Minutes of the CUSU Board of Trustees, May 2nd 2017.

<table>
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<th>Meeting of:</th>
<th>CUSU Trustee Board</th>
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<tr>
<td>Location:</td>
<td>CUSU Offices, 17 Mill Lane</td>
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<tr>
<td>Date/Time:</td>
<td>3pm, 2nd May 2017</td>
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<td>In Attendance:</td>
<td>Trustees: Chair, Amatey Doku (AD); Gareth Marlow (GM); Audrey Sebatindira (AS); Roberta Huldisch (RH); Eireann Attridge (EA).</td>
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<tr>
<td>Apologies:</td>
<td>Péter Juhász (PJ); Page Nyame-Satterthwaite (PNS).</td>
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<td>Invitees in attendance:</td>
<td>Mark McCormack (MM); Jennifer Payne (JP); Jessica Wing (JW).</td>
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A. Board Administration

1. Apologies for absence
   Péter Juhász (PJ); Page Nyame-Satterthwaite (PNS).

2. Conflicts of interest
   JP and MM conflicted in discussing the budget should the Board revisit any previous discussions regarding pay and employment terms. JP and MM were willing to leave the room at any point to support discussion on pay matters at the request of the Chair or any of the trustees.

   GM again announced a standing conflict due to work commitments engaging with a University Department. No action would be needed at this point.

3. Minutes of the last meeting
   - Matters Arising: Approval of Minutes of April meeting (11/04/17)
     Due to a period of leave, MM had not been able to produce draft minutes since the last meeting. The minutes were in note form and would be circulated for review and then approved at the next meeting along with the May minutes

4. Starring and ordering or items for decision/discussion; deferring of items until next Board.
   None. AD advised that the focus of the meeting would be to discuss the budget for the forthcoming year to be presented to Members in Easter Term.
B. For decision

i) Next steps with the careers project

JP gave update on developments since last Board. The current/previous partner on the careers project had proposed a one-off publication proceed based upon the current format. JP had said the total fee would need to be paid by end of June, with no restrictions on business explorations, and with no event component. New contracts will be created promptly from any Board decision.

Board were concerned about a media narrative about incompetency with CUSU’s management of the contract, which did not consider the political role of the funding source within CUSU’s economic model. Board asked that a broader explanation be provided to Members to help promote a better understanding of CUSU’s situation with publications contracts.

The Board welcomed the proposal and were keen to maintain a relationship so long as any additional or new agreement did undermine any future project that may be independent. It was important that any agreed undertaking regarding CUSU’s business activities did not compromise on other endeavours the union has or has committed to.

Board discussed any potential legal risks arising from recent business events.

DECISION: Board resolved that a one-off would be acceptable, with no long-term agreement considered until the one-off is underway and demonstrated that our needs are being met/responded to. Board are to be updated on matters: the agreed/negotiated heads of terms; and finalised contract/s.

ii) 17-18 Budget to be presented to Council.

AD and MM jointly reported to Board:

Council reviewed the budget draft approved at the last meeting. Students were not happy with the situation and were critical/asked lots of questions; but there was not a sense that members were unhappy with the Board’s approach thus far. Members were more interested in how CUSU had got into the situation they were in and wanted more detail on specific areas of the budget.

It was perceived the presenting of the budget premise in draft and then a formalised version at a following Council was a helpful exercise and should be repeated in future.

There was no allusion that the proposed budget would fix CUSU’s financial structure; this is a transition budget so that an incoming team can work with outgoing team to produce a plan in response to a forecasted ongoing structural deficit. Two-phase plan: transition, which drives the conversation about our funding; and then a plan for how we should or could be funded, and any deeper impacts that may arise.

A range of meetings with University stakeholders were occurring in the coming week, which would provide forums for discussing next steps and begin to source institutional support.

On the whole CUSU Council did not present wholesale opposition to a modest, sensible raising of affiliation fees and therefore this now being presented.
Board considered students’ campaign budgets and whether reductions could or could not be made; or if some budgets had been cut too much in relation to existing spend that campaigns would require.

Board recognised there was a ‘hearts and minds’ job to be undertaken regarding CUSU’s finances, and the new strategic cycle gave opportunity for this. The loss-projecting budget did not result from the existence or non-existence of a contractual term, but from the aspirations of the union and the income streams available to support them. Each year a tighter budget is being proposed to Members and CUSU’s competence is then questioned, rather than Members questioning the aspirations of the Union and how their Members wish their resources directed towards them.

DEcision: Board resolved to proceed with an amended version of the drafted budget prevented to Council on 2nd May provided that the bottom-line could not drop below a £76k loss for the year. A range of minor amendments were approved, which brought the year-end loss to £74,454. These were to be collated into a budget commentary for Members.

D. For Discussion

i) Proposal to amend make-up of the trustee board.

AD reported and introduced a proposal to add the Disabled Students’ Officer to Board membership as well as a third external member. Would need to be approved at Council.

Board saw benefit in wider representation on the Board and endorsed the proposal.

ii) Update on governance and discussion of how Board business is managed

MM introduced the item, which proposed the introduction of a sub-committee of Board with the remit of scrutinising personnel matters (including remuneration and policies); management accounts and variances; and the annual audit process. The aim of the sub-committee would be to improve the effectiveness of Board business, as well as seeking to introduce wider student oversight into management matters. The Board would then primarily be concerned with: strategy and risk register; trustee and CEO recruitment; longer-term planning and oversight. The Board would also receive management accounts, however would do so with the sub-committee minutes.

Board discussion overview:

The proposed timeline for Board meetings was accepted. A ‘guided agenda’ could help efficiency and mean a sub-committee is not essential. If a sub-committee were to occur, should have at least one external in attendance.

July meeting doesn’t always seem the most productive. July meeting could be made more of a review meeting with all trustees. A serious opportunity for reflection to help set the tone for the year.
Board consensus was that the matter was a positive discussion to have, however may be more helpful to discuss the principles beyond the proposal with the new Sabbatical and Trustees teams. Proposed to discuss at July meeting.

**ACTION:** MM to present a draft terms of reference for a sub-committee at July Board for new team to consider; the proposal itself could be used as a means for broader discussion on Board business and accountability to members.

**ACTION:** MM to arrange a trustee meeting for early- to mid- June so new externals could be introduced to Board.

**E. Organisational Updates**

MM reported to Board. MM had only recently returned from annual leave and therefore the update would be limited.

Despite liaising with the auditors whilst on annual leave and completing a number of tasks, the 2015-16 audited accounts had still to be filed. The auditors were not working on a deadline for the end of May, which would mean the accounts would be up to a month late. MM reported this was regrettable and referenced aforementioned factors that had culminated in the delay, including a delay in receiving information from stakeholders, a high number of revisions during changing to the new FRS 102 format of accounts, and limitations on capacity within the team. Board noted the update.

RAG had informed MM informally that their members had resolved to explore closer-working with CUSU, perhaps by becoming part of CUSU’s structure. The newly introduced Standing Orders allowed for independent/autonomous student groups to become part of CUSU whilst retaining their own day-to-day governing practices to an extent. Board noted the update and welcomed the decision. MM explained that he and the RAG President had discussed working together to produce an initiation document in June, which would allow the Board to consider the benefits and risks of supporting RAG within its governance structure at the July meeting.

The Employee Engagement Survey results would be presented to the next Board. The Sales Coordinator roleholder had obtained new employment and left the organisation.

**F. Personnel Decisions**

MM introduced the next items collectively: CUSU had, or was about to have, vacancies in staff positions. The budget approved by the Board and to be presented to Members included commitments to maintain the current staffing level. Board were asked to review plans to move ahead with recruitment.

MM responded to questions about salary levels and contract types:

Salaries had been set-out for the vacant positions during the budget-setting process and Board had previously considered these.
Due to fixed-term funding periods from the University or uncertainty in service operations, a number of staff had been placed on fixed-term contracts. Fixed-term contracts were issued in order to be open with prospective employees about the union’s capacity to continue employment beyond the term and to minimise risk to the organisation. In most instances funding had eventually become recurrent or CUSU’s employer statutory obligations rendered the employee-status permanent due to improved rights for fixed-term employees beyond two-years of service.

Board resolved to cease fixed-term contracts where the funding source could reasonably be expected for at least two years, and also introduced permanent contracts for current employees satisfying this principle.

For each of the following items, MM introduced the role and its purpose, the funding source and the objectives, duties and relationships attached to each role.

i) Recruitment of Membership Team Manager

ii) Recruitment of vacant Representation and Campaigns Coordinator

Board were encouraged by the prospect of additional funding for a much needed position within the organisation. Board enquired as to how expectations with the GU would be managed so that both Boards could work together through a management structure in place; would need to be clear boundaries for CUSU and the GU.

MM and AD responded: the Presidents and managers of both unions had been meeting periodically to develop a Memorandum of Understanding; the unions had been reporting to CCSSU on the MoU since last year and were preparing a motion to CUSU Council at the next meeting. Consultation on the new management role and the expectations of each union in any shared relationship had been discussed frankly and further details would be shared prior to recruitment. A service-level agreement had been suggested as a means to set and manage expectations.

Board discussed the purpose of the Membership Team (incorporating both vacancies); Board were keen to continue the union’s principle that the Membership Team are there to support the officers and to back-up the work the officers do. Board discussed how the communications aspect of the role would be entrenched in a larger task of reporting the activities and impact of the work of the team, which would largely involve supporting others to better communicate their work to the outside world as well as support findings from the Big Cambridge Survey become more integral to daily workings and annual objectives. Board recognised the time constraints, however stated it would be preferential to have new staff starting before the new sabb team started in July.

**DECISION/S:** Board asked that a written agreement be in place before manager role is appointed. Board approved recruitment of new manager and R&C Coord. role.

iii) Recruitment of vacant Sales Coordinator

JP reported. The Sales Coord. Role was now vacant. JP explained the role’s duties and position within the Fundraising, Business and Services Team, as well as a continuing need
to have sale support for a busy summer period. JP was considering alternative means of structuring its business support.

Board suggested temporary support was prudent considering the sales expectations approved in the budget.

**DECISION/S:** Board approved a proposal to employ temporary sales support during any period of vacancy and potentially into an induction or busy sales cycle. Board approved a proposal to proceed with recruitment for a new postholder provided spend doesn’t exceed current year’s expectations.

**iv) Flexible-working request**

Board considered a paper requesting approval for a flexible working request to support a current team-member return from maternity leave. An additional request for added resource in the Students’ Unions’ Advice Service was being made to safeguard service quality during a time of increased demand.

Five options were presented in the paper. Option 1 asked for no additional resource and proposed continuing current operations as far as possible with existing resource budgeted. Options 2-5 requested additional resource put towards staffing in the service in various ways, rising from £1353.83 to £17k.

MM clarified that Board’s role in reviewing the paper was to consider a request for additional resource; MM suggested it be the responsibility of the service manager to direct resources within the confines of an approved budget whilst managing the expectations and demands of the service as best as possible.

**Board discussion:**

The Board thanked the Advice Service Manager for their hard work and efforts in compiling two helpful papers.

The Board seriously considered an ambition to increase resource to the service so it could be supported during a period of reduced capacity. Option 4, which asked for an additional £6856.01 seemed attractive and could be beneficial in maintaining the service’s value should capacity constraints arise; this would increase the full-time equivalent staffing to 2.3. Yet the Board felt unable to commit further resource at a time such a large loss was being budgeted for the forthcoming year. Board were conscious that the union was making cut-backs and trying to limit the extent of a forthcoming loss-making year, and further commitment to SUAS would incur further loss on-top of this. It could be difficult to explain to the Members and the University how the trustees were enacting their duties in this context. Board resolved that increase in resource could not occur in this year.

The Board were keen to ensure this did not reflect their strong support for the Service. MM advised that the current SUAS Team were aware of current resource-constraints
and were committed to making the Service work as successfully as possible, whether additional resource was granted or not.

Board considered whether different demarcation of work could take place; student-facing aspects of the work should be protected. The Board also considered whether the Comms/Engagement Mgr could assist with SUAS Communications if the Service team needed to economise on duties.

E. Any Other Business

i) Sabbatical Officers in Students’ Unions’ Advice Service (SUAS)

MM introduced the item and explained that the Board had discussed in a previous meeting that Sabbatical Officers should cease to provide professional casework in SUAS, however this decision would be reviewed after the election cycle in March. A paper from the Advice Service Manager was discussed. The paper outlined the history of Sabbatical Officers working in the Students’ Unions’ Advice Service. It set-out that high value had been put to the Officers’ role in the Service, however this was accepted at some risk to the service. CUSU knew of no other students’ union services that employed sabbatical as advisors and extensive resource was committed by the professional staff in the Service to upskill and induct new officers upon election. The paper outlined how Sabbatical Officer leadership would still be a defining element of the service; MM referenced current practices implemented during the year.

The Board maintained their view of Sabbs not doing casework and resolved that the current arrangement should continue.

AD reported that it seemed the GU trustees had concerns about the capacity of the service and a cessation of advisor-duties for Sabbs, in particular the Welfare and Rights Officer role. Board questioned MM on service-capacity:

Sabbatical Officers had undertake decreasing levels of casework for many years. In 2010 casework was shared 50/50 between three Sabbs and one full-time advisor; Sabbaticals undertook 16% of casework in 2014/15 and 13% in 2015/16, despite user numbers rising exponentially.

An ability to retain staff due to increase University funds had supported the service’s ability to develop, and the adoption of a managerial role had seen improved processes and systems that developed service-quality.

MM had regular meetings with the service manager and capacity and service demand and quality were constantly monitored. A range of solutions, worked through with MM, had been presented in the paperwork that would respond to any emerging risks. Board were satisfied that sufficient due diligence on the decision had been undertaken and sufficient mechanisms were in place to raise issues should they emerge.

The GU’s reported view was that, as service need is rising, capacity should increase or there should be a replacement of the resource. There was seemingly a mismatch between the GU’s valuation of sabbatical time in the service and that of CUSU’s, and therefore there had been a suggestion that CUSU might restructure their own resources to retain its historic investment in SUAS.
MM suggested more could be done to promote parity of understanding about the service across both Boards; as the host of the service and having two sabbatical trustees connected to the service had meant strong flow of information to CUSU’s Board on the progress of the service, whereas the GU had not received the same.

Board noted that the union had few options in considering this matter due to its resource limitations. If there were concerns about capacity, we could look into ways of supporting those concerns with data about the provision in place and then respond on that basis. The Board discussed elements of risk to shortfalls capacity in a time of increased demand should they arise, including who was responsible for those risks. It was noted that CUSU hold all tangible risks associated with the Service’s delivery and operations and all employment matters, due to it being the host of the service.

**ACTION:** (For MM) The Board requested that consistent information be provided to both CUSU and the GU Boards to improve communication across both governing bodies and promote joint ownership of the Service.

*Meeting ended approximately 5pm.*