

Oxford University Student Union
Company Number: 07314850
Charity Number: 1140687

Trustee Board Meeting, 14th March 2014 at 14.00
at Meeting Room, 3 Worcester Street, Oxford OX1 2BX

MINUTES

Present: Tom Rutland (TR) in the Chair, Charlotte Hendy (CH) Garlen Lo (GL), Rachel Pickering (RP), Dan Tomlinson (DT). Phil Harvey (PH), Richard Jackson (RJ), Paul Silk (PS) James Hunt (JH), Margery Infield (MI) Student Trustee, Barnaby Raine (BR) Student Trustee, Christina Toenshoff (CT) Student Trustee

In attendance: Brona O'Toole, CEO (BOT), Paula Falck (PF - minutes)

1. **Apologies** were received from Sarah Pine.
2. **Transfer of items from Section 2 to section 1**
None of the items below the line were moved above.
All items below the line in section 2 were accepted by the Board.

They include

Finance

- a) Minutes of the Meeting of 4 March 2014 (Paper 8)
2013-14 Quarter 2 forecast (Paper 9)

Governance

- a) Elections Report from the RO (Paper 10)
Byelaws, Election & General Regulations (Paper 11)

Termly reports from Sabbatical Officers (Paper 12)

RJ requested it is noted that Nick Cooper, the Returning Officer who oversaw the elections should be thanked and applauded for the excellent report he produced and the professional manner in which he conducted the elections in Michaelmas term. RJ suggested that his report be held as a model for others to study. The Board expressed thanks to Nick Cooper.

3. **Minutes of the Trustee Board meeting of the 13th September.**
Correction to the attendance of Phil Harvey was raised, and will be corrected.
The minutes were accepted.
4. **Matters arising not covered elsewhere.**
 - CH enquired about the student-facing version of OUSU's new Mission, Vision and Values paper and the budget announcement and when this would be available. BOT reported that the communications team are working on a draft paper in this style for TR to review, it can then be

- put on the website and publicized. (TR ACTION)
- The paper regarding the Returning Officer being a staff member or a student was mentioned, as it was an action from last meeting, this is outstanding and will be actioned for the next meeting (TR ACTION)
- The requested risk paper on potential NUS disaffiliation was not tabled at this meeting. PS suggested that disaffiliation from NUS should be on the risk register and all risks should be actively managed. (BOT ACTION)

9. OUSU/OSSL Annual Accounts (brought forward to allow for signing and delivery to the auditors before the end of the working day).

It was noted by JH that the accounts indicate a satisfactory year for OUSU with a 41K surplus coming mainly from staff salary savings and some charges expected from the University, which were not collected.

OSSL ended the year with a small profit as expected.

461K in reserve is higher than the target however the use of reserves policy is under review and meetings are planned with Critchley's to seek advise on investment options which meet the values of OUSU.

The audit of the accounts went smoothly and the inter-company balance that was outstanding has now been cleared.

The letter from the auditors was included in the board papers stating that they found all in in order.

DT enquired about the publication spend which was lower in 2013 than previous years, this is due Alternative Prospectus being produced every two years and therefore did not incur costs in 2013

RJ asked about a previous debt in the OSSL that was not shown, JH informed the board that the committee had decided not to call in the debt, and there was an expression of support for this in the letter of representation.

The accounts were passed by the board, signed and delivered to the auditors.

5. CEO Recruitment update.

BOT reported that the Personnel Committee had agreed to appoint an interim CEO.

Antony Blackshaw (AB) has been interviewed, comes highly recommended and with excellent references. It is proposed to engage him for two days a week until the new CEO is inducted into the role. Paper 2a outlines the expected responsibilities with PF excepting extra responsibilities until a new CEO is in place. AB has not been given a brief to review strategy but to keep agreed objectives and governance policies moving forward.

TR noted that the remit for the interim CEO was to lead on the continuation of the mission, vision, values strategy and not to review the organization.

Paper 2: Permanent CEO recruitment.

The use of a recruitment consultant/search agent was discussed to ensure the

recruitment process was professional and attracted the best candidates, as this is not a straightforward appointment. JH, RJ and PH agreed that SU specialist recruitment consultants should be approached and asked to quote against a brief. PH offered to help source a short list of consultants and oversee the brief for them, having had recent experience in his present role.

RJ noted that there was a significant risk of not getting the right candidates at this crucial tipping point of OUSU's journey if a professional recruiter is not used and he urged the board to seek professional help. All external trustees agreed.

As this is likely to be an extra expense a package tailored around OUSU's budget should be investigated and it maybe that some of the admin elements can be covered by OUSU resource. All agreed a working group to investigate agents and associated costs should be set up.

The timetable for recruitment was discussed with the ultimate goal of having a new CEO appointed and in post well before Michaelmas, ideally to be involved with the handover and training of the new sabbatical team in July.

Comments on the draft job description and person specification were discussed, BOT to amend accordingly.

6. OUSU Three-Year Budget Settlement

BOT and TR were commended on their work to get the three-year budget approved by the University and secured for the next three years, with a renegotiation in year two for the following 3 years. The budget delivers stability and flexibility for the first time in OUSU's history, and will be able to support the strategic plan for OUSU to engage with and support the students of the University of Oxford.

BOT stated that she was very pleased to leave OUSU in this strong financial position and thanked TR and previous Presidents for their help in securing the settlement.

7. Risk Register

a. Review of register

The Board reviewed the risk register and noted some arithmetical errors that BOT will correct. It was noted that there was a theoretical financial risk of reduction in income from OSSL in the period of moving from print to digital marketing. It was suggested that OSSL should be escalated to a risk value of 12 - above a threshold that automatically gives ownership of the risk to the Board.

PS reminded the board that risk should inform strategy: an example of this can be seen in the reorganization of the Student Advice Service.

The numbers should be corrected and reissued at the next Board meeting.

b) Oxford Hub (Paper 5)

It was agreed that a meeting would be called with the Oxford Hub. It was also agreed that a strategy should be developed to reach a satisfactory solution and that regular meetings with the hub would be a good outcome of the coming meeting.

8. Governance

a) Consultation on the Byelaws/Regulations

RJ gave a verbal report of the governance issues. He was very appreciative of the support he has received from Sabbatical Officers, Nick Cooper and the Internal Affairs committee when drafting the documents.

The new General Regulations, new Sabbatical Officer remits and the amended byelaws that reflect OUSU's working should be ready for the end of Trinity term.

There is now a new set of referendum regulations in place, in time for the referendum on NUS affiliation taking place in 4th week of Trinity Term.

80% of the Rules and Standing Orders should be replaced or made unnecessary by the end of Trinity Term.

RJ noted that he would work on the governance relating to Council and Campaigns next year with the new Sabbatical Officer Team.

It was suggested that the Exec committee should meet with RJ and work out terms of reference and procedures when the standing orders are repealed.

PS advised that detail and flexibility should be encouraged and that the terms of reference should not be too legalistic.

b) Board Termly report to Council.

The suggestion was made that the minutes from the Board meeting plus one written paper providing an update on activity should be presented to Council. TR to present with his Termly report and will ensure that communicating the work of the Trustee Board better is included in the communications strategy.

10. CEO Report.

BOT gave a verbal report for the last time as CEO of OUSU.

She outlined the new organizational structure of OUSU describing the new positions that have been introduced so that the staff is more effective in supporting OUSU's work. The Operations and Events Manager and the newly advertised Student Advice Service Manager are the beginnings of a senior management team.

BOT has been very proud to lead OUSU's staff since 2011 when OUSU appointed a CEO to support the Sabbatical Officers.

The three-year strategic plan and the greatly increased block grant are now in place to support OUSU's work.

BOT urged the Board to focus on the following in the future:

- Communicating the Mission, Vision and Values of OUSU to students (the present document will need to be reworded in more engaging language)

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- Working on Academic Representation
- Developing a Staff Handbook
- Beginning the feasibility study for OUSU to include clubs and societies in our remit to help increase student engagement, and do more for students.
- Developing a good working relationship with The Oxford Hub
- Discussing more favorable relationships with the Oxford Union
- Developing three strategies within the three-year plan for increasing commercial activity, communications and student engagement.

BOT finished by saying that it has been an enormous pleasure to work with OUSU over the last three years, and that the external trustees, staff and Sabbatical Officers have helped her immeasurably.

She is very proud of the work she has done at OUSU and wishes OUSU continued success in the future.

TR replied on behalf of the Board, noting that BOT had displayed an obvious passion for Oxford students, brought her unique personality and professionalism to developing OUSU into the organization it is today. He noted that she should be very proud of her achievements and that Oxford students have been privileged to have her as the CEO of OUSU.

14. Any Other Business.

None

15. Date of next meeting is 20th June 2014 at 10am.

The meeting closed at 5.00pm.

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