

In attendance: India Jordan, External Trustee (IJ); Nick Entwistle, External Trustee (NE); Grace Davis, Student Trustee (GD); Mathew Judson, Deputy Chair/Student Trustee (MJ); Neil Misra, VP Graduates (NM); Anisha Faruk, Chair/President (AF); Ray Williams, VP Access and Academic Affairs (RW); Kaya Axelsson, VP Charities and Communities (KA); Roisin McCallion, VP Welfare and Equal Opportunities (RMC); Amber Sparks, VP Women (AS)

Also in attendance: Jacqui Clements, Interim Chief Executive Officer (JC); Kristy-Anne Field, Head of Finance and Organisational Effectiveness (KF) – joins for item 5; Hanne Clark, Student Voice and Influence Manager (HC) – joins for item 8

Minutes taken by Lily Johnson, Policy and Change Coordinator (LJ)

	Item	Actions
1.	<p>Apologies</p> <p>James Hunt (External Trustee) and Sarah Owen (External Trustee) both send apologies.</p>	
2.	<p>Conflicts of Interest</p> <p>None.</p>	
3.	<p>Minutes from the previous meeting</p> <p>Amendment to previous minutes to add JH to attendees.</p>	
4.	<p>Matters arising from previous meeting</p> <p>AF goes through actions of previous meeting. Actions relating to CEO recruitment fulfilled. Some priorities around Clubs and Societies have changed owing to resource issues. Finance Committee and People and Culture Committee have not met this term because of trustee availability and handover timings from the former CEO and JC. Minutes approved as an accurate record.</p>	
5.	<p>Finance Update</p> <p>KF joins meeting to present on finances.</p> <ul style="list-style-type: none"> - (KF) talks through tender process for audit. Open to suggestions for audit panel. - (JC) usually would have taken this to the finance committee but it was unable to meet before. Ideally three board members on the panel. Time commitment of 3-4 hours interviewing and reading through. Would ideally have been JH. (KF) main restriction is budget of about £9k. - (MJ) what is the timescale? Limited by term times. (JC) currently looking at interview w/c 16th March. Some flexibility possible given with student trustees. Would ideally like JH's input, even if we cannot get him physically there. - IJ volunteers to step in to do this if JH cannot, but will not be able to attend interviews. AF, RMC volunteer to be on panel. - (JC) will also consult with Rosie Tullett from the university. - (KF) funding set at £50k per year and 2% increase. Ongoing work on 	<p>Three trustee members to be part of the panel to select new auditors – RMC, AF, MJ (dependent on timing). JH (and if not IJ) to advise.</p>

	<p>getting £20k from colleges.</p> <ul style="list-style-type: none"> - KF then talks through the management accounts. Two big changes are double the cost for move to dells from macs. Also sales down a bit. Having problems getting payment from Rockbox for Freshers Fair – have invoiced them. - (NE) staffing budget down – is that gaps or is it a permanent thing? (KF) this is not permanent – just a timing issue. - (IJ) good news about the funding – very positive step. - (NE) when will we know about the college side? And is this going to be an annual discussion? (KF) discussions likely to be every strategic plan rather than yearly. (JC) will not hear for a couple of months maybe. Previously, this has not been looked at for 10 years. Trying to make it more regular discussion. Particularly good that we have secured 2% increase for 21/22 as well – previously this looked impossible. - KF encourages the Board to email her if they wish to discuss anything further. <p>KF leaves.</p>	
<p>6.</p>	<p>CEO Report</p> <ul style="list-style-type: none"> - (JC) this is working day 8 so will mainly be some observations and things pulled out as areas of focus, and objectives. Please feedback on this. Observations: in terms of culture it has made me feel very welcome, lots of flexibility and enthusiasm. Willingness to learn. Some issues arising from transition. Some residual impacts but on the whole people understand. Some clarity lacking in terms of roles. Some staffing gaps causing pressure. Particularly in Comms and some in finance now. Democracy review and Sabb role review, both very important. Although assumed to be a very different set-up, 80% of what we are doing and the challenges we face very similar to unions in the wider sector. Unique role in connecting with colleges and supporting reps in colleges – special and exciting role we have that we should focus on. Looking at how we can get involved with student development. Ultimate ambition to do things with societies and social things but this is maybe further off. - (JC) KF doing great things with finance. Looking at new local and national partnerships to get money in. Key objectives: recruitment, governance, leadership development, people strategy. Nick Smith coming in to do presentation about findings from consultation on governance/sabb roles. No code of conduct for members therefore no disciplinary process which is a concern. - (RMC) we are in the process of writing it, currently going through what other unis have. Should set up meeting on this. (MJ) this is something that was talked about with Nick Smith. (JC) reassured by this. - (JC) hoping to also do a draft 21/22 budget. Working with Brookes and with external company (not Rockbox any longer due to outstanding payments) commercially. No way we can do societies now – would require massive resources we simply don't have now. Maintaining and developing relationships with the university. - (JC) would be good to have any feedback, areas that I have missed etc. - (NE) worth spending some time talking about this – by the time we next meet JC will be about to leave. In particular JC should look at leadership development. Important to focus on what particular skills JC 	<p>RMC and code of conduct group to meet with JC to update her.</p>

	<p>bring to best use her time here – so perhaps not on the commercial side. (MJ) agrees current focus seems broad given time frame – would like to have it clearer what JC is really, really focusing on.</p> <ul style="list-style-type: none"> - (JC) in particular keen on staff development area. In terms of what she is doing herself – taking backseat on recruitment (Peridot and officers working more on it) – more important is the induction. Facilitating lots of areas e.g. looking at our Articles. Also, developing leadership. - (KA) we have talked a bit about internal comms – how does this fit? (JC) thinks there are lots of pieces involved with this. Also delegating authority. (KA) developing habits and systems. (JC) yes – processes all well and good but really need behaviours sorted. Would particularly help with relationships part way through year. Can particularly be set up at the start of the year, and throughout. Looking at People Strategy and making sure it is realistic. Takes NE’s point about commercial strategy but thinks Comms are stretched so need some guidance. In the early stages so about laying the groundwork here. - (RMC) because of current staffing, commercial side is where we have the biggest gap and this will need JC support. Comms is having to be a million different things with marketing and is very over-stretched. - (JC) trying to guide the process and allow people to pick things up. Was not going to pick up on societies at all but this is going further than I thought so pushed up the list, although not a priority still. - (MJ) has this meant anything has moved down? (JC) involvement in CEO recruitment less than expected. - (AF) expresses the sentiment that things seem to be going very well thus far. 	
<p>7.</p>	<p>CE Recruitment Update</p> <ul style="list-style-type: none"> - (AF) Peridot chosen to help with recruitment. They were chosen because they offered the most support for a team with less experience. Saira Shaikh from University has expressed interest in being involved. - (JC) the paper is a summary of what has been done so far. It has gone live now. Looks really good. Just need to sort out panels. Lots of stages to this. 8-10 candidates for first stage interviews. Final stage assessment would be 4-or-so. - (JC) explains the time commitments needed for those who wish to be on the interview panels – lots of time required. - MJ: during the vacation – and right at the end of it – so might be able to do it. But also this is after the end of his term of office. - (JC) up to Board but I think that as former trustees MJ or GD would have knowledge and skills. University members who are not trustees but will be on the panel already anyway. - MJ to check his availability during those days. - NE might be able to do it as it is during a time when he will be owed a lot of TOIL – to confirm. - (JC) as long as the core panel is the same between the first and second stage, there can be different people. - (IJ) will not be able to be there but might be able to dial in for presentations. - (IJ) why Saira Shaikh from the University? (AF) asked key people in the university who were in the best area who would like to be involved. Also her predecessor was involved in recruiting RB. - (RW) should add oversight of media to the operational management 	<p>Panels to be confirmed.</p> <p>Adding the missing part about oversight of media to the job description.</p> <p>LJ to circulate the link to the recruitment site.</p>

	<p>part of the JD because it is one of the few things specified in our governance documents. JC agrees and will get it changed.</p> <ul style="list-style-type: none"> - (AF) Bill from Peridot has come in to speak about what we are looking for. 	
<p>8.</p>	<p>Discussion Item - Wellbeing, Mental Health and Advice</p> <p>RMC to talk about mental health side of things, HC to talk about wellbeing. HC joins.</p> <ul style="list-style-type: none"> - (RMC) in terms of policy – people should check out Student Minds Charter. Really good. Less about counselling services, more about the infrastructure and courses etc. Mental Health Strategy a great start and now funded. We really need colleges to also get involved with it. Want them to take it seriously – full institutional buy-in required. Anger of students needs to be directed towards the people who can help and not the under-resourced services themselves. When the charter comes in they will be resistant to the box ticking aspects but hope for good outcomes. Also in terms of looking at staff mental health – this is in the Charter and fits well with the UCU. - (NE) how does this fit with the wider sector? Seems very different because of the unregulated decentralized nature of it (RMC) this is where student pressure should come in with it. Looking to speak to individual heads of colleges. Will be a lot of work. Few to buy in then the others will have to follow. Looking into who the allies are – those who have spoken out. This means we have a particular place compared to other SUs – not just getting the VC to sign up for it. Much wider push. - HC introduces herself and her role in the team. - (HC) particularly here to talk about the wellbeing side of their work. Separate to mental health. When HC took over from this role what we mainly offered was advice. This went well and looked at drop ins within colleges but little take up of this. Reconceived it as reaching students through wellbeing work. Almost too much for team as it stands but this is exciting. We have a set of wellbeing events that welfare reps are sent to see what events they would like to pick up on. Small cost of some but can help cover this if they cannot pay. Having different aspects to this. Not a counselling service or proper mental health support but opportunity to do something nice. Flood of enquiries this term – 25-30 students per event and 2-3 per term. Getting into the colleges and getting advice-type enquiries in a casual way. And can always offer chance to follow up at drop in 10-4 Mon-Thurs. Collecting data and looking at ways it can be used. - (RMC) making my job better and being really well-received by welfare reps. They now come to us. Brilliant for engagement. (AF) supports this – knitting event really well attended. - (HC) good to have them not always around food or alcohol. Our events are able to provide diversity. Effortless reach is really good. - (NE) it feels like exactly the kind of thing we would like to be doing with colleges, able to get in and talk to them. Should be the exact thing we should try to take and replicate in different areas to see how useful it could be. (JC) making college system real way to offer things to students. - (HC) thinks lack of pressure is particularly helpful for getting 	

	<p>engagement. (RMC) filled a gap.</p> <ul style="list-style-type: none"> - (HC) also, launched a chill out zone in the Freshers' Fair that was so well received in a similar way – no pressure and people able to have a chat without anyone trying to sell something. - (MJ) experience of JCR welfare reps is that they are really over-stretched and doing a tough job so great to support them. (HC) this has been feedback we have also received. - (AF) many thanks to both HC and RMC for their hard work in this area. Continue the good work! 	
<p>9.</p>	<p>Media Board Terms of Reference</p> <ul style="list-style-type: none"> - (RW) put forward this paper in anticipation that this would have passed. First reading has but second could not owing to lack of quorum at council. Would still like TB to pass in anticipation of it passing at 7th week Council, including recommendation for who would sit on the Board. (AF) thinks this is good at tidying up the conversations had around media at the moment. Good for increasing our involvement with student media. Increasing awareness of our relationship to them. - (RW) NB media board not a sub-committee of Board but lots of the ToRs are taken from Board sub-committees so will report to Board. - (IJ) is this similar to what Cherwell has? And would it be worth speaking to them about what works etc. (RW) have looked at Varsity in Cambridge but will look into Cherwell. - GD, MJ, AF, and RW all know Tom Gould, the recommendation for the external member of the newly formed Board, well. - (RW) Tom is an ex-editor of OxStu but is still in Oxford while not being a student. He works as a reporter now and so has a good perspective. - (NE) how do we feel about the balance of student vs non-student members? Is this managing risk? (RW) yes, and maintaining institutional memory and long-term strategy. - (JC) questions about defamation and how to protect against this (RW) currently read through every week by members of staff. - (NE) alumni engagement much bigger elsewhere. - (JC) has to report to this Board because it says that the media board has oversight of finances and we are in charge of finances. - (IJ) questions whether we should we wait and approve it by email once it is no longer conditional on council. AF and RW agree it would be easier to do it now subject to it passing. - (NE) need to have high level of political and journalistic independence while having oversight to not put our resource at risk. (RW) these ToRs should hopefully increase their independence. - (RMC) need to clarify how it relates to TB. NE agrees – still some hesitation in Board about it. (RW) goal to managing their finances relates to them spending less not more. - Noted that we are happy to address the financial responsibility. - (RW) would like to convene a meeting to ensure there are processes to start this off. - (MJ) but if the problem is with the bye-laws and they have not passed yet why not just start again? (RW) time it takes to pass bye-laws so worth setting up as soon as possible and ironing out issues later. - (AF) any objections to passing? (NE) have raised concerns and had 	<p>Board happy to approve in anticipation of the bye-law passing.</p> <p>RW to look closer at the issue of the financial responsibility – looking into a possible new bye-law.</p>

	<p>them heard but happy to approve.</p> <p>ToRs approved but will look at the problem included in what the bye-laws that form the Media Board say (problem with them not with the ToRs).</p>	
<p>10.</p>	<p>Governance Matters</p> <p>a) Articles Review</p> <ul style="list-style-type: none"> - (AF) need to be approved by the charity commission. - (IJ) have they gone to external lawyers. (JC) they are going to. (IJ) warns about cost of doing this - (JC) noted, will be strict. Warning that this will take a while with the lawyers and with the charity commission because we do not use the NUS template. <p>b) Student Trustee Vacancies</p> <ul style="list-style-type: none"> - (AF) only one trustee elected. Think it is important that have more. Bye-election or co-opt? Current RO preference is co-opting. (GD) why? (AF) timing mainly. - (MJ) if the student body voted against them having more trustees then it seems that bye-elections would be better. RMC agrees that it is re-opening nominations. (IJ) thinks that it would be better – worries about subverting the election process. Even though allowed by governance. (NE) RON different to none of the above. Will need to provide clear justification for why we would co-opt not elect, if chose that. - (RW) I thought that the bye-laws provided only a short period of co-option? (AF) says it is up to a year so covers the whole of the term. <p>KA leaves.</p> <ul style="list-style-type: none"> - (AF) options are – co-opt for one year, bye-election, co-opt short term. (RW) articles read as if the preference should be for bye-election. (JC) worries are about having legitimate election. But given that we don't have quorum for these elections so we just need people to stand which the bye-election. (IJ) simply a matter of timing. - (JC) probably will have to do co-option at first because will have space at first because it will go beyond the beginning of their term. (RW) need to look at bye-laws and the articles and how they relate because not clear. - (AF) get student council to ratify the co-option. Bye-election to follow at the start of next term. All agree. - (AF) clarifies about the NUS delegates. We are asking NUS what we should do as we only have 2 out of 6. Might well just be that we don't send the full number. (MJ) could this Board appoint? (NE) best would be cross-council ballot-elected person. So Sabbs? (AF) Sabbs might end up going. - (NE) other point is that some trustees will be finishing soon. (JC) JH finishing end of May and NE could finish then too. (IJ) need to make sure skills gap is filled. - (JC) do we need to get things moving because timeline tight? (AF) happy to lead this. Who else do we need? - IJ reads out nominations committee ToRs for Trustee Board. (RMC) I think the committee is me and NM. (IJ) also need an external trustee (JC) will ask JH. 	

	<ul style="list-style-type: none"> - (JC) How do we advertise? (IJ) I was approached. (NE) got it through Give Something Back. (JC) critical to ensure diverse candidate pool. <p>c) Campaigns Update</p> <ul style="list-style-type: none"> - (AF) bye-laws change coming to council next term so then to Board. Now we have campaign, projects, schemes. We will keep these three but will be adding some campaigns in reaction to student concerns. (MJ) this is something that has had to be changed very soon after it was voted on but this was not fully understood – something to be. 	
<p>11.</p>	<p>AOB</p> <ul style="list-style-type: none"> - (JC) question about the senior staff team being in Board meetings. - (IJ) better to have them in relevant bits because it is sometimes sensitive and has staffing issues brought up etc. RMC and RW agree – best to keep it as it is. - (NE) could also split into closed and open business. (RW) simpler to keep it as it is. - (NE) for next meeting there is a specific point about continuity but sabbatical trustees are the ones with the best view on what is needed for this. - (RMC) where are we with filling vacancies? (JC) adverts for digital comms. Temp for finance looked for. And strategy for new permanent looked for. Exec Assistant coming back in March. 	
<p>12.</p>	<p>Date of next meeting</p> <p>29th May 2020 – but this is a problem for many people. Other dates to be circulated and voted on.</p>	<p>LJ to circulate possible dates.</p>