

DRAFT

Members in attendance: Michael-Akolade Ayodeji, President & Chair (MA); Nick Entwistle, External Trustee & Vice-Chair (NE); Jade Calder, VP Access & Academic Affairs (JC); Daniele Cotton, Student Trustee (DC); Shreya Dua, VP Graduates (SD); Anna-Tina Jashapara, VP Charities & Community (AJ); India Jordan, External Trustee (IJ); Grace Olusola, VP Welfare (GO); Charlie Palmer, External Trustee (CP); Uri Sharell, Student Trustee (US).

Non-members in attendance: Dominic Anderson, Chief Executive (DA).

Minutes: Melanie Duncan, People, Governance & Office Manager (MD).

Items 1-5 Chaired by Nick Entwistle, Vice Chair (NE).

Items 6-14 Chaired by Michael-Akolade Ayodeji, Chair (MA).

	Item	Actions
1.	<p>Apologies</p> <ul style="list-style-type: none"> - Serene Singh, Student Trustee - Tony Strike, External Trustee - Uri Sharell will be joining the meeting late 	
2.	<p>Minutes from previous meeting</p> <ul style="list-style-type: none"> - Minutes were approved by the Board 	<p>Freshers Fair subgroup to meet to discuss action points from this meeting.</p>
3.	<p>Conflicts of Interest</p> <ul style="list-style-type: none"> - No conflicts of interest were declared 	
4.	<p>Matters arising from previous meeting</p> <ul style="list-style-type: none"> - Work has started on the Board Effectiveness Review. Will be reviewing again with the new Chair of the Board to create an actionable list. <ul style="list-style-type: none"> o (MA) More Board members to contribute to this list. o (DA) A lot of the review is operational, so we will take discussions to internal Leadership Team Meeting. - NUS Referendum was held and students voted to remain a member of the NUS. - Audited accounts were approved by the Board and have been submitted to Companies House and the Charity Commission. 	
5.	<p>Ratification of Chair of the Board</p> <p>After an internal selection process, the Board ratify Michael-Akolade Ayodeji as Chair of the Board.</p> <p>MA takes over chair of the meeting from NE.</p>	

<p>6.</p>	<p>Subcommittee updates</p> <p>People & Culture and Student Engagement Committee were unable to meet before this meeting. Nothing to report.</p> <p>(DA) Finance & Risk. Discussions of management accounts, 2-year cash position, commercial contracts and a new staff/student protocol for the Risk Register. Inflationary increase for staff was signed off subject to approval from People & Culture Committee (this was received via email correspondence).</p> <p>(DA) OSSL Board. In depth discussion around partnership with Native – they work exclusively with Student Unions and will be taking over our marketing sales. This is an opportunity for us to guarantee income each year.</p> <p>(JC) Media Board. Oxide & OxStu working really efficiently last term and this term. Broadly in favour of the proposal covered in Item 11 of this agenda, more discussion to be had regarding logistics and next steps.</p>	
<p>7.</p>	<p>CEO Report & Objectives</p> <p>DE delivers the CEO report and objectives. This will be circulated after the meeting</p> <p>Objectives have not been formally agreed, but there are broad areas which are covered in the report.</p> <ul style="list-style-type: none"> - Working closely with the Head of Operations & People, Governance & Office Manager to bring the team together after unsettled period. <ul style="list-style-type: none"> o Now line-managing Communications department directly. o Staff strategy day to discuss purpose and vision and feed into strategy planning. o Officer support and training. o Planning for incoming Officer training and induction. - Personal development. <ul style="list-style-type: none"> o Joined action learning set. o Mentoring relationship with the CEO of Oxford Brookes Students Union. o Starting an 8 week Executive Leadership course with the Said Business School. - Strategic Planning. <ul style="list-style-type: none"> o Exploratory conversations with external research companies. - Finance. <ul style="list-style-type: none"> o Getting up to speed with Head of Operations and Management Accountant to understand the scale of the challenges we face. <p>Recommendations to the Board:</p>	<p>DA to circulate report and objectives to the Board.</p> <p>DA to ask for nominees for complaints trustee.</p> <p>DA to arrange an all student meeting.</p> <p>Student Trustees to express interest in Complaints position to DA as soon as possible.</p>

	<ul style="list-style-type: none"> - Our Articles state that each year the Board should call an all student meeting. Proposing a set agenda item for the Board once a year to approve this; the meeting would then be arranged for Trinity Term. - Student Trustee for Complaints to be appointed at the first Board meeting of the year. Need to appoint for the remainder of this year too, Student Trustees to express interest to DA. <p>DA expresses thanks to the Trustee Board for their support.</p> <p>DA invites comments and questions from the Board:</p> <ul style="list-style-type: none"> - (AJ) What is the process for setting CEO objectives and who has oversight? (NE) Formal line management is through the Chair but practical support is offered by the Vice Chair (External Trustee). The personal objectives of the CEO speak to the strategic objectives of the Board. Objectives were set and discussed with me and the former Chair of the Board. They would then be presented to Board for approval. - (MA) Objectives will be reviewed with Sabb team. I will then speak to NE about deliverables and they can be brought to Board for formal approval. - (DC) Would there be training for the Student Trustee for Complaints? (DA) Yes. Internal training would be offered. <p>MA expresses thanks to DA. Staff morale improvement is to your credit.</p>	
<p>8.</p>	<p>Response to RO questions</p> <p>DA gives an overview of the context behind this paper.</p> <p>Was actioned to seek responses to the questions raised by the previous RO. Nick Smith, who conducted the Articles review in 19/20 alongside company lawyers, was consulted and provided the responses in the paper.</p> <p>The responses show that Article review followed the correct and democratic process.</p> <p>Suggest a meeting with former RO to alleviate their concerns.</p> <p>DA invites questions or comments from the Board:</p> <ul style="list-style-type: none"> - (MA) Will the response to the questions go to Student Council or just to former RO? - (NE) Believe this paper highlights an education and training need for our student volunteers. Training in charity law and student union democracy should be arranged - discussion for People & Culture and Student Engagement Committees. - (AJ) Perhaps a website page which explains the governance of the SU? LSE members vote to ratify byelaw changes – what do other Trustees think of this as an option? 	<p>DA to explore LSE model of students ratifying byelaw changes.</p> <p>DA and MA to communicate responses to the former RO.</p> <p>DA to look into training for Student Council volunteers.</p> <p>DA and MA to look at Board delegation policy.</p>

	<ul style="list-style-type: none"> - (NE) More robust delegation to staff. These conversations do not need to be escalated to Board level just because it relates to governance. This could have been dealt with quickly in-house. - (MA) Encourage internal policy on including students in changes which directly affect students and our democracy. - (DA) We are a lot more student led than a lot of other Sus and one of only a few who have a Student RO. We can look at other institution models, but there will be certain aspects we don't want to lose from our student democracy structure. 	
9.	<p>VP Women by-election</p> <p>(DA) We are asking the Board to decide whether there should be a by-election for the position of VP Women. It should be noted by the Board that, if there were a by-election, it would be unbudgeted and the successful candidate would only be in position for a maximum of 8 weeks.</p> <ul style="list-style-type: none"> - (DC) We would be restricting the candidate pool to someone who is able to suspend their studies at this short notice. This would have an impact on nominations. - (AJ) Agree with DC's concerns. From experience, I would be very surprised if anyone, at this notice, would be able to suspend for the rest of this term or be allowed to. It doesn't seem feasible. - (AJ) The resignation of the VP Women was announced in mid-February, there may have been different outcome if the Board had this conversation earlier. - (SD) I echo AJ and DC's points. Do we have the capacity to take on the VP Women work? Dividing committees and fulfilling the plans of the former VP Women for this term. An incoming Sabbatical would need to find their feet and would require a lot of support from DA and remaining Sabbs – do we have the capacity for this? Practically is also not feasible due to dates and the length of election cycles. - (GO) We would need to clarify what the expectations of the role are for such a short time period. It feels like we would be setting someone up with an unsuccessful campaign. - (NE) Elections in Oxford used to take place in October. Powers of the Board to call a by-election are linked to this longer period between elections and starting the role. Designed to replace candidates who have dropped out before taking up their position. - (AJ) There are other ways in which the sabbatical team can be supported if we don't have a bye-election, such as student staff. <p>DA responds to queries raised by the Board:</p> <ul style="list-style-type: none"> - This was raised by the former RO when the Board was unfortunately not in a position to meet in it's usual way. The delay of this discussion was not through choice. - In terms of supporting a new Sabb, we would find a way. It would not be easy but we would support in the best way we can. 	<p>DA to draft document to communicate Board decision to Student Council in 1st week.</p> <p>MA to take this document to Student Council in 1st week.</p>

	<ul style="list-style-type: none"> - Could the Co-Chairs of our campaigns take up the positions on smaller committees which were attended by the VP Women? We could pay them to attend. <p>The Board votes against holding a by-election for VP Women position.</p> <p>(MA) We now need to think about how we communicate this decision. The Articles state that a by-election will take place by default unless both Board and Student Council agree. This will be taken to the next Student Council meeting in 1st week.</p>	
10.	<p>Review of Complaints Procedure</p> <p>DA gives an overview of the changes made to the Complaints Procedure. Board are being asked to approve the changes.</p> <ul style="list-style-type: none"> - Majority of the changes are to links and email addresses. - Added a small clause in reference to the staff/student protocol which will link to this process and brings in staff line management. - Would also request that MD and I can update this document as needed. Any substantive changes would be brought to Board. <p>DA invites comments and questions from the Board:</p> <ul style="list-style-type: none"> - (AJ) Is the section regarding complaints about staff relating to Sabbatical Officers only? (DE) Staff complaints relate to staff and sabbs and will include an HR process with line management involvement. Makes accountability and responsibility over staffing very clear. - (MA) This procedure does apply to Sabbs too? (DA) Yes. - (MA) How quickly do we get back to students regarding complaints? (DA) A two-week window ensures fairness to all parties involved and allows the organisation to collect evidence and specialist advice, if required, before responding. Maybe more we can do to support students waiting on responses. <p>The Board approves the changes to the Complaints Procedure.</p>	
11.	<p>Student Engagement Committee & Media Board</p> <p>(DA) The paper proposes that Media Board merge with Student Engagement Committee. It is important to have oversight of student media, but this would instead sit as a standing item in a more broad membership engagement committee space.</p> <p>DA invites comments/questions from the Board:</p>	<p>JC and DA bring draft proposal to next SE Committee.</p>

	<ul style="list-style-type: none"> - (CP) Would Media Board would be entirely absorbed into SE Committee – this isn't clear from the proposal. (JC) My understanding was that Media Board would only meet if there was something very specific to discuss regarding student media, such as a legal issue. There is concern that SE Committee could become too big. - (MA) Sensible to think that SE Committee could be involved in student media, but I am worried about it changing the scope of the Committee. - (NE) Student Unions are Comms organisations – you influence & persuade. Getting your Comms team to be directly involved in the Student Engagement programme absolutely makes sense. However, the risk of Student Media needs specialist input. - (AJ) Important to have a productive SE Committee. Could we discuss the logistics around this proposal before the next meeting? - (MA) JC and DA to work on the final proposal and bring to SE Committee for discussion. 	
12.	<p>Sustainability Commitments</p> <p>AJ gives an overview of the Sustainability Commitments paper.</p> <ul style="list-style-type: none"> - The central University has committed to reaching net zero by 2035. - We have been running a campaign asking colleges to have similar sustainability commitments. - We are now looking at our commitment as an organisation alongside the work we are doing as part of Green Impact. <p>Proposing two commitments for Oxford SU:</p> <ul style="list-style-type: none"> - Net zero carbon by 2035. Our Scope 1 and 2 emissions are already covered by the Universities commitment as we are in a University owned building. Action will be needed to achieve Scope 3, which refers to procurement, travel, food etc. - Would like approval from the Board to be as ambitious as the central University concerning Scope 3, however, we could pause this and bring a more detailed report, including the financial impact to us, back to June meeting. - Investments statement isn't something we need to approve today, just going to make information more transparent on the website. <p>Questions/comments:</p> <ul style="list-style-type: none"> - (CP) There was reference in the paper to debates around Fairtrade. Before committing to Fairtrade, again do we need to understand the implications? (AJ) We are encouraged by Green Impact to use Fair trade as it is better than no certification and means minimum working conditions. We can definitely do more research into this. - (AJ) MA raised a good question around relationships with companies like Native being covered under Scope 3. (DA) We can specify to Native the organisations we are not willing to work with. 	<p>DA to circulate information on Native to Board members.</p> <p>AJ to take Sustainability Commitments, including a detailed financial report, to Finance & Risk Committee for approval. To communicate outcome to Board via email.</p>

Oxford SU Trustee Board

Thursday 20th April 2023, 3pm. (Postponed Hilary Term meeting)

Oxford SU, 4 Worcester Street, Oxford OX1 2BX.

Charity number: 1140687

Company number: 07314850



	Board approve the Sustainability Commitments on condition of approval by Finance & Risk Committee.	
	AOB (DA) Elections and Referendum report (below the line) will be presented to the University. There were some challenges with elections this year. Regarding the Referendum, this met quoracy and the result was that Oxford SU will remain affiliated to NUS. <ul style="list-style-type: none">- (MA) We are not getting great engagement in elections. There is a trend of poor turn out. Work needs to to be done to fix this issue. (DA) We will be doing work to identify the factors affecting engagement and will work so resolve these.- (AJ) What is the process to act on the recommendations put forward in elections report paper – how is a decision made to implement these? (DA) This won't be looked at at Board level. Will be reviewed at the internal Leadership Team Meeting and actions allocated to the team. It was mainly operational matters which were highlighted.	
	Date of next meeting <ul style="list-style-type: none">- Thursday 22nd June, 2pm.	