

## Trustee Board

### Minutes of the Trustee Board of the University of York Students' Union

**Date:** 12th March 2020  
**Time:** 16:00-19:00  
**Venue:** Spring Lane Building SLB001

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#### Present

##### Directors/Trustees

Samara Jones (President) – Chair (SJ)  
Maddi Cannell (York Sport President) (MC)  
Giang Nguyen (Academic Officer) (GN)  
Steph Hayle (Community & Wellbeing Officer) (SH)  
Ingrid Jenner (External Trustee) (IJ)  
Jamie Sims (External Trustee) (JS)  
Isaac Barnett (Student Trustee) (IB)  
Christian Stickels (Student Trustee) (CS)  
Oliver Martin (Activities Officer) (OM)  
Josh Mackenzie (Student Trustee) (JM)  
Songtao Who (External Trustee) (SW)

##### In attendance

Ben Vulliamy (Chief Executive) (BV)  
Joanne Fox (HR and Administration Manager) (JF)  
Kate Williams (Central Resources Director) (KW)  
Laurie Smith (Commercial Services Director) (LS)  
Graeme Wood (Commercial Services Consultant) (GW)  
Gemma Vessey (Communications Director) (GV)  
Rachel Barber (Student Support and Representation Director) (RB)  
Catherine Smith (Office Coordinator) (CES)

##### Apologies

None

#### 1. Reserved Business - Trustees discussion

1.1 Trustee Board met at the end of the meeting to discuss any closed business.

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#### 1. Unreserved Business – Apologies and Welcome

1.1 The Chair (SJ) opened the meeting and welcomed GW to the board. The Chair also took the opportunity to thank LS for their hard work and dedication as a long serving, valued member of the board.

## 2. Declaration of Interest

2.1 IB confirmed intent to stand for election as local councillor in Kirklees, and also confirmed that they are no longer a part of, nor affiliated with the University Society 'York Tories'. Discussions were held amongst the board as to whether a party aligned local authority role would be a conflict of interest with YUSU board business.

2.2 JM confirmed that they are running for a part-time officer role in the YUSU by-elections. Discussions were held amongst the board as to whether holding a part-time officer role alongside a trustee role would be a conflict of interest.

### **RESOLVED (TB03/20-2)**

- a) Board agreed that there would be the potential for conflict should IB hold both roles, due to the need for political affiliation and subsequent political statements. Board agreed to wait until 7<sup>th</sup> May when IB gets confirmation of candidacy offer before making any further decisions.
- b) Board agreed, after detailed discussion of the pros and cons, that JM holding both positions would not be a conflict. The Chair also agreed, at the request of CS, that the Board review the position currently held on society signatories serving on the board being a conflict. Chair stated this would be considered alongside Item 15 - Proposal to Change Board Membership (to be presented later in the meeting).

## 3. Minutes of Trustee Board Meeting 23<sup>rd</sup> January 2020

3.1 The Chair asks the Board to confirm that the minutes of the last meeting are a true and accurate account of the previous meetings discussions.

### **RESOLVED (TB03/20-3)**

- a) Minutes noted and agreed to be a true and accurate account of last meeting.

## 4. Matters Arising

4.1 No matters arising

## 5. Chief Executives Report

5.1 BV presented a verbal update to the Board regarding the Covid-19 outbreak and subsequent effect on YUSU/the University. Confirmed that Business Continuity planning is underway in collaboration with the University and Public Health

England. Notes the effect of social distancing measures on assessments due to take place, confirmed the University is preparing to migrate learning/assessments to online platforms for the final term. BV went on to discuss the impact on YUSU venues and events, in particular Roses and Summer Ball. Board agreed that there will be significant disruption for the remainder of the academic year.

5.2 BV opens the floor to questions. SH asked whether the University/YUSU would consider hosting future events on campus should local venues be unwilling. BV confirmed that with outdoor catering this would be a possibility, but that no decisions would be taken now, or in contradiction to government/PHE guidelines.

5.3 SH questioned how staff members with auto-immune conditions should act in light of the current situation. BV advised that staff may be invited to declare any pre-existing or underlying health conditions that would put them at greater risk in the workplace, confirmed this would also apply to staff members with dependents and those that may need to offer support to those in need. IJ confirmed that St Leonards have asked staff to take part in a similar process in order to maintain their Duty of Care.

5.4 SH continued to ask whether an opportunity would be provided to students still wishing to volunteer or support projects from a distance whilst practising social distancing. BV agreed that this could be looked in to. RB confirmed that this should be considered over the Easter period, and would be possible to offer a platform in principle.

5.5 BV proceeded to present the remainder of the Chief Executive's report and drew the Board's attention to point 9.3 and the change to requirement of information about Trustees and DBS checks in particular. BV asks the Board to consider whether it is necessary for Board members to have DBS checks in order to act as a trustee. After discussion, it was agreed that this would be unnecessary.

5.6 BV invited the trustees to confirm their interest to Nick Glover should they be interested in working on the AGM in reference to section 9.4.

5.7 \*redacted\*

**RESOLVED (TB03/20-5)**

- a) To note the verbal update.
- b) To note that the Board feels that DBS checks for Trustees would be unnecessary.
- c) To note the report.

**6. Sabbatical Officers Report**

6.1 The Chair asks the Board to come forward with any questions on the content of the report.

**RESOLVED (TB03/20-6)**

a) No questions. Report noted

**7. Management Accounts as at end January 2020**

7.1 KW presented the management accounts as at the end of January 2020. Noted that Charity section of the business are currently sitting £100,000 behind budget, and Commercial Services are £118,000 behind budget. Confirmed that Commercial Services has been negatively impacted by the closure of Courtyard and a significant downturn in catering across all catering venues.

7.2 KW requested permission from The Chair to move onto Agenda Item 8 at this point.

**RESOLVED (TB03/20-7)**

a) Report noted.

**8. Reforecast Budget 2020/2021**

8.1 KW presented the Reforecast Budget for 2020/2021. KW explained that the reforecast had been re-evaluated based on current knowns, the effect on catering downturn and an error made during the initial budgeting for marketing and events. KW confirmed that at the start of the financial year, business had expected to be £79,000 up but now forecasting to end the year -£89,000. KW reassured the board that an action plan is in place, with significant activity around Commercial Services and events.

8.2 KW invited GW to provide update on Commercial Service actions and activities. GW confirms that a positive stocktake was carried out in recent weeks, providing the business with a good handle on 'close to end date' stock with a view to reduce wastage and grow profitability. GW also confirmed that activity is underway to look at staffing levels in relation to trade levels and to look at necessary vs unnecessary expenditure to protect from pitfalls.

8.3 KW invited GV to provide update on marketing and events current position. GV confirms that the team are working closely with GW to explore sponsorship opportunities through useful industry contacts. Noted that due to a steady period of retention in the Doorsafe team, all finances set aside for training and recruitment in this area can be deferred. Confirmed that NUS card sales have changed, negatively impacting YUSU's income, therefore work underway with GW and NUS team to track any changing sales trends moving forward.

**RESOLVED (TB03/20-8)**

- a) To note and approve the forecast budget & management accounts as of end January 2020.
- b) To note the budget action plan and to request regular updates on progress to be provided to the Board.

## **9. Elections 2020 Report Paper**

9.1 The Chair invited RB to present the paper. RB opened by noting a shift in focus this year from voter turnout to candidate wellbeing and gave a summary of the paper's contents.

9.2 The Chair stated that thanks should be noted to all staff involved in the elections process this year.

9.3 SH noted that they had received a lot of feedback about the lack of a live tracker on the website, and asked for this to be considered for next year.

9.4 CS questioned the position regarding Leave of Absence students and asked for clarification on their ability to vote. RB confirms that LoA students are not classed as active or current students so are unable to participate.

9.5 OM raised a concern regarding the wellbeing of existing Sabbs who re-ran in the elections and stated that the organisation needed to review the support provided to existing Sabbs, both in determining whether or not to re-run, and during the campaign. RB noted concerns and asked that they be channelled into the post-elections review to ensure lessons could be learned.

### **RESOLVED (TB03/20-9)**

- a) To note the feedback and the report.
- b) To record thanks to all staff involved.

## **10. Freedom of Speech Verbal Update**

10.1 OM invited to provide verbal feedback on the actions taken from the previous Trustee Board meeting concerning legal advice provided in reference to a possible society ratification. OM confirmed that clarification had been requested from the University on their official standpoint, but no response had as yet been provided. OM confirms no further action will be taken until this clarification has been provided.

### **RESOLVED (TB03/20-10)**

- a) Update noted by the Board.

## 11. By- Laws Update

11.1 RB invited to provide update on Bye Laws. RB confirmed that drafts had been finalised and would be circulated in due course. RB asked Board for approval to retain current Policy Coordinator in post to allow for the review of Bye Laws to be concluded and the Policy Review process to be determined. Board approved this suggestion.

### **RESOLVED (TB03/20-11)**

- a) To note the report and approve the retention of the current Policy Coordinator for an extended time period.

## 12. Strategic Planning 2020+ Update

12.1 BV presented update to the Board which confirmed that progress continues to be made by Koreo (consultants), but that the timescale for completion of the Strategic Plan had been slowed to allow for Coronavirus planning to fully mature. Current timeline indicates a draft proposal early 2021 at the earliest.

### **RESOLVED (TB03/20-12)**

- a) To note the report.

## 13. Corporate Policies Annual Review

13.1 KW gave overview of proposed approach being taken to help the board complete its review of the Union's corporate policies and compliance and opens the floor to questions.

13.2 CS asked for clarification on the Lobbying Act 2014 and questioned its vagueness. BV agreed with this view point of the act, but confirmed that it is in line with the Union's charitable objectives.

13.3 IJ questioned whether the organisation had taken consideration of the Government's Good Work Plan which comes into effect in April 2020 and asked whether Union contracts of employment are fit for purpose in light of this. IJ suggested that additional work should be carried out to provide transparency.

### **RESOLVED (TB03/20-13)**

- a) Board agreed to the approach based on the above suggestions by IJ.

#### **14. Subvention Bid 2020-2021- Proposed Approach**

- 14.1 KW presented the proposed subvention bid approach, due to be put forward in term 3. It is noted that the Union has been significantly delayed in the progress of the bid this year due to the University's planning, strategic development and wider business continuity planning work.

##### **RESOLVED (TB03/20-14)**

- a) To note the paper.

#### **15. Proposal to Change Board Membership**

- 15.1 The Chair invited CS to provide a summary of their proposal, which outlined a change to the composition of board membership away from the current model approved by the Charities Commission and BWB Solicitors' model student union governance. CS presented the paper and opened the floor to questions from the Board.
- 15.2 Points of clarification raised by IJ and JS. BV applauded CS for the level of engagement and effort put into the paper, which is also reiterated by MC. Board agreed that though the efforts are to be commended, the Board should be focussed on those tasks to which it is already committed.

##### **RESOLVED (TB03/20-15)**

- a) To note the paper.

#### **16. Democracy Committee Proposal**

- 16.1. The Chair invited JM to provide a summary of their proposal, which outlined a change to the way elections are overseen. The Chair confirmed to the Board that this was an idea put forward by JM in their election campaign whilst running for YUSU President in the recent elections, which has now been submitted to the Board to consider. JM presented the proposal and opened the floor to questions from the Board.
- 16.2. The Board discusses the paper, with OM in agreement that there is scope for having more student involvement in the elections process. SW sought clarification on whether the committee would simply oversee the process as a whole to ensure it is done properly and according to regulation, or whether they would be responsible for deciding how the process should be. JM confirms it would be the former.
- 16.3. The Chair raised concerns about the level of work that would be expected from these students, and the level of support they would receive in return. The Chair suggested that updates to the policy process should

be completed first, with the possibility of including some recommendations from the proposal first.

**RESOLVED (TB03/20-16)**

- a) To note the proposal and bring to the Board for future discussion at a later date.

**17. \*Finance Committee Minutes 27<sup>th</sup> February 2020**

17.1 Noted without discussion as a starred item.

**18. \*HR Committee Minutes 13<sup>th</sup> February 2020**

18.1 Noted without discussion as a starred item.

**19. \*Action Log**

19.1 Noted without discussion as a starred item.

**20. Any Other Business**

20.1 The Chair raises to the Board that the VC has expressed an interest in attending a Trustee Board meeting. Board agreed that this would be beneficial.

**RESOLVED (TB03/20-20)**

- a) SJ to extend an invite to the VC to attend a future Trustee Board.

**21. Date of Next Meeting- 18<sup>th</sup> June 2020**