Minutes of the CUSU Board of Trustees, February 6th 2017.

<table>
<thead>
<tr>
<th>Meeting of:</th>
<th>CUSU Trustee Board</th>
</tr>
</thead>
<tbody>
<tr>
<td>Location:</td>
<td>CUSU Offices, 17 Mill Lane</td>
</tr>
<tr>
<td>Date/Time:</td>
<td>2pm, 6th February 2017</td>
</tr>
<tr>
<td>In Attendance:</td>
<td>Trustees: Chair, Amatey Doku (AD); Page Nyame-Satterthwaite (PNS); Péter Juhász (PJ); Audrey Sebatindira (AS); Roberta Huldisch (RH).</td>
</tr>
<tr>
<td>Apologies:</td>
<td>Éireann Attridge (ÉA). Gareth Marlow (GM) attempted to Skype, however poor connection meant GM could not attend.</td>
</tr>
<tr>
<td>Invitees in attendance:</td>
<td>Mark McCormack (MM); Jennifer Payne (JP).</td>
</tr>
</tbody>
</table>

A. Board Administration

1. Apologies for absence
Éireann Attridge (ÉA). Gareth Marlow (GM).

2. Conflicts of interest
MM announced conflicts with all items in C as they relate to staffing. Items in C included: a proposal to review standard employment policies every 3 or 5 years instead of annually; proposal to remove ‘core hours’ from employment contracts and introduce a culture of flexible working, subject to consultation and further management controls in place; and a proposal to amend the working hours of the General Manager.
AD announced a conflict in any discussions regarding the NUS affiliation fee due to his running for an NUS position; AD would delegate chairship of meeting for this item to AS and, if required so by Board members present, leave the meeting for this item.

3. Minutes of the last meeting
   - **Matters Arising: Approval of Minutes of January meeting (31/01/17)**
   MM asks about minuted discussion relating to Board’s condemnation of Uni taking issue with Constitution clause 4.12. Board confirm approval of minute. AD asks for amendment to a reference to a personal statement in this passage which was a collective statement. Board confirm approval of minute.

   **DECISION:** Minutes of the previous meeting were approved. Board ratified the decisions of the previous Board.

   - **Matters Arising: NUS affiliation fee update (paper supplied)**
   Board have previously been notified that NUS had re-issued the 2016-17 affiliation fee for CUSU: from £250, which was communicated at the time of the CUSU referendum on affiliation to NUS in 2016; to ~£6k. NUS calculates affiliation on the basis of a union’s block grant in combination with a 10% calculation of full-time equivalent student numbers (e.g.
full-time students at 1%, part-time at 0.5%; with total student numbers calculation divided by 10). MM stated that CUSU has repeatedly asserted an incompatibility with the NUS fee structure.

NUS have communicated the resolution of their Audit and Risk Committee (A&R). Their resolution has sought to set terms for CUSU's affiliation for future years and prevent on-going dispute or complaint. The A&R Committee have resolved that the CUSU fee should be calculated as a combination of both University grant funds and Common Room affiliation fees. Whilst this recalculates the 2016-17 fee to £10.5k for the year (against CUSU’s budget line of £250), they suggest that, as CUSU has received communication already for a fee of approx. £5.7k, then the £5.7k fee shall stand for this financial year.

No process of appeal is communicated. The General Manager is awaiting a formal definition of ‘block grant’ from NUS. The resolution suggests that CUSU should budget for affiliation fees of £9-11k per year.

Board discussed actions available to the Board: of acceptance, further diplomatic engagement, and engaging our membership. In particular Board considered a diplomatic route to contest the fee further with NUS.

Particular points included the following:

- Board questioned NUS’ decision to apply a reduced fee on the basis of communicating a lower fee previously; the original fee communicated was £250, and then after CUSU's NUS referendum the fee changed to £5.7k. When CUSU disputed this, it was only then the fee was calculated as ~£10.5k. Board felt uncomfortable engaging with NUS on such uncertain terms; it seemed risky to engage with an organisation plating politics in a financial arrangement.

- Students didn’t vote to affiliate at a rate of £5.7k; with it rising in-year we need a conversation with members; cannot see why NUS are including affiliation fees in the block grant figure.

- It was not Board’s place to take a political position about NUS affiliation, but in not doing anything and simply accepting the fee this could then be seen as non-transparent; yet at some point actions could unduly influence Member's political thinking. There was a concern that students could rush to an assumption of CUSU being untruthful to members before blaming NUS if the situation was not dealt with openly. However even raising the issue [regarding fee dispute] with Members immediately makes the issue political, and puts the Board in a position of influencing a political decision of Members. Yet this point notwithstanding, the Board still have a budget variance to explain and there is no non-political way to do this.

- The burden should be on NUS to justify their fee, not the Board. However new fee proposals were imminent and would be discussed at NUS Conference over the Easter break.

- Board noted that CUSU was only remaining affiliation/collegiate model uni. Other collegiate uni’s have block grants.

- £5.7k as a principle related to affiliation may be acceptable to members.

- CUSU could afford the increased fee, but only because the Union had healthy reserves and only for a year or two. The Union’s precarious funding situation did not offer a sustainable option for any increase in fee.
Board then considered governing provisions and that External Affiliations shall be communicated to next Council meeting.

**DECISION:** Board delegated the issue to the Sabb Team to meet before the next Council, with a view to the issue being discussed openly at Council provided accurate and objective information could support the discussion; Board consensus reasoned it prudent to await NUS’ new fee proposals prior to any serious questions about continued affiliation on the basis of the increased fee as there was a possibility a new methodology would result in a lower fee, however Board accepted this was a decision for the Members, not Board. Board agreed to pay the affiliation fee if that was the fee due for the current year. PJ asked that this be communicated at a Council level to make members aware.

**B. Organisation Updates**

**Key items to discuss from organisation updates:**

- **Organisational developments (verbal, overview paper supplied)**

Organisational updates – MM briefed the Board. Board told could ask questions, or go formally through AD outside of the meeting. Operations Update included:

- Lighting – poor and aged lighting in the offices had brought about complaints and affected motivation. New light bulbs had been sought in the first instance and a survey of staff and officers had directed an action plan for improvements.
- Staff reviews had been arranged to take place during March and April.
- Lynda launch and training page – an online training platform had been made available to the team to encourage more personal development among staff and officers.
- Reception recruitment – the shared CUSU-GU Reception service was progressing with a new flexible model that permitted longer opening hours and higher service-level.
- IT transfer to Uni network – the University were in the process of completing a work on CUSU’s computers, which would mean CUSU could seek ongoing support from UIS with desktop IT issues. This would improve productivity and ensure prompt responses when problems arose.
- CUSU Conference had taken place in January and seemed successful with good attendance from students and a varied programme; the Membership Team worked hard to help organise the event with sessions delivered and the event coordinated by both staff and sabs.
- Shadowing Scheme was ongoing with the final weeks taking place in coming weeks.
- Colleges had been invoiced for Affiliation fees
- Christmas Party for officers and staff was another success and a good opportunity for the team to come together before Christmas.
- Big Cam Survey analysis was delayed due to the scope of analysis involved and a need for proper peer reviewing.
- NUS Delegate elections took place to fill vacant positions.
- Officers and democratic mandates – NSS boycott, SLTAs, intermission guidance.
- Continuing work on constitution and obtaining charity commission approval.
C. For decision

i) Proposal to review employment policies every 3 or 5 years instead of annually
MM introduced. PNS - makes sense if the document is too large for it not to be done effectively. Sounds sensible for changes to come to Board; perhaps come to Board as and when changes are made. There was consensus with this suggestion. AD suggested Board defer decision to when new external trustees are in place and Board have properly reviewed the full document.

**ACTION:** MM actioned for when External Trustees are appointed to put together a trustees review list of policies; and to distribute employee policies to Board members.

ii) Proposal to remove ‘core hours’ from employment contracts and introduce a culture of flexible working, subject to consultation

MM introduced – CUSU’s standard contract included a ‘core hours’ clause; the University had a ‘core hours’ contract clause and MM felt the inclusion in CUSU contracts was a remnant of this; CUSU’s HR advisors had indicated there would be no need for a core hours clause unless the organisation had concerns about attendance during specific hours. MM stated that some roles may require core hours, such as Reception and service-providing roles, however it was unhelpful to require some roles, e.g. sabbaticals, to attend between 10am and 4pm each day if these roles often worked later. MM proposed that line-managers should monitor the hours of reports within the confines of each role’s circumstances and responsibilities, and this should be part of normal performance management behaviour; employees should then further be required to keep records of attendance and communicate working hours should any flexibility be approved by their manager – this would perhaps work better than a limiting clause in a contract.

Board consensus followed that a removal of restrictive contractual terms seemed like a supportive measure. Board noted it important we advertise roles in elections on this basis.

**DECISION:** approved subject to consultation; allow MM to proceed.

iii) General Manager’s working hours proposal

AD introduced the item to permit the General Manager to work four days per week with existing hours; MM added to the case put in AD’s paper to Board, explaining why the proposal would be beneficial to him both in his CUSU work and outside of it. MM left the meeting whilst this item was discussed.

**DECISION:** 3 months-trial approved to monitor the arrangement. Following the trial, MM and AD to speak about submitting a formal arrangement at Board level following a review.

D. For discussion

i) Review of draft of new Standing Orders in current draft form

AD introduces. AD goes through key changes proposed in the SOs. UD Team proposed an ambitious timetable for the SOs. Board discussed the number and category of trustees, as
well as the benefits of a larger Board. Board discussed the different changes that could occur to the Board and considered that they could review the membership of Board in the Summer once External Trustees had been in post for a couple of months and sabbs and student trustees could reflect. AD resolved to discuss at CUSU Council.

Deferred final part of SOs and Constitution item due to time.

ii) **Continued discussion on CUSU Constitution draft**
Deferred.

iii) **Discussion on impact of publications contracts on ongoing CUSU expenditure**

Board reviewed their discussion of the Board meeting of 31st January relating to the role of high-value contracts in CUSU’s funding model. In particular the Board discussed the risks associated with contracts and the reliance of the Union’s ongoing expenditure upon some income sources with regard to the likelihood and severity of any disruption to contractual income upon CUSU’s wider charitable and representative work.

The General Manager was tasked with considering the current finance model of CUSU and consider a scenario where new publications contracts were not included in CUSU’s core income-model. The scenario indicated that, should no income be forthcoming in place of publications contracts (amounting to ~£140k per year), the organisation would need to retract its work and impact considerably to remain sustainable. MM gave an overview of the cost-saving measures that would need to be considered, as well as any amendments to fundraising that could support the scenario.

Board further considered the risks of removing any publications contracts from its income model against those of deep cuts to expenditure alongside the options available to the Board, such as approaching the University and exploring alternative income opportunities. JP outlined that contract discussions were underway and JP was positive the new contract, expected imminently, would respond to CUSU’s core aims regards to the funding source; initial responses to the Board’s requirements [within any new contract] seemed positive.

Board resolved to defer to next meeting after hearing back from the University on the Union’s funding bid as well as any new contractual developments. This would be timely for considering the budget to be presented to Members in Easter term.

**E. Any Other Business**

Co-option of GM to Board was approved; GM would continue in trustee duties as an External Trustee, subject to GM’s consent and confirmation, until a successful completion of the current External Trustee recruitment process.