



**Imperial College Students' Union
Board of Trustees / 24 February 2021**

Minutes (20 January 2021 Board of Trustees)

1. Introduction & Attendance

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|--------------------------|----------------------|
| Jill Finney (JF) (Chair) | Phil Power (PP) |
| Stephen Richardson (SR) | Graham Parker (GP) |
| Kate Owen (KO) | Kelvin Zhang (KZ) |
| Abhijay Sood (AS) | Shervin Sabeghi (SS) |
| Sam Lee (SL) | Alex Auyang (AA) |
| Ross Unwin (RU) | Lloyd James (LJ) |
| Chris Carter (CC) | Milia Hasbani (MH) |
| Dorothy Griffiths (DG) | |

In attendance

Tom Flynn (Managing Director) (TF)
Tom Newman (Head of Membership Services) (TN)
Rob Scully (Director of Finance) (RS)
Ashley Cory (Systems Manager) (AC)
Victoria Agbontaen (Governance Officer) (VA)

2. Apologies

Jayne Hufford (Interim Director of Finance) (JH)
Michaela Flegrova (MF)

3. Minutes of previous meeting

The minutes of the previous meeting were approved.

4. Matters arising/Forward Agenda

TF confirmed that the letter had been sent to HMRC and College have agreed to cover any liability, therefore the Union are not financially exposed.
NUS have launched a formal complaint with HMRC and within a month of receiving this complaint, NUS can ask for a judicial review of that complaint.

5. Conflict of interest declarations

None.

6. Consideration of confidential business

AOB will be considered confidential business.

AA joined the meeting.

7. Managing Directors' Report

TF gave a brief verbal overview highlighting to Board that since returning in January, the Union has continued to work through its challenges, with a particular focus on developing the new strategic plan and the financial reforecast position.

TF informed Trustees that the Union had completed an internal audit and they have made two key points of recommendation; the College taking into account the Unions financial position due to Covid-19 and secondly, for the College to agree a new financial model with the Union that is not based on Commercial surplus.

- i. A question was asked by GP whether there has been any progress made with the shop transitioning to online trading. Trustees were informed that the online shop has now launched and had an income of over £30,000 in its first week and items are still being dispatched on a weekly basis during the current lockdown period in order to minimise travel and risk of staff.

Board noted the MD update.

KO and DG joined the meeting.

8. Officer Trustee Team Update

AS gave a verbal update, noting the work himself, SS and MF are doing on the education side around safety-net policies. AS noted he is currently focusing on supporting the Felix Editor as there have been concerns raised about the performance of the editor and the paper.

SS said he had been working with the College to provide waivers for students who are renting but unable to return to their accommodation but will be further upcoming discussions on the structure of halls for next year. SS added that next week his focus will be interviewing the candidates for the Representation and Advice Manager as not having staff support has been challenging for both himself and MF.

RU noted that annual budgeting for CSPs has begun and this is being carried out with an optimistic view of BAU for next year. RU added that a club culture project will be starting, following on from a number of disciplinary issues last year.

SL noted that he has been developing several Health and Safety policies which will be brought to F&R for approval. SL said he is still undertaking work on the UCH redev project to ensure the outcome is student aligned and student input is considered as much as possible. SL informed Trustees that the new DPFS job description will be going to Council for approval and updated in the Bye-laws.

- i. A question was asked by JF how the OT's have been gathering support for the elections. Trustees were informed that TN has scheduled regular meetings for election planning and the Union are working with College IT to ensure a form of 'lecture shoutouts' can take place in some capacity online. AS added that the turnout for the upcoming elections is expected to be lower than usual and conversations are being had about the expected implications of this.
- ii. A question was asked by JF if it would be helpful set a minimum expectation and to have a benchmark of expectation for this year to measure success. Trustees were informed that it would be difficult to set a meaningful benchmark due to the unknowns involved but it would be useful to look at the decline of the recent Autumn elections compared to a normal year.
- iii. A question was asked by JF if the DPFS job description be updated in time for the upcoming elections. Trustees were informed that this would be ratified at the next Council meeting at the end of January.

Board noted the update.

9. Term Two Update

TN gave a brief verbal update noting that due to the lockdown, all services are operating remotely, including CSPs, helpdesk, the shop and 568. Key events such as Hello 2021, Student Choice Awards and Leadership elections have all been confirmed to be online events and are being planned accordingly. TN stated that the Union are still making use of the furlough job-retention scheme across all departments to differing degrees. In terms of staff morale and engagement, TN felt this had been the most challenging lockdown out of the previous two. As a result of this, the Senior Managers have arranged for a staff away day which has elements of team building as well as engaging staff in the strategy planning and other staff connecting activities are being planned.

Board noted the term two update.

10. Audit Update

TF briefed the Trustees noting that the audit seemed to be drawing to a close in December, but the auditors have now said there are issues with a reconciliation of the inter-company balance. JH has completed the reconciliation and provided Crowe with an email confirming this but subsequently, it means the accounts are around £20,000 worse than what was presented to Trustees in December and if there are found to be any specific material changes, this would have to come to Board for reapproval.

TF suggested that once RS joins the Union full time, it would be imperative for him to tender alternative auditors as there has been a loss of confidence and an underperformance in the standard of service provided by Crowe.

- i. A question was asked by GP if another auditor were to be appointed, there would be sufficient time for them to understand what is required to be done. Trustees were informed there are five firms that are well placed to tender for in the Students Union sector and given that audit work will not commence until September, appointing a new auditor in May will be enough time.
- ii. A question was asked by KO if there is knowledge of who the best auditors are in the Student Union field and whether considering auditors outside our field would make a difference. Trustees were informed that with small firms you usually get a bespoke service and a better audit, however the ancillary support (VAT advice, sector knowledge) around it is not adequate. TF added that tendering a wider pool of auditors would be the best path to take and it is essential to ensure the College is engaged with this process is key.

Board considered and noted the audit update.

11. Strategic Plan & Financial Model Update

TF explained that the Steering group have been meeting regularly and feedback has been provided on the enablers. TF added that during the staff away day, the OT's will be leading working groups of staff to discuss the big ideas for change to be included in the plan.

The OT's are also running values workshops with their respective subcommittees of Council, which will be collated with feedback from both permanent and casual staff and using this to form our organisational values.

JH added it is key to ensure that a substantial amount of time is given for Trustees in the February meeting to discuss the strategic plan to ensure there is a real sense of ownership and agreement on the plan.

Board noted the updated on the strategic plan.

12. External Trustee Recruitment update

JF informed Trustees that the external trustee recruitment would be taking place this week and members of the interviewing panel are Abhijay, Jill, Kate, Stephen and Lloyd. There were a field of twelve really impressive applicants, which has been shortlisted to six candidates and an update will be provided to Trustees at the next meeting.

AS outlined that the next Council meeting is on the 16th February, where the chosen candidate will be ratified by Council and confirmed with the Board on the 24th February.

Board noted the update on the external Trustee recruitment.

13. Sector Update

TF stated that DfE are likely to announce some HE regulations next week which have already been delayed by a week. TF informed Trustees that Michael Barber (Chair of Office for Students) is stepping down and being replaced by a Tory MP with minimal experience in HE. AS added that Wonkhe have been very active in combating any myths that have come out about the sector.

Any Other Business

*Confidential business**