

Trustee Board Meeting 2nd of June 2017

Andrew Wiles Building, Mathematical Institute

Attendees: Eden Bailey, VP for Access and Academic Affairs (EB), Samuel Banks, Student Trustee (SB), Bethany Currie, VP Charities and Community (BC), Alexander Curtis, Student Trustee (AC), Sandy Downs, VP Welfare (SD), Jack Hampton, President and Chair (JH), James Hunt, External Trustee (JaHu) Richard Jackson, External Trustee (RJ), Marina Lambrakis, VP Graduates (ML), Orla White, VP Women (OW).

Also: Ryan Bird, OUSU CEO (RB), Thomas Barringer, incoming VP Charities and Community (TB), Melanie Richardson, Office Manager (MR), Matthew Tennant, Membership Services Manager (MT).

1. Apologies

Tom Flynn, Harini Iyengar, Oliver Rice.

Samuel Banks will be arriving late due to an exam and Orla White will be leaving the meeting early.

Welcome to Alex Curtis, first board meeting as a Student Trustee.

2. Minutes from the previous meeting

- (RJ) Minutes have improved.

The minutes were approved by the Board.

3. Matters arising not covered elsewhere

JH gives overview of items requested by the Board to be brought back to this meeting:

- External trustee recruitment. Working group leading this work consists of JH (Chair), SD and RJ with RB supporting.
- Campaign numbers. A larger review is planned. Preliminary plans have been well received by the current campaigns, RJ has looked over and has given his initial thoughts. MT to take project forward over the summer with new VPWEO and VPCandC. (ML) This should go to council so that students are made aware of these sorts of project before we get them fully underway. EB seconds this.

JH to pass on comments regarding campaign numbers to MT.

- Review of RO position. This was taken to two successive councils and the motion fell. The main areas of concern were student consultation, staff accountability to council and loss of student opportunities. (ML) a lot of issues in council are around lack of student consultation, they didn't feel involved in this consultation, it is important that this changes going forward. MT contacted JH with concerns around risk and JH recommends adding this to the Risk Register. (RJ) Risk Registers have a tendency to grow, need to recognise that risks can be removed also, not just added. (RB) Contents of the Risk Register will be discussed at Finance Committee.

CEO to follow up on the review of the RO position by adding it to the risk register and working on over the summer.

- Finance Committee remit. (JaHu) Remit needs updating and tidying up (eg, budget advisory committee no longer exists etc.). This is currently being worked on by Finance Committee and will come back to a later meeting.

RB to come back with fresh drafts at future meeting.

- Movement of money between bank accounts. This refers back to the decision by Trustee Board to move money from being held by the University to being held by us. In order for this to happen we needed to open 2 new accounts. A working group set up to decide on accounts; one account (Charity Bank) has moved forward well, the second (Ecology Bank) has stopped opening any new accounts which means we need to find an alternative. (RJ) This is a risk management issue, there is a risk to having so many accounts but also risk to having money held at the University.

RB to work with Susan Melhuish, Accounts Manager, to work on sourcing a second account.

- Officer Transition. There has been criticism from the sabbatical trustees concerning planning and development during the 2016/17 induction period. There needs to be sabbatical input into the handling of hand over week in order to make it more effective and efficient. (ML) we are quite aware that none of the new sabbaticals have any OUSU experience and any help the current sabs can give will be good. (RJ) One of the reasons externals are here is so that people can get in touch. (EB) It would be really helpful to proactively offer this help, it can be hard to know who to ask about what at the beginning. (JaHu) In the past we've had sessions where the externals have come in to help with the induction. (AC) Have externals had meeting with new sabs coming in yet? (JH) No, but this will be part of the induction. (EB) We are quite bad at sabbatical timeline/handover being accessible to masters and grad students. (ML) doesn't seem to be a concern this year, has spoken to a number of students interested in grad role and people who didn't run chose not to for other reasons. (SD) start date, we did have a discussion as to whether 10th week was a week too early? (RJ) We have pushed the start date back from 8th to 9th and then to 10th. (ML) It is helpful to have the summer to settle in. (AC) Could the Grad role be more flexible around start date?

JH to pass all comments on to MT. RB to ensure this is picked up next year.

4. Chairs introductory remarks

(JH) Some of incoming sabbatical team will be joining the meeting after Item 6. There have been apologies from Marianne and Kate Cole, Thomas Barringer has confirmed to attend.

(JH) We recognise that this board hasn't been timely in terms of papers going out – this will improve in the future as the process is tightened up. Date and time of the June Board meeting should be reviewed due to being problematic for student trustees. Oliver Rice was to act as Deputy Chair for Items 6 and 10, however, he sent his apologies this morning so AC will be stepping in on these items.

(JH) Would like to acknowledge the issues raised by the female and non-binary sabbatical trustees which Board members have been made aware of via email. Apologies if this was alarming or confusing to the external trustees. These issues have been taken forward with the CEO and RB will provide an update to the Board via a report.

5. CEO report

RB gives overview of the CEO Report.

Key Points:

- Office move has been delayed further, update from building company this week is the end of August. (JH) These delays are not the result of our staff or efforts. (SD) The ramifications on staff and sab time (clear outs etc.) has been big. (JH) This has been fed back to estates as it has undermined our ability to plan.
- (RB) We're on track for the budget. Income is down, although costs are down in relation to that. Highlights the growing need for a dedicated senior staff lead for income generation and business development.
- (RB) HR update - Communication Manager left in May. Concentrating on equality in work place following up with those concerned, what we can do in the short term and in the long term, ultimately making OUSU a better place to work. (BC) Welcome action being taken forward, could the Board follow up on this in Michaelmas. (AC) The Board should receive a copy of the work that has been done. (JH) Board should have view of actions, this lies with RB but Board are to be kept informed.
- (RB) Risk register is quite long, suggest Finance Committee look at in more detail. (EB) surprised staff overworked and high turnover (page 4) isn't a higher-level risk. Student RO is mentioned as potential risk, if this is added it should be broader. (RB) Need to be looking at students and how they are supported and trained in these positions rather than assessing the risk of them being involved. (JaHu) Is it worth inviting those not in attendance to add comments? Board agrees. (RJ) We used to have a Risk Committee, this was useful. (AC) Find many items in the register alarming. (ML) OUSU council (page 3), we need to be clear that this isn't just about students thinking council is serious or relevant, it is about us also. ML is raising this internally.
- (RB) Impact report provided is very much a draft. We have had feedback from the University regarding tone which the sabs are currently looking at. (JH) The report is not the only form of communicating impact, another mode will be used for student members and we will make sure this is appropriate. Will be presented below the line at Education Committee.

RB to keep the Board informed on work surrounding equality.

Board members not in attendance to be invited to add comments on the Risk Register.

AC to pick up with JaHu about concerns regarding the Risk Register.

6. Sabb officer pay

AC takes the Chair from JH.

Key Points:

- (BC) If the topic of Sabbatical Trustee pay is not discussed here, it won't come back until next year due to conflicts of interest. Currently, £18,940 a year - £19,061 is the average salary of a Sabbatical Trustee in other Unions and the average starting salary of an Oxford graduate is £27,000. There are various reasons why we think this increase is needed; Oxford is an expensive place – 50% of salary goes on rent alone, no contested roles could be due to unattractive salary, despite being in a competitive sector. The feeling across the Sab team is that the salary is too low. We propose it is increased to grade 3.4/£20,046 a year.
- (ML) After tax, this is still the same or worse than some packages. Low salary makes it unattractive to masters and grad students particularly.
- (JaHu) Mixture of reasons why we have had vacancies, some will be none financial. Will this change lead to improvement? How do we balance factors?

- (BC) We don't think it will make a huge difference, but we believe that salary is a barrier. Are relying on evidence from past officers and it has made our lives more difficult.
- (JaHu) Is anybody outside OUSU likely to protest this? The University? (ML) there is a feeling among some students that people shouldn't run because of the perks.
- (JH) The city is expensive as is the University. If you stay involved with groups and societies (which is a benefit to the organisation) those costs are also a factor. (AC) Lots of University roles have allowances for certain things, would it be worth having an additional allowance? Housing allowance? Could divert questions about why the salary is being raised.
- (SD) One of the biggest costs is the deposit for housing before you have started working – could OUSU give an advance in pay at the beginning of the year? (RJ) It has happened before that OUSU has paid Sabbatical Trustee's upfront for their first month.
- (RB) Supportive of this change, salary hasn't gone up for some time. Officer salary has been left behind, would cost OUSU £12,000, seems like a worthwhile investment if it makes roles more accessible.
- (AC) Where did the new salary level come from? (BC) We wanted to keep it below the junior staff at OUSU and were conscious that it should stay below the student loan repayment cap.
- (RJ) Well-presented and argued, would certainly support. Is the university signed up to this? Are we covering the cost of this ourselves? (RB) Yes. (RJ) There is the option in our governance to shake up Sabbatical Trustee positions (create a mixture of full time, part time roles etc.).
Quinquennial review in 2020, something to approach there? (ML) Discussed review of Sab roles earlier this year, seemed a bit pointless to repeat after work of previous Sab teams. Most Sabs and students would feel that we need a 7th Sab and need to change the structure. Quinquennial review good place to do this.
- (JaHu) This hasn't been taken to remuneration committee, is their decision. Would be happy to approve as Chair of this committee.

JaHu approves salary increase of Sabbatical Trustees as chair of the Remuneration Committee.

Chair calls for vote from all attending Board members. All members vote in favour. No abstentions.

Board approves and asks for points to be followed up by Remuneration Committee.

JH welcomes Tom Barringer, incoming VP Charities and Community, to the meeting. Tom is invited to participate in discussion but won't have a vote if any are called.

7. Finance Committee update

Key Points:

- (JaHu) Data protection change is coming, we need to find information on how this might affect us. (RB) This was flagged as part of the audit. (ML) Looped into conversations at University level, they are introducing a soft start, adapting forms etc., for the start of Michaelmas. We could maybe get some help from them?
- (JaHu) Reserves policy - Are we being too risk averse? There have been discussions with the University, they are supportive of us reviewing our target reserves. Recommended option is that we don't assume that our block grant would disappear, but that it could reduce by a quarter. If we adopt, we have about an additional £160k to spend which we would have otherwise held back, bring the total spend down to £250k. Finance Committee recommendation is that we move to this target. We then have the task of spending wisely in accordance to strategy. (AC) Is that £250k over 4 years? (JaHu) Plan to spend over 3-4 years. It is for the Board to decide how to do this.

- (JH) After discussion at first Finance Committee it was tasked to JH to follow up with OUSU's accountant to get advice on what a better reserves policy might look like. Also had meeting with University finance controller who advised a couple of options, went to Finance Committee and come up with proposal. Assumption that grant is safe is based on that it has been in the past and we would be able to budget for it if anything were to change.
- (ML) Looking 3-4 years ahead, very aware that trustee board will change significantly due to turnover of external trustees. Has this been considered in terms of oversight and input? Would it be current trustees who would decide on all spending? (JH) We haven't spoken about this in particular, talks need to begin this summer in this budget cycle, RB and JaHu to lead on this. (RJ) If the board is clear that the spending plan is long term it can't keep being tweaked.
- (RJ) We do have operating agreement with the University which is in discussion; in it, they may withhold a quarter of their grant, we must operate efficiently and solvently. The University do not guarantee to provide accommodation, so there is a risk that we would need to go to the private sector. We have gone to the University to say, if this were to happen, we would be looking for extra money to cover the costs. (JH) My steer would be that we continue to push them on a commitment to this. (RJ) We have conceded that we will never get a 100% guarantee. We have put something in writing, but the University haven't responded.
- Budget approval – (RB) Summary; income, we are being ambitious next year and this will need to be monitored closely. We had a poor start to the year with income, with some extra response and focus in this area we should be able to drive this up (freshers' activity, post-Christmas event). Really want to push the events function to generate income. Increased cost to allow us to do this includes fixed term posts for sales and events. Money for strategic projects, support costs (staffing increases due to full year of positions filled), profession fees are full due to strategy and recruitment costs. (AC) Why are we forecast to make a loss each year? (JaHu) Planned use of reserves shows as a deficit. (RB) Sabbatical salary increase is also factored into budget.

Finance Committee minutes approved by the Board.

Thanks are recorded to Rosemary Tullett for work on the budget.

Reserves Policy is approved by the Board.

Budget is approved by the Board.

Samuel Banks, Student Trustee, arrives at the meeting.

8. OSSL Governance

Key Points:

- (RJ) Two items from last Quinquennial Review which needed closing down. Thank you for comments and input.
- (RJ) Proposes that the board approves the draft as trading articles of new articles of association.

The Board approves the draft circulated on the 26th of May 2017 as OSSL Limited's new Articles of Association (subject to the correction of any minor drafting errors). Jack Hampton is authorised on behalf of OUSU to sign a special written resolution to adopt the new Articles of Association.

9. Strategy Update

- (RB) The document circulated is a live document. We are in the midst of pulling it all together. Take away and feed-back any comments. Will be building into final version over the next few weeks.
- (RB) Board to feedback on emerging themes, objectives and how we might measure progress over the next few years. This should drive the long-term direction of organisation.
- (RB) Spy Studios have been asking us think about how we pitch ourselves as an organisation. Looking at our purpose (what are we about?), what is it like to work in the organisation, what are the behaviours we undertake to deliver our purpose, what are our strategic themes (education, welfare, community, underpinned by enablers). The strategy is on track to be finalised in June/July. This will then feed into annual planning and staff appraisals.

JH opens up to questions:

Key Points:

- (SB) I like the fact that the tone is forward looking and bold. Did the University have any particular comments on why they didn't like the tone? (RB) Language like 'fighting' and 'defending' – we need to balance with working together as a partnership. (JH) The comments weren't just based on the strategy but also Impact Report.
- (ML) One line in the manifesto – University and colleges have own agendas and strategies, could be seen as an aggressive tone. Issue with this particular line, sets us up in oppositional dynamic, implies that the collegiate University doesn't consider students. When we are pitching this to stakeholders this could cause issues.
- (EB) We have a building from the University that they don't have to give us. We don't want to be inflammatory. Really hope, as a live document, there is actionable consultation with student officers from this year and students. There is an extent to which other departments may take this as being unappreciative.
- (JaHu) Agrees with points. Possible to turn it around to make it positive. OUSU are able to add to what the university is already doing.
- (BC) Section 4; we have visions for education and welfare. There isn't a community vision document and there wasn't a consultation with students. I would be wary of the KPI's as we don't always know what wins in this area look like. Should be more focus on this area before KPI's are set. (MT) KPI's will be the tricky part of this, the KPI's will dictate our work.
- (RJ) Everyone should be congratulated on this, it is a huge step forward. Don't get mesmerised by KPI's, make sure they are achievable. We don't need to complete all of this in one go. Test some out and add more at a later date, have one or two to start with.
- (ML) Agrees with Richard re. KPI's, we need to be sure they are meaningful. What input will there be into the KPI's? Will they come back to Trustee Board? They could end up stifling Sabbatical projects. What should come out more from language is that we are student led. Make sure we don't speak for students but that we are consulting them at all levels, this is their organisation.
- (MT) Next step is to fit in a student consultation by the end of the term. Do students think this resonates with them? Much of this was based on initial documents from Spy Studios, so we hope that there won't be a disconnect. There will be staff focus groups to refine themes and objectives. (SB) Think carefully about how you approach students, this is a busy time of the year.
- (JH) Would suggest that the final plan should be circulated to the board, agenda item at Michaelmas meeting. (RB) Need a way of knowing we are on track but shouldn't drive everything. Needs to give us direction and be flexible, this is where annual planning will be important.

10. Sabbatical Trustee Reports

AC takes Chair from JH.

See presentation attached to Minutes.

Key Points:

- Thanks are given to the staff team.
- (SD) One of the most important things brought up by last team was HR support. Occupational health, should remain big priority.
- (ML) Graduate students, we are still not doing enough. Current situation untenable. Criticism of both Sabbs and the staff team, have felt that I am single handedly representing graduate students. Graduate turnout in elections has increased, is this meaningful? Signs that we are starting to go in the right direction but needs to become embedded, shouldn't just be a job of the VPGrad. Put it in the hearts of what we do, we need to do better.
- (JH) We spend a lot of time at our desks or in committees rather than being out and accessible to students. Many aspects of how our jobs work feed into this, committee portfolios, how work sits with particular officers. Board and CEO should look at this next year. Sabbs shouldn't be in position of deciding between the University and students. Need to be the visible faces of the organisation. Have done this in thoughtless moments campaign – small steps, needs to be bigger approach. Extra work should be part of our employment plans.
- (BC) Lucy, the previous VPWomen, suggested a policy officer for structural support for liberation. SAS has been supportive this year. Policy support is difficult due to lack of training.
- (ML) Something we have been aware of is that OUSU has a lot of policy, we don't feel that we were well inducted into this. We have a lot of steers already, but we are not made aware of them.
- (ML) We are here for oxford students and the sabbatical team should be reflecting those views as best we can. Need to be better at getting to our members, hearing them, getting them involved in our projects. Student opportunities are key.
- (JH) Representative impression of projects this year is to start projects too late and then come to a crisis point because of lack of planning. Resulted in us jumping between crises which is bad for moral and affects what we deliver. (TB) Can you give an example? (JH) Springtide, didn't have a robust plan of how we would deliver, had syloed working of departments. This has been discussed in Leadership Team Meetings and I have proposed a new planning process – good framework which should prevent these issues, think it should be prioritised so that we can change our mode of working.
- (EB) Better staff support, HR and policy support needed. Sabbaticals need better welfare support. This is about having staff support and sector knowledge which can inform us. Resource allocation across Sabbatical team and organisation would make a huge difference. One supervision session with the Counselling Service per term is not helpful or workable and there could be conflict of interests. Would recommend that there is support externally. Mentoring outside of university – at the moment this is adhoc.
- **For all Sabbatical Trustee Highlights, Handing-over, and Leftovers, see presentation attached to minutes.**

AC opens up to discussion/questions.

- (RJ) Firstly, it is amazing how much a team can do in a year, you should be very proud. Being part of a sab team is also a development opportunity and I hope you have felt it has been an opportunity. Congratulations.

- (RJ) Involvement with University, you have the privilege of getting right in to the top levels of the university. Question for the incoming team, how do we communicate this to the students? Managing stress etc., has affected all previous teams. Do we have the right outlay of staff to support them? Student opportunities; we provide but we need to do more, but students need to step up to the plate. PTE failed as half the positions weren't filled. It's a bigger message.
- (JaHu) Very interesting, thank you for your points.

11. AOB

- (JH) Who is best to do the CEO's 6-month review? This is being picked up. All current sabbatical will be offered the opportunity to input.
- (RJ) SAS, commend and congratulate on their report (below the line).
- SB will circulate proposal around to Board members to make clarifications re. the complaints procedure. Need to report this to council. JH thank you SB for taking on that piece of work.
- JH wish everyone luck for next year.