

OPEN MINUTES

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

Trustee Board Meeting, 27 April 2012 at 11.00am
at the Registered Office, 2 Worcester Street, Oxford OX1 2BX

MINUTES

Present:

Martha Mackenzie (Chair) (MM), Jim O'Connell (JO'C), Daniel Stone (DS), Seb Baird (SB), Hannah Cusworth (HC), Richard Jackson (RJ), Philip Harvey (PH), James Hunt (JH), Paul Silk, (PH), Georgina Kay.

In Attendance:

Brona O'Toole CEO - minutes (BO'T), Rachel Dover (Senior Accountant, University Finance Division) (RD)

1. Welcome & apologies

A welcome was extended to James Hunt, Finance Trustee to his first meeting. Apologies were received from Yuan Yang, Genevieve Laurier, Solomon Pomerantz and William Colquhoun (Company Secretary).

2. Minutes from the meeting 2 March 20122011 (Paper 1)

The Minutes were approved as a correct record

3. Matters arising not covered elsewhere

- a. Statutory accounts for 2010-11: It was noted that the accounts were completed and signed by the Chair and submitted to Critchleys for signing and filing at Companies House. Bound copies from Critchleys have not yet been received. JH to receive a copy when complete.

ACTION: BOT

4. Reports

- a. **Officer Termly reports:** Officers were commended by external trustees for the great deal of excellent work reported on. It was suggested that these reports could more visible and it was agreed that they should go on the new website. It was also agreed that there was much material that could be included in the annual report **ACTION: BOT/MM**
- b. **CEO report:** On the Mission Vision Values update, the trustees remarked that they were happy with the draft values and liked very much the tone of what was emerging on a vision for the organisation, with its emphasis on partnership.
On the plans for the new website, it was noted that the internal resources required for completing and sustaining this project were significant. It was also noted that it was important to establish the main audiences for the website (students, potential students, university colleagues etc) and ensure they are directed to the right content.
The success of the Teaching Awards was noted and it was agreed to be a very good example of how resource can be pulled in from the University for projects.
On the need for a digital strategy it was noted that, in the absence of proper infrastructure funding increase from the University, it might be possible to get one-off funding for this from the University.

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- c. **CEO Expectations Review report:** the Board received the report, which gave an account of the recent work undertaken as part of the organisational review on expectations across the organisation in the new structure. All were agreed that it was a very positive piece of work, which had resulted in many valuable recommendations for team working, handover and induction practices. Some matters were singled out for particular attention:

Firstly, the trustees noted concern about the risk of burnout for Officers, given the lack of resource and the heavy workload but also the burden of casework and its impact on officers. It was noted that this should be recognised as an employer's risk and should be included in risk assessment work **ACTION BOT.**

Secondly, the Board noted the need for establishing a relationship with OUSU Council and having some explicit guidance on what type of Campaign issues the trustees might expect to be informed of. It was noted that there was still work to be done on 'educating' Council on the work of the trustee board, and it was agreed that the student trustees had a particular role to play in this. It was suggested that the Chair of Council or other Council representatives could be invited to the Board, as a way of bring Council and Board together (it was noted that this was done in other SUs, such as Kings London). It was agreed that this would be included in Handover and Induction as a discussion

ACTION: BOT/MM.

Thirdly, the format and tone of Board meetings was discussed, with the possibility of alternating formal meetings with informal ones to allow an opportunity for more free discussion unencumbered by formal business. It was agreed that this should be raised at handover with the new officers. **ACTION: BOT**

- d. **Conference of Colleges Paper:** The Board received MM's paper, included for information, which was a copy of the presentation and submission MM had given to the collective College body on OUSU and its funding, for which Conference of Colleges agree to make a contribution to the University.

5. Finance

- a. **Minutes of Finance meeting of 18 April:** The Minutes of the Committee were taken as read. JH noted that its membership was complete, with a student member selected from Council Budget Committee. The Committee had meetings scheduled for 10 days before each Board meetings to ensure timely turnaround of financial information. Current business of the committee included looking into investment of OUSU reserves to generate income. Other upcoming business included reviewing OSSL and the Operating Agreements and Tenancy agreements.
- a. It was agreed that RJ would be involved in the discussions for the latter 2 items. **ACTION: BOT**
 - b. It was requested that the Finance committee minutes record the titles of papers or a brief summary of content to assist in Board reading. **ACTION: BOT**
- b. **Management Accounts to end February:** These were received by the Board. It was noted that there was a little movement in the projected year-end deficit, now forecast at 34k, a reduction of £4k, which had been achieved by stripping out some budgeted contingencies.
- c. **Draft Budget 2012-13:** JH reported that this budget as presented was a work in progress. It was noted that it was a break-even budget for OUSU and an

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anticipated trading surplus for OSSL, with no deficit forecast. Minor work still needed to be done but no major changes were anticipated.

- a. It was noted that the Board should maintain awareness of the complexity of other drivers in the creation of OUSU budgets, such as the commercial environment and the University environment and that it was important to understand the total economy in which OUSU operated.
 - b. The Board approved the Budget.
- d. **OSSL Review:** The Board received Paper 8 from JH/BOT which outlined the reasons for looking into making OSSL dormant and proposed that the Finance committee look further into this and seek some advice from our accountants and report back. The Board agreed this proposal and asked in particular for some legal guidance advice on the limit that OUSU Board would have for liabilities held in OSSL.
- e. **Pension Scheme Consultation.** JH introduced Papers 9 and 9a regarding a consultation in progress launched by the University on the Oxford Staff Pension Scheme, of which OUSU staff were members. JH remarked that many Universities were undertaking such reviews of their scheme and that what was proposed by the University was at the moderate end of this spectrum. Before the Board was content to approve the consultation it sought clarification from the Head of Pensions that there was no other burden on OUSU to consult with staff other than comply with University requests and that OUSU would bear no liability for the pensions deficit under these proposals. BOT agreed to forward these queries to the Head of Pensions **ACTION: BOT**

6. University Strategic funding Relationship

The Board considered Paper 10, a draft response from OUSU Board to Pro-VC for Planning and Resource Allocation to the OUSU Funding request. The Board agreed that it was an excellent first draft and made several suggestions on tone and content. It was agreed that it should set a tone for the partnership agenda by asking for a difference kind of relationship around funding and include clear requests for some concrete outcomes that could happen immediately. It was agreed it should be addressed to the Vice-Chancellor. It was agreed that comments would be incorporated into the draft and it would be re-circulated. **ACTION: MM/BOT**

7. Governance

- a. RJ spoke to Paper 11, which gave an update on Governance work being undertaken. The Board noted that the new Byelaws are due to be made by OUSU Council on 9th May and that the next stage of work was to address Election Regulations in Trinity Term. It was noted that current regulations were not fit for purpose and required a great deal of interpretive skill on the part of Returning Officers and Sabbatical Officers, which ran the risk of making the process less transparent and accessible to participants. It had been decided among Officers to invest time in making new regulations to ensure that elections run properly with a simpler and clearer set of rules. The paper scoped out the work involved in revising the elections regulations. RJ sounded a note of caution on the timetable for this work, especially in the resources (in officer time) required and the risk of delays from Council or the University, which could result in getting to the end of the process and finding that the regulations don't work or have significant gaps. The Board noted these concerns, and the response of MM and JO'C, which outlined that the new regulations would be reflecting what 2 substantial electoral

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Reviews have recommended and as such the Board could have confidence that a great deal of work had already gone into the detail.

- b. **Declaration for Charity Commission:** The Board receive Paper 12 regarding the declaration form the Board as part of the Annual Return. The Board agreed to authorise MM to sign the declaration and to delegate WC authority to submit the form electronically. RD would circulate the form so that trustees could see the text **ACTION: RD**
- 8. AOB: There was no other business.
- 9. DATE of Next meeting: 22 June 2012