaps to ensure we are not straying from our charitable objectives. They added that even though the majority of users are students, as the commercial outlets expand, more staff will become users.

**ACTION:** The Head of Operations to look at changing the wording in the Commercial Strategy around continuing to ensure excellent value for students and providing for others in our community.

The External Trustee (Non-UCL) commented that the Commercial Strategy does not highlight its priorities and suggested that the objectives are prioritised over three years. They also suggested that the gym be separate from the cafes and bars and asked if the gym was a student service or an income generator. The Head of Operations agreed that phasing it over three years was a good point. The Head of Student Engagement & Communications added that the gym does generate income, but it is often not reflected in the accounts due to the depreciation of the equipment. The Chair suggested bringing back an updated Commercial Strategy 2021-24 for adopted at the next meeting of the Board.

The External Trustee (PB) asked about the status of the Sustainability Strategy. The Chair replied that the refreshed Sustainability Strategy is nearly completed and will go to the December Board. They added that they have just appointed an environmental audit of the organisation by The Green Consultancy, and this will sit alongside the Sustainability Strategy. The External Trustee (UCL Staff) noted that UCL have just issued a sustainability bond and suggested that this may be an opportunity for the Students' Union to collaborate with them. The Chair replied that the Students' Union have strong links with the UCL Sustainability team and have been working together with them. The Chair proposed that the trustees email the Head of Operations with any further comments or feedback and the final version of the Commercial Strategy will be brought back to the Board in September.

**ACTION:** All trustees to email the Head of Operations with comments and feedback on the draft Commercial Strategy 2021-24.

**ACTION:** The Head of Operations to bring a final version of the Commercial Strategy 2021-24 to the next meeting of the Board.

**RECIEVED**

## 8. Management Accounts (Quarter 3)

The Head of Finance summarised the Management Accounts to Quarter 3. They confirmed that at the end of 2020/21 we forecast to have a deficit of approximately £433k which is significantly lower than the original budget position. This is mainly due to the:

- The extension of the furlough scheme.
- Additional grants from UCL.
- Tighter control on expenditure across the board.

The Head of Finance reported that the Quarter 3 surplus is £134k before amortisation of capital grants, however, spend against the grant to date is minimal and £184k of the grant is forecast to remain unspent at the end of the year, and will move to reserves for spend in 2021-22, so the current operational deficit is approximately £50k. The financial performance is measured against Forecast 2 which assumes a gradual reopening of commercial outlets and limited reintroduction of student activities, where feasible, from April. This has resulted in a positive variance against forecast of £243k in contribution for year to date. The lower than forecast expenditure at the end of April is due partly to timing and it is expected that expenditure will be higher in May and June as staff and students return to campus in larger numbers and activity levels increase.

The External Trustee (UCL Staff) asked why the furlough rebate was not in the forecast. The Head of Finance explained that when furlough was first introduced, we could not allocate it against departments, and it was forecast as a bottom-line figure. However, now we can allocate it across departments under 'other income'. The External Trustee (UCL Staff) asked if this could be included as a footnote at the bottom of the table.

**ACTION:** The Head of Finance to include a footnote in the Management Accounts to clarify where the furlough income is showing.

**RECEIVED**

## 9. Budget for 2021-22 and 3-year Financial Projections

The Head of Finance highlighted some key points from the Budget for 2021-22. They stated that the Union has historically delivered an operating deficit of around £300k to 400k each year. They noted that 2020-21 is forecast to deliver a deficit from operations of £617k due to the reduced commercial income caused by lockdowns and restrictions. They added that with activity returning to campus, there is a need deliver a balanced budget in 2021-22.

The Head of Finance outlined the assumptions followed in formulating the budget which were presented and agreed at the last meeting of the Board. They went on to summarise various areas in the budget and highlighted the following:

- Commercial Summary – Overall Commercial operations are expected to deliver an operating surplus of £514k. Improvements in operations will be informed by the new Commercial Strategy. Each outlet's priorities will be looked at individually as they all have different factors affecting them.
- Student Activities Summary – 2021-22 will be a transitional year with most activities returning after covid restrictions but with tighter spend to ensure there is no in-year deficit. Departments have used the current 2020/21 forecast as a basis for their budgets with increasing spend only where it is essential due to activities resuming. Where online activities have been successful and cost-effective these will remain or be part of a blended delivery with face-to-face. Some student activity will be funded from the £295k additional grant from UCL to support student communities, but not fully spent, this year.

The Head of Finance confirmed that at the Board meeting in April, several budget priorities were highlighted, and they gave a brief overview of each priority which included:

- Student Staff
- Commercial Management
- Club's & Societies
- Financial Targets

The Head of Finance went on to outline the plans for investment in the Lewis Building which would include the upgrading of some of the spaces. The total capital works have been costed at £23k and will be capitalised over 3 to 5 years. The Head of Finance asked the Board to approve this capital investment to allow work to commence and be in place for the beginning of term 1.

The Head of Finance went through the income and expenditure comparison for each area against the 2018-19 budget. They went on to outline the 3-year budget projections. They confirmed that the focus on budgeting is to deliver a surplus to rebuild reserves and invest in the Union's activities. They confirmed that the long-term target is to deliver an annual surplus of 2% of total income, with a short-term target to hold free reserves of 6 months' cost of permanent staff. They added that a full review of reserves classification will be carried out and a policy on reserves management and investments will be brought to a future meeting of the Board.

The External Trustee (Non-UCL) asked for the view of the Finance Committees in their consideration of the Budget for 2021-22 and also asked if the marketing proposal suggested in the Commercial Strategy had been reflected in the Budget for 2021-22. The Head of Finance confirmed that the budget had been considered and approved by the Finance Committee and that the budget did contain the marketing proposal.

The External Trustee (UCL Staff) asked about how the 40% return of UCL staff to campus will impact the commercial income. The Head of Finance said that under guidance from UCL they have estimated we will have a 20% drop in footfall. If footfall on campus is lower than this, we will react accordingly. The Chief Executive added that the 40% return to campus is for UCL staff and most of our commercial trade comes from students who should all be returning to campus. They noted that we have based our figures on 2018-19 footfall reduced to 80%.

The External Trustee (UCL Staff) asked if the savings on insourcing the cleaning had been included in the budget. The Chief Executive confirmed that this saving had not been included as the insourcing option had not been agreed by the Board.

The Head of Operations outlined the plans for the Lewis's Building renovations. They stated that the building is in a poor state and needs renovating before it reopens. The External Trustee (Non-UCL) confirmed that they would support the Grab & Go concept but noted that this does not include any student seating areas. The Head of Operations confirmed that the Grab & Go would be in the lobby area of the Lewis's Building and there would be a refurbishment of the adjacent George Fahra Café to include more seating.



The Chair asked if the £23k included upgrading the lighting in Mully's Bar. The Head of Finance stated that this was covered in the operating budget.

The External Trustee (UCL Staff) asked about the £200k contribution and said that there were too many risks in reaching this so would like to understand what the mitigation strategy will be to ensure we land at the £200k. The Head of Finance responded that there will now be two reforecasts during the year. They also added that there will be tighter controls around Clubs & Societies grants. The Chief Executive added that there are lots of variables, but we will be closely monitoring commercial income and if it is not hitting targets, we can reforecast earlier and perhaps have an extra Board meeting in October/November. They noted that, if necessary, we will cut back on activity and look to UCL for additional financial support. The External Trustee (UCL Staff) commented that they would like to ensure we are committed to achieving a breakeven budget. The External Trustee (Non-UCL) added that they are pleased to see more regular reforecasting happening and agreed that if needs be, we should have an additional meeting in October/November. They also added that they felt there should be an External Trustee on the Finance Committee as there were none present at the last meeting.

The Board resolved to approve the Budget for 2021/22.

**RESOLVED**

The Board received the 3-year Financial Projections.

**RECEIVED**

The Board resolved to approve the capital investment of £23k in the Lewis's Building to cover renovation costs.

**RESOLVED**

## **10. Future Outsourcing/Insourcing**

The Head of Operations explained that the Union currently outsourced both their cleaning and security services. Following a detailed review of costs and benefits, it has been noted that savings can be generated by moving the Union's cleaning service in-house. This would also improve terms and conditions for the cleaning staff, ensuring that this matches the new terms and conditions in place for other Union staff. The review of the costs and benefits of the Union's security provision has concluded that it is more cost effective and will ensure a more effective management of key risks, for this service to remain as externally procured from a specialist security provider at this point.

The External Trustee (Non-UCL) asked why the security costs have almost doubled. The Head of Operations replied that this was due to the number of outlet closures in the past year.

The Education Officer asked how the security contract will be reviewed. The Head of Operations responded that it will be sent out for tender to companies and this information then reviewed by an internal panel.

The Chair asked the Board to approve the insourcing of cleaning staff and to keep security as present outsourced.

The Board resolved to approve the recommendation to bring cleaning services in-house.

**RESOLVED**

The Board resolved to approve the recommendation to retain the current outsourcing of security services.

**RESOLVED**

**11. Debt Advice Provision**

**RECEIVED**

**12. Review of the Annual Operating Plan 2020-21**

**RECEIVED**

**13. Health & Safety Annual Report**

**RECEIVED**

**14. Complaints Annual Report**

**RECEIVED**

**15. Board Schedule for 2021-22**

**RECEIVED**

**16. Report from Disciplinary Pool**

**RECEIVED**

**17. Report from Supervising Trustee**

**RECEIVED**

**18. Report from Meeting of Risk & Audit Committee on 18 May 2021, RA2002 (Draft Minutes)**

**RECEIVED**

**19. Report from Meeting of Finance Committee on 27 May 2021, FC2004 (Draft Minutes)**

**RECEIVED**

**20. Report from Meeting of Governance Committee on 8 June 2021, GC2004**

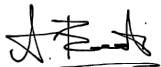
**RECEIVED**

**21. Any Other Business**

The External Trustee (UCL Staff) asked if the Trustee Board meetings could be held during business hours. The Chair replied that this may make it difficult for students and external trustees to attend, but we will canvass opinions from the Board members regarding this.

**ACTION:** The Policy, Governance and Insight Manager to canvas the Trustee Board regarding the most suitable times for the Trustee Board meetings.

The Chair thanked all the Board members for their continued support and invited them to attend the Staff Development day on 15<sup>th</sup> July. The Vice-Chair also thanked the Board and Chair for their amazing work.

Minutes approved as a true and accurate record	
Chair:	Ayman Benmati
Signature:	
Date:	12/02/2022

Action Note	
The Activities Officer to invite the External Trustee (Non-UCL) to the next meeting regarding the Student Central Swimming pool closure.	Activities Officer & External trustee.
The Welfare & International Officer to ask the Women's Officer to send on further information regarding the Respect and Inclusion module to the External Trustee (UCL Alumni).	Welfare & International Officer & Women's Officer
The Chief Executive to arrange for the current trustees to be involved in the Induction process for the incoming trustees.	Chief Executive
The Head of Operations to look at changing the wording in the Commercial Strategy around continuing to ensure excellent value for students.	Head of Operations
The Trustee Board to email the Head of Operations with comments and feedback on the Commercial Strategy 2021-24.	Trustee Board
The Head of Operations to bring a final version of the Commercial Strategy 2021-24 to the September Board meeting.	Head of Operations
The Head of Finance to include a footnote in the Management Account's table to clarify where the furlough income is showing.	Head of Finance
The Policy, Governance and Insight Manager to canvas the Trustee Board regarding the most suitable times for the Trustee Board meetings.	The Policy, Governance and Insight Manager