

# Board of Trustees Meeting

## Minutes

**Date** 12th October 2023  
**Time** 16.30  
**Venue** Teams on-line

**Circulation:**~ Anna Taylor, Sophie Clark, Max Pike, Holly Roffe, Vaishnavi Ravi, Enaya Nihal, Emma Birch, Tom Chaloner, Caleb Heather, Jake Thomas, Ben Abrahamson, Shydle John, Praneel Jani, Angella Hill Wilson, John Dubber, Robert Pegg, Harnaik Dhillon

**Executive Team in attendance:** Philip Smith, Tracy Murphy, Mark Crook, Louise Marjoram, Steve Russell, George Dowding.

**Apologies for Absence**  
Angella Hill Wilson

**Chairperson**  
Anna Taylor took up the position of Chair of the Board as designated within her role of WSU President.

**Declarations of Conflicts of Interest**  
No declarations of interest declared

### 1.1 Minutes of the previous meeting

The Minutes of the previous meeting, dated 18<sup>th</sup> July 2023, are approved as a true and accurate record of that meeting.

### 1.2 Matters Arising

Impact Assessment – it was agreed at the July meeting the Board would be updated on the progress of change to the Impact assessment processes, **LM** advised the Board that this will be brought back as part of a suite of the By-Law reviews and at that point would well come a discussion regarding Impact Assessment and the Complaints policy.

### 1.3 Chairs & Full Time officer Update

**AT** apologised for the lack of paper report, giving the Board a verbal update on the work undertaken by the president and the FTO's in the first few weeks / months in office. We have completed our training and taken up opportunities to meet with other SU's around the country sharing best practice.

- **Emma Birch – VP Sports** – delivering Self-defence classes with EN, 16 days against Gender based violence, and starting work on Varsity.
- **Max Pike – VP Societies** - Building relationships with the University including the Arts centre, the philanthropy /Alumni team, and prepping for society applications.
- **Holly Roffe – VP Education** - strengthening relationships with the University working on 14 University committees, particularly around accessibility of Education.
- **Vaishnavi Ravi – VP Postgraduates** – meeting stakeholders at UCU and Student community teams.
- **Sophie Clark – VP DDO** – University committees. Organising a project around food sustainability on campus.
- **Enaya Nihal – VP Welfare & Campaigns** – Discussing the future of Wellbeing and what the University can provide, working on free Breakfast provision to support Cost of Living crisis.

**SC** added working on the Trans awareness training, and harm reduction.

**JD** congratulated the officers on their first few weeks in office.

## 1.4 CEO Report

**PS** assumes the report has been read and drew attention to a number of salient points.

- Financial out turn report for the prior year is very positive, Audit is going very well, the wider union team have produced a better than anticipated financial out turn.
- Draft partnership agreement with the University, went through UEB, **PS** would welcome any comments or feedback.
- **PS** would also like feedback on Finances following **MC's** reports, and requests for resources.
- Congratulations to **SR** and **GD's** team for the work carried out to revitalize our spaces on campus, including the Atrium refurbishment. The work carried out has highlighted a need to carry out further refurbishment work within the Terrace Bar, which will require the Boards agreement for additional funds, but this will be requested at a later meeting, preferably to carry out work during the Easter Break.

**JD** congratulated the team on the work within the Atrium. Felt it was a good marker for realising further income generation and reinvestment back into facilities. **PS** added full credit to **SR** and **GD** and their teams, and also the Facilities team who are working hard to maintain the standard going forward.

**CH** inquired with regards to the University relationship and the review of the south building, what proposals are in place. **PS** responded the University are carrying out a project currently with SU Involvement called Place Making on Campus, to create spaces students want to be part of, including the space around the Piazza and the SU South building, **PS's** proposal to the University was to have a 10-12 year plan with the SU having control of the plan, to continue to invest in the space and to remain at a high standard. We would like to involve students in these plans. There is an amount of University Money which the SU can bid for.

**RP** raised the ongoing conversations with the University regarding buildings rent and the Pension deficits is this conversation still happening, **PS** confirmed **PS** and **MC** will be meeting with University Departments to discuss further, this will take place in the Spring.

**JD** added he is very pleased the conversations are ongoing with the University. **JD** went on to suggest that if you surveyed the students, they may not be able to imagine the potential of the SU South Building, taking inspiration from other Students' Unions where they use their space well, in an imaginative way, i.e. Cardiff, Bristol etc. use of these examples in discussions and communication with Students, to provide them with the possible vision. **JD** was very pleased to hear the discussion is taking place regarding the bridge between SU and Roots

building, which is excellent for moving Students around our buildings, and getting them into different venues and outlets.

**EB** questioned whether the Officers Posters will be put back up in the Atrium. **PS, GD** and Officers to discuss FTO image placement.

**PS** asked the Board to confirm they are happy for him to explore the Data and Insight role and return to the Board with an update. The Board of Trustees agreed. **PS** will also return to the Board with the long-term SU South building plans.

**SC** inquired as to how we are considering communicating with Students and Part-time staff on the decisions to invest funds in the physical space, when we are keeping pay of part-time staff at the current level, **PS** responded, that there are two different areas of funds capital expenditure and one off costs, but would like to commit that if we can renegotiate the rent situation on the SU south building, we could then submit a request to bring the lower paid colleagues to a living wage level, which would be brought back to the Board for approval. **PS** will take an action to work with **SC** to discuss how we communicate with Students regarding the financial investment within the SU building.

## 1.5 Outturn 2022/23 Draft

**MC** provided the Board with a draft end of year position, currently we are in a positive position, with a consolidated position of £35k deficit, one of the biggest adjustments is the SUSS pension contribution.

Designated reserves figure remains high at the end of the year, but that is due to a number of costs for the refurbishment work which will not be paid in this Financial year.

Key recommendation - designating further Reserves. We made a change to the reserves policy within the last Academic year. Our reserves position for the end of the year is well in excess of the target, this gives us an opportunity to think about how we will invest in the union to enhance the experience of students but also for strategic longevity to key systems, i.e. HR system.

The Board are ask based on the reported outturn, to consider and approve the designation of unrestricted reserves

Any use of these designated funds would be subject to further approval by the Board of Trustees.

**PS** will come back to the Board with the Financial long term view in December 23.

**HD** requested clarification of funds for clubs and societies, **MC** explained that this is not Union cash, it is funds being held for the clubs and societies.

**TM** added with regards to the People software, we currently have no support on our existing system, and set out that the functionality in a new system could support the ability to provide self-serve, to improve the colleague and candidate journey with us, improved data analysis and to free up resources to work on important projects

**CH** questioned the deficit of £35k, what happens with the deficit at the end of the year, **MC** explained the £35k is actually made up of a number of different aspects of expenditure

**TC** wanted to focus on the rent increase due in 2025, have conversations started with the University regarding our Lease. **PS** explained that the Lease agreement goes back to 2010, when the Commercial outlet/venue were trading very well and a rent was possibly 8-10% of turnover it is now 20% of turnover. So our conversation with the University is to stress that the rent is now disproportionate.

**RP** questioned the consolidated accounts regarding F&B trading at a deficit, **MC** explained that this is the difference between statutory financial accounts and management accounts, on the face of it in the presented figures F&B look to be making a loss, but this is due to allocated support costs, such as an increase in the pension contributions and a portion of staff costs etc. they are actually making a gross margin contribution. **RP** suggested possibly in future stripping out those costs to provide the figures minus the support costs, **MC** added that in the full set accounts, note two will give you a breakdown of the support costs which are levied on F&B.

**EN** reiterated points regarding the largest expenses are on things that the University could assist us with, i.e. Pensions and Rent and went on to ask if we should have a long term plan to deal with the pension deficit, internally or ask the University to assist. **MC** confirmed that we are in discussions with the University for assistance.

**MC** added that we are expecting an increase in the national living wage and the SU have factored in an increase to £11.20, we are also preparing for the NLW to go down to 21-22 years of age, although we may not be able to achieve Real Living Wage in the next 12 months a large number of our students colleagues will receive a pay increase.

**AT** asked the Board if they are happy to approve the designation of unrestricted funds.

The Board, based on the reported outturn to consider and approve the designation of unrestricted reserves.

The Board approved the designation of unrestricted reserves.

**MP** questioned the Insight role which will sit within the Membership team, and asked how this role would support our policies and student work. **PS** responded the Board were presented with a request for an Insight role in the May Board meeting and questioned whether it was financially viable, As an SU we are poor on Data analysis and insight, and we aren't necessarily understanding what our students want from the SU.

## 1.6 Investment Policy

An updated Investment Policy was presented to the Board. After discussion the Board requested further clarification on how investment decisions would be made and oversight operated and for this to be brought back for further discussion by the Board.

Discussion took place relating to the Palestine/Israel situation and how the Union are responding to the issues facing the various communities within our membership that are affected.

## 1.7 CEO Objectives Timeline

**PS** Introduced the presentation regarding his CEO objectives, following the 3 month review, **PS** provided his observations after 4 months in post, relaying what he has seen and heard during his time with colleagues and using this information to inform his recommendations and actions. If the Board are in agreement with the points raised in the presentation **PS** would like to present these to the SU Colleagues.

**PS** intends to return to the Board with his recommendation for actions.

## CEO Objective Observations

### → What I've Been Doing

- A large number of meetings, Introductions and events, with Staff, Officers, Senior University Team, Students, NUS and regional SU's
- Asking 'What's great and what we could do better.

### → A Few things to Note

The organisation has so much potential with a huge number of talented and committed people, but the observations are based on what we could do. *This organisation has boundless potential.*

- Focused on opportunity – what could be better.
- Critique, not Criticism
- This is based on conversations and observations from an SU Career staff perspective, not student staff at this point.
- This would be phased development work over a period of time.

### → What's Good (Staff)

- Desire to do great things for students.
- FT working week of 36.5hrs is an excellent benefit.
- Pay and benefits maps favourable across the SU/Charity sector.
- Leave allowance is generous.
- Training and development are improving.
- Progression lines are visible and understood.

Although we have a good benefits package, this has not been visible and discussed with colleagues, **TM** and the L&D team are working to improve this to ensure colleagues are fully aware of what they can access and take advantage of. The SU is a good place to work for a new recruits coming in, but possibly our staff are not always seeing this.

### → What's Not So Good

**PS** has been made aware of challenges around things which are not quite so right, from the colleague feedback, regarding basics and standards, suspicion around leadership and accountability, and holding the University to account.

- Poor behaviour perceived not to be acted upon by leadership, going back a number of years.
- Desire for transparency without a shared understanding of what this could mean.
- Silo working – this may be appropriate in some instances, but the opportunity to collaborate isn't the natural thing.
- Top heavy structure, with a perceived lack of resource at operational level, the management team meeting has 22 managers in an organisation of 82 colleagues.
- Under investment in Student facing areas. We are working on this.
- Perception that we focus on a relatively small number of students who like to consume alcohol and/or with political leaning, this may be as a result of not better publicising the range of things we do.
- Large scale ambivalence towards the SU from members, NSS results had a 10% drop in students responding to the SU questions, as perceived as the 'SU Not having anything for them'.
- Federation fees are a huge barrier to engagement.

### → What Could Be Better

- Better use of our spaces
- Lack of diversity, our staff team don't reflect our membership
- Improvement in our relationship with the University
- Officer leadership is undermined by pulling our FTO's into Operation tasks
- Governance work is a work in progress
- We could do more work with regional and nation influence

- Specific Employee issues – Pay structures and the path through it, focusing on out-comes not Out-puts, we could improve our staff offer.
- **Staff**
- Talent, Passion, Dedication, Enjoyment – Reflect the staff generally, **PS** has been very impressed in his initial time in post
  - Staff don't fully reflect the diversity of the membership
  - A large number of Managers have been moved up to an elevated role, a challenge around the use of the pay system.
  - Financial decision making, staff are constantly mindful of a lack of funding.
- **Finances**
- We receive a good grant from the University, and we have significant reserves
  - We occupy a prominent space, which the University sees as an indication of their confidence in us, but that we could do more with the space. Location is good
  - We are not good at considering the return on our investment, Projects start and then become BAU with no further funding, and we are not disciplined in closing down projects when the funding finishes.
  - The Board has not received a true picture of the SU financial accounts, we don't talk around the good things we do in the commercial space, how many students we employ, how much money we put in their pockets, how we have changed their student experience. The University is carrying out a Cost of Living programme one of the strands is around Student employment, and **PS** has asked Lee Soloway, Dirty Duck Manager, to be involved with this programme from an SU point of view.
  - Our Managers don't tend to see the real picture around management accounts
  - Consistent message **PS** has picked up, that Operations are favoured by the organisation. Not sure where this opinion has come from.
  - We are operating in a difficult environment generally given the context in the sector, although Warwick SU is working in a Russell group university where student numbers remain high.
- **Staff / Driving Change**
- Some Officers feel isolated and largely unsupported, and possibly the System actively disempowers the officers
  - Some Officers are highly politicised and prioritise this over the Union's reputation, and actions have consequences.
  - Officers go rogue, they will choose to go and do things on their own which ends in a negative impact on the SU, and we achieve less overall.
  - Campaigns are not as impactful or insight driven as they could be, part of this is around the narrative on the impact. **EN** agreed with the points regarding campaigns
  - We don't have support for Officers from administrative point of view.
  - Month long hand over is too long, and value is lost.
  - Training of the officers has been greatly improved, but this can go further.

**RP** suggested a week long residential for officers may be beneficial, he has seen the benefit of this in the SU's he has worked in.

**JD** added that this area around the officer support is fundamental, and agrees with the points that **PS** has made regarding the FTO training. **JD** suggested that the primary support for officers should come from the senior management team.

**VR** agreed with the points made, and added that the training time frame should be looked at from a Post graduate point of view, as they start in the officer role a month after the rest of the team.

**MP** raised the issue of the lack of student consultation on Operational matters and communications.

**EB** suggested having a Mentoring scheme for Full time officers, **LM** added that we are looking at this and the structure of a scheme working in conjunction with the University.

→ **Driving Change**

- Key National issues missed, with little attention paid to national policy agenda, except for left or right point scoring, i.e. the NUS disaffiliation motion.
- Little action involvement in national students' politics, and lack of planning ahead for events such as General Election, coordinated student living strategy.
- The SU doesn't currently value or prioritise student leadership for activism /influence.
- Feedback - Officers don't enjoy working at the SU and can't wait to get away.

**SC** responded that planning for the General election is taking place, discussions on both a Regional and National level with various campaign groups.

→ **Governance**

- The governance review has taken place resulting in the Governance Regeneration Project, we are in the process on implementing the suggested improvements.
- Officers struggle with the dual roles as student representatives and Trustees
- Sub-Committees and subsidiary companies require development.
- **PS** suggested our Board and Sub Committees should be scheduled in during the working day.
- Trustee Training should be included in our annual Officer Training
- We should have greater transparency for colleagues over the role and outputs of the Board of Trustees, and possibly Lay Trustees being more visible in the SU HQ would assist in demystifying the Board.

→ **Leadership & Management**

- Cynicism towards Student Leadership from some SU staff and Uni colleagues
- Little formal structure regarding meetings communication, support and accountability purposes
- Colleagues focus on the CEO role to provide all the answers.
- The multiple changes in CEO has been very damaging, leading to a suspicion of leadership.
- Having carried out an excellent piece of work regarding leadership development, but haven't looked at the Officer/Director leadership model and how that works together.
- No administrative support for Officers is an issue.

→ **The University**

- The best way for the SU to succeed is to build longstanding relationships .
- We need to greatly improve our ability to articulate what we do and achieve to evidence to the University our value for money.

→ **Current Strategy**

- Credibility issues, very little colleague buy in to our existing strategy.
- Measures and metrics are over optimistic and unachievable.
- Are we focusing on the right things?
- We forget our role is primarily to influence the University
- Focus too little on the breath of the student body, attention on a small fraction of the 29k students.

→ **Values**

- A lot of work has been undertaken to embed our values, but staff have limited ability to articulate the values and reference their own performance/behaviours in a values context.
- Organisational decision making is not always reflective of our values.
- Do the values sit with the character of the SU.

→ **Summary**

- University of Warwick wants a strong SU and believes we can get there
- Student Voice is valued and impactful on Campus
- All of our members are important and ensure we put our students first
- We need to improve the management structure so decisions are taken by people who are on the ground talking to students, rather than pushed up to Director level
- Address the culture before we create the new strategy. Our current strategy is set to run to 2025, use insight function to build the strategy, work on the culture of the organisation and be ready to launch a new strategy when the University Launch their own.

**PS** will share the presentation slides.

**PJ** requested a snapshot of the environmental sustainability of the Union, and the planned work for the future. **PS** will provide an update in the December CEO report.

**JD** responded on the behalf of the Board, congratulating **PS** on his presentation and incredibly insightful analysis of the SU situation, **JD** offered his support to assist in working on the highlighted challenges. **PS** suggested initially he would like to take this presentation out to Colleagues and will feedback to the Board in December. The Board approved the approach **PS** had suggested in the presentation.

## 1.8 Safeguarding Update

**TM** following the discovery that the SU didn't have a robust safeguarding policy, we pulled a steering group together and initially issued a brief outline of Do's and don'ts for Clubs and Societies.

We have been working with an external company Universal safeguarding, and the steering group which is representative of most of the depts within the students' Union, we have carried out a two day training course.

We are currently working with the University regarding the review they are carrying out, to ensure we dovetail with their policy and processes.

We are looking at our communication regarding safeguarding on the website, to ensure it is clear and easy to navigate through.

We have held our first safeguard case study meeting.

**TM** will provide the Board with a Safeguarding progress update at the December 2023,

## 1.9 Action Log

Below the line no comments raised.

### 1.10 AOB

**AT** raised the SU position regarding the current ongoing Israel and Palestine situation. **PS** added having identified we have a relative weakness in our code of practice guidance for student groups, **PS** will be working with Directors to look at this and consider how we address challenges from groups or individuals regarding behaviour online and will come back to the Board with recommendations providing an overview and explanation of how we approached and dealt with the current challenges.

The scheme of delegated authority is absent currently, and plan to return to the Board with a revised scheme of delegated authority to the December Board.

**MP** queried that within **PS's** email earlier in the week, any breakages of SU rules were raised, **MP** asked what process was taken, **PS** stressed there has been no formal complaint regarding



online posts in relation to the current situation, concern was raised internally and we went through bylaws 5, 8 and 9, it could be inferred that there was technically breach, but could also be inferred that there wasn't, there were questions raised regarding breaches of a Student Union policy and if a post would bring a Union in to disrepute. In the opinion of **PS** and colleagues there wasn't a breach in the identified case. **MP** questioned the process for reviewing the policy annual, **PS** will be taking legal advice on how we approach this.

**BA** asked for **PS's** suggested process to deal with similar situations better, and short term how we update processes in the likelihood that similar incidents may occur. **PS** responded that there is likely to be activity within our student body that cause concern at some point, which is a recognised situation. Practically we will go back through our structures and make sure Students and Officers have reviewed our governance structures. The SU are preparing for further tension, discussions, and disagreement regarding the current situation, which is extremely emotionally charged, and our approach will be support rather than sanction.

**BA** added that from a trustee perspective we should be considering the reputational risk to the union, if something is not a breach of law, at what point do we think the reputational risk to the union is too great to do nothing? **PS** suggested in line with our current processes in **PS's** opinion the recent post didn't identify as being a particular risk.

**SC** raised freedom of speech following a council briefing, **SC** believes we will receive a huge number of challenges on this as it goes through international law courts. When considering legal assistance regarding the processes **SC** would like to recommend where we can get legal advice and will discuss it with **PS** offline. **SC** also wanted to raise the SU position on taking a neutral stand point in our communications. **PS** responded that the Statement was crafted by the Officers and was based on one of support for both sides, **AT** added that the neutral stance was decided based on the number of fatalities in the conflict and taking into consideration the opposing views.

**JD** added that these are very challenging and difficult issues to deal with, but stressed we have to be incredibly careful in expressing our views, if in the Charity Commissions opinion we have taken a political stance on situations which don't relate to students as students, we could be relieved of our responsibility as trustees and the commission would take over running the Union, so we are therefore not at liberty to take a non-neutral position. We have a legal obligation to uphold freedom of speech, which is tricky as the law is not clear and is a very grey area. We must remain within the Charitable objects of the SU, and groups using SU funding and premises also have to comply with the Charitable purposes. **JD** agreed with **BA's** point regarding reputation damage and would welcome the review of the processes for the future, this situation is likely to continue and we therefore should tighten up our processes going forward.

## **Next Meeting – 7<sup>th</sup> December 2023**